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PLANNING BOARD

WAYLAND TOWN CENTER MIXED-USE PROJECT
PHASE I SITE PLAN SUBMISSION 2 APPROVAL DECISION

RE: Application of Twenty Wayland, LLC for a Phase I Site Plan Submission 2 Approval for proposed drainage, landscaping, and infrastructure related elements.

DATE: November 7, 2008

LOCATION: Assessors Map 23, Parcels 5L-D, E, G, H, I, J, K, L, and M; 400-440 Boston Post Road (Route 20), Wayland, Massachusetts

TITLE REFERENCE: Middlesex South Registry of Deeds Book 45981, Page 177 (recorded land); and Certificate of Title No. 234881 in Registration Book 1307, Page 76 (registered land) in the Land Registration Office

I. PROCEDURAL HISTORY

1. On June 9, 2008, Twenty Wayland, LLC (the "Applicant"), applied to the Wayland Planning Board (the "Board") for Phase I Site Plan Approval for proposed drainage, landscaping, and infrastructure related elements, other improvements, building footprints, and signage (together known as Submission 2) in the mixed-use project ("MUP") pursuant to Section 2304.4.4 of Article 23 Mixed-Use Overlay District ("MUOD") of the Zoning By-Laws of the Town of Wayland ("the By-Laws") at the property located at 400-440 Boston Post Road (Route 20), Wayland, Massachusetts and referenced above (the "Locus") which MUP was approved by the Board on January 17, 2008.

2. A notice of the public hearing on this application, a true copy of which is on file in the Office of the Town Clerk, was:

- a. Published in The Town Crier, a newspaper with general circulation in the Town of Wayland on, July 24, 2008 and, July 31, 2008;
- b. Posted in a conspicuous place in the Wayland Town Building on July 21 , 2008, which was at least fourteen (14) days prior to the first session of the hearing at which evidence was received; and
- c. Mailed, postpaid, on July 21, 2008, which is at least (14) days before the first session of the hearing at which evidence was received, to the Applicant, abutters, owners of land directly opposite the property in question on any public or private street or way, abutters to the abutters within three hundred (300) feet of the subject property and the Planning Boards of the abutting towns. The notice was mailed to the names and addresses shown on the most recent tax list provided by the Assessors Office.

3. The public hearing was opened on August 12, 2008, and continued to the following dates:

- a. August 14, 2008;
- b. September 2, 2008;
- c. September 17, 2008;
- d. October 6, 2008;
- e. October 21, 2008; and
- f. November 3, 2008.

All continuances of the public hearing were agreed to by the Applicant.

The public hearing was closed on November 3, 2008.

II. Documents, Exhibits, and Testimony

The following documents and exhibits were received during the public hearing and are hereby incorporated by reference in this decision:

1. Application Submittal

a. Phase I Site Plan II (Submission 2) Application submitted June 9, 2008 (the "Application") containing the following documents:

- (i) Letter dated June 9, 2008 from Frank Dougherty enclosing the Phase I Site Plan Site Plan III (Submission 3) Application and including written documents in support of application including the following attachments:
- (ii) Attachment A - Application Form
- (iii) Attachment B - Compliance Checklist

b. Phase I Site Plan (Submission 2) Drawings entitled ("Site Plan II - Phase I Site Plan Application") dated June 2, 2008 comprised of the following Sheets:

- (i) Sheet A0.0 - Cover Sheet
- (ii) Sheet C-0 Abbreviations, Legend, and Notes
- (iii) Sheet SV-1 Existing Conditions Plan of Land
- (iv) Sheet 1-1 ALTA/ACSM Land Title Survey
- (v) Sheet C-1 Overall Site Plan
- (vi) Sheet C-2A Demolition and Erosion Control Plan
- (vii) Sheet C-2B Demolition and Erosion Control Plan
- (viii) Sheet C-2C Demolition and Erosion Control Plan
- (ix) Sheet C-2D Demolition and Erosion Control Plan
- (x) Sheet C-3A Grading & Drainage Plan
- (xi) Sheet C-3B Grading & Drainage Plan
- (xii) Sheet C-3C Grading & Drainage Plan
- (xiii) Sheet C-3D Grading & Drainage Plan
- (xiv) Sheet C-4A Utility Plan
- (xv) Sheet C-4B Utility Plan
- (xvi) Sheet C-4C Utility Plan
- (xvii) Sheet C-4D Utility Plan
- (xviii) Sheet C-5A Parking & Traffic Control Plan
- (xix) Sheet C-5B Parking & Traffic Control Plan
- (xx) Sheet C-5C Parking & Traffic Control Plan
- (xxi) Sheet C-5D Parking & Traffic Control Plan
- (xxii) Sheet C-6 Erosion Control Details
- (xxiii) Sheet C-7 Drainage Details
- (xxiv) Sheet C-8 Utility Details
- (xxv) Sheet C-9 Utility Details
- (xxvi) Sheet C-10 Subsurface Sewage Disposal System Details
- (xxvii) Sheet C-11 Fast System Details
- (xxviii) Sheet C-12 Layout and Materials Details I

- (xxix) Sheet C-13 Layout and Materials Details II
- (xxx) Sheet L1 Landscape Plan
- (xxxi) Sheet L2 Landscape Detail Plan
- (xxxii) Sheet L3 Buffer Planting Plan
- (xxxiii) Sheet L4 Street Tree Planting Plan
- (xxxiv) Sheet L5 Plant Lists
- (xxxv) Sheet L6 Landscape Site Details

2. Additional Documents submitted by Twenty Wayland, LLC

- a. Stormwater Management Study dated June 2, 2008.
- b. Letter dated August 6, 2008 from Frank Dougherty to the Wayland Planning Board submitting the following documents:
 - (i) List of current and revised plan submittals
 - (ii) Revised Stormwater Management Study, Wayland Town Center, prepared by RJ O'Connell, and dated July 31, 2008
 - (iii) Summary of Hydrogeologic and Groundwater Mounding Analysis, Wayland Town Center, prepared by Haley and Aldrich, and dated August 2008.
- c. Phase I Site Plan II (Submission 2) Drawings entitled ("Site Plan II Application Submission") dated June 2, 2008 and revised July 31, 2008 except as noted containing following Sheets:
 - (i) Cover Sheet
 - (ii) Sheet C-0 Abbreviations, Legend, and Notes
 - (iii) Sheet SV-1 Existing Conditions Plan of Land (dated April 5, 2005)
 - (iv) Sheet 1-1 ALTA/ACSM Land Title Survey (dated June 8, 2001)
 - (v) Sheet C-1 Overall Site Plan
 - (vi) Sheet C-2A Demolition and Erosion Control Plan
 - (vii) Sheet C-2B Demolition and Erosion Control Plan
 - (viii) Sheet C-2C Demolition and Erosion Control Plan
 - (ix) Sheet C-2D Demolition and Erosion Control Plan
 - (x) Sheet C-3A Grading & Drainage Plan
 - (xi) Sheet C-3B Grading & Drainage Plan
 - (xii) Sheet C-3C Grading & Drainage Plan
 - (xiii) Sheet C-3D Grading & Drainage Plan
 - (xiv) Sheet C-4A Utility Plan
 - (xv) Sheet C-4B Utility Plan
 - (xvi) Sheet C-4C Utility Plan
 - (xvii) Sheet C-4D Utility Plan
 - (xviii) Sheet C-5A Parking & Traffic Control Plan

(xix)	Sheet C-5B Parking & Traffic Control Plan
(xx)	Sheet C-5C Parking & Traffic Control Plan
(xxi)	Sheet C-5D Parking & Traffic Control Plan
(xxii)	Sheet C-6 Erosion Control Details
(xxiii)	Sheet C-7 Drainage Details
(xxiv)	Sheet C-8 Utility Details
(xxv)	Sheet C-9 Utility Details II
(xxvi)	Sheet C-10 Subsurface Sewage Disposal System Details
(xxvii)	Sheet C-11 Fast System Details
(xxviii)	Sheet C-12 Layout and Materials Details I
(xxix)	Sheet C-13 Layout and Materials Details II
(xxx)	Sheet C-14 Sewer Pump Station #1 Design
(xxxi)	Sheet C-15 Sewer Pump Station #2 Design
(xxxii)	Sheet C-16 Septic System Plan View
(xxxiii)	Sheet C-17 Sewer Pump Station #3 Design
(xxxiv)	Sheet L1.0 Landscape Plan Overview
(xxxv)	Sheet L2.0 Landscape Plan
(xxxvi)	Sheet L2.1 Landscape Enlargement Plan 1
(xxxvii)	Sheet L2.2 Landscape Enlargement Plan 2
(xxxviii)	Sheet L2.3 Landscape Enlargement Plan C
(xxxix)	Sheet L3.0 Buffer Planting Plan Overview
(xl)	Sheet L3.1 Buffer Planting Plan A
(xli)	Sheet L3.2 Buffer Planting Plan B
(xlii)	Sheet L3.3 Buffer Planting Plan C
(xliii)	Sheet L3.4 Buffer Planting Plan D
(xliv)	Sheet L4.0 Street & Site Tree Planting Overview
(xlv)	Sheet L4.1 Street & Site Tree Enlargement A
(xlvi)	Sheet L4.2 Street & Site Tree Enlargement B
(xlvii)	Sheet L4.3 Street & Site Tree Enlargement C
(xlviii)	Sheet L4.4 Street & Site Tree Enlargement D
(xlix)	Sheet L5.0 Shrub Planting Plan Overview
(l)	Sheet L5.1 Shrub Planting Plan Enlargement 1
(li)	Sheet L5.2 Shrub Planting Plan Enlargement 2
(lii)	Sheet L5.3 Shrub Planting Plan Enlargement 3
(liii)	Sheet L6.0 Sample Perennial Planting Areas
(liv)	Sheet L7.0 Planting Plan
(lv)	Sheet L8.0 Landscape Site Details

d. Exhibit A, dated September 24, 2008, depicting the proposed Stop & Shop Truck Sales Area ("Outdoor Display Area Exhibit").

e. Phase I Site Plan II (Submission 2) Drawings entitled ("Site Plan II Application Submission") dated June 2, 2008 and revised September 29, 2008 except as noted containing following Sheets:

- (i) Cover Sheet
- (ii) Sheet C-0 Abbreviations, Legend, and Notes
- (iii) Sheet SV-1 Existing Conditions Plan of Land (dated April 7, 2005)
- (iv) Sheet 1-1 ALTA/ACSM Land Title Survey (dated May 17, 2001)
- (v) Sheet C-1 Overall Site Plan
- (vi) Sheet C-2A Demolition and Erosion Control Plan (dated 10/3/08)
- (vii) Sheet C-2B Demolition and Erosion Control Plan (dated 10/3/08)
- (viii) Sheet C-2C Demolition and Erosion Control Plan (dated 10/3/08)
- (ix) Sheet C-2D Demolition and Erosion Control Plan
- (x) Sheet C-3A Grading & Drainage Plan (dated 10/3/08)
- (xi) Sheet C-3B Grading & Drainage Plan (dated 10/3/08)
- (xii) Sheet C-3C Grading & Drainage Plan (dated 10/3/08)
- (xiii) Sheet C-3D Grading & Drainage Plan
- (xiv) Sheet C-4A Utility Plan
- (xv) Sheet C-4B Utility Plan
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- (xviii) Sheet C-5A Parking & Traffic Control Plan
- (xix) Sheet C-5B Parking & Traffic Control Plan
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- (xxi) Sheet C-5D Parking & Traffic Control Plan
- (xxii) Sheet C-6 Erosion Control Details
- (xxiii) Sheet C-7 Drainage Details
- (xxiv) Sheet C-8 Utility Details
- (xxv) Sheet C-9 Utility Details II
- (xxvi) Sheet C-10 Subsurface Sewage Disposal System Details
- (xxvii) Sheet C-11 Fast System Details
- (xxviii) Sheet C-12 Layout and Materials Details I
- (xxix) Sheet C-13 Layout and Materials Details II
- (xxx) Sheet C-14 Sewer Pump Station #1 Design
- (xxxi) Sheet C-15 Sewer Pump Station #2 Design
- (xxxii) Sheet C-16 Septic System Plan View
- (xxxiii) Sheet C-17 Sewer Pump Station #3 Design
- (xxxiv) Sheet 8 - Curb Tie & Grading Plan (Dated October 2008)
- (xxxv) Sheet 9 - Curb Tie & Grading Plan (Dated October 2008)
- (xxxvi) Sheet L1.0 Landscape Plan Overview
- (xxxvii) Sheet L2.0 Landscape Plan
- (xxxviii) Sheet L2.1 Landscape Enlargement Plan 1
- (xxxix) Sheet L2.2 Landscape Enlargement Plan 2
- (xl) Sheet L2.3 Landscape Enlargement Plan C

- (xli) Sheet L3.0 Buffer Planting Plan Overview
- (xlii) Sheet L3.1 Buffer Planting Plan A
- (xliii) Sheet L3.2 Buffer Planting Plan B
- (xliv) Sheet L3.3 Buffer Planting Plan C
- (xlv) Sheet L3.4 Buffer Planting Plan D
- (xlvi) Sheet L4.0 Street & Site Tree Planting Overview
- (xlvii) Sheet L4.1 Street & Site Tree Enlargement A
- (xlviii) Sheet L4.2 Street & Site Tree Enlargement B
- (xlix) Sheet L4.3 Street & Site Tree Enlargement C
- (l) Sheet L4.4 Street & Site Tree Enlargement D
- (li) Sheet L5.0 Shrub Planting Plan Overview
- (lii) Sheet L5.1 Shrub Planting Plan Enlargement 1
- (liii) Sheet L5.2 Shrub Planting Plan Enlargement 2
- (liv) Sheet L5.3 Shrub Planting Plan Enlargement 3
- (lv) Sheet L6.0 Sample Perennial Planting Areas
- (lvi) Sheet L7.0 Planting List
- (lvii) Sheet L8.0 Landscape Site Details
- (lviii) Sheet L9.0 Wayfinding Signage Key Plan

f. Letter dated September 30, 2008 from Brian Dundon, PE from R J O'Connell & Associated, Inc. to Mr. John Barrows, Marchionda & Associates responding to Marchionda's comment letter dated August 21, 2008 and including revised drainage calculations and a Stormwater Management System Operation and Maintenance Plan.

g. Letter dated October 3, 2008 from Brian Dundon, PE from R J O'Connell & Associated, Inc. to Mr. John Barrows, Marchionda & Associates responding to Marchionda's comment letter dated October 3, 2008 and including the following plans dated June 2, 2008 and revised October 3, 2008:

- (i) Sheet C-2A Demolition and Erosion Control Plan
- (ii) Sheet C-2B Demolition and Erosion Control Plan
- (iii) Sheet C-2C Demolition and Erosion Control Plan
- (iv) Sheet C-3A Grading & Drainage Plan
- (v) Sheet C-3B Grading & Drainage Plan
- (vi) Sheet C-3C Grading & Drainage Plan
- (vii) Sheet C-7 Drainage Details

h. Plan dated October 1, 2008 depicting Pharmacy Drive Through Screening prepared by CBA Landscape Architects ("Pharmacy Drive Through Plan").

i. Memorandum dated October 3, 2008 from Frank Dougherty, Twenty Wayland LLC to Joe Laydon, Town Planner responding to Planning Board consultant comments on the Town Center.

- j. Memorandum dated October 6, 2008 from Frank Dougherty, Twenty Wayland LLC to Joe Laydon, Town Planner regarding draft conditions for the decision on Submission 2.
- k. Memorandum dated October 18, 2008 from Frank Dougherty, Twenty Wayland LLC to Joe Laydon, Town Planner, regarding landscape modifications for Submission 2.
- l. Letter dated October 21, 2008 from Frank Dougherty, Twenty Wayland LLC to Wayland Planning Board regarding the submission of comments responding to TEC's October 6, 2008 review letter.
- m. Landscape Plan L2.0, dated June 2, 2008 revised through October 16, 2008, prepared by CBA Landscape Architects depicting changes to the landscaping in response to Planning Board comments.
- n. Letter dated October 22, 2008 from Frank Dougherty, Twenty Wayland LLC to Wayland Planning Board regarding the revised submission of requested waivers and comments responding to Marchionda's October 3, 2008 review letter.

3. Peer Review Consultant Documents

- a. Memorandum dated July 15, 2008 from Kenneth Buckland to Wayland Planning Board regarding submission of The Cecil Group's peer review of Submission 2 of the Phase I Site Plan Application for the Wayland Town Center.
- b. Table dated July 3, 2008 from Kenneth Buckland to Wayland Planning Board regarding The Cecil Group's peer review of Submission 2 of the Phase I Site Plan Application for the Wayland Town Center.
- c. Memorandum dated July 22, 2008 regarding the Cecil Group's review of Submission 2 of the Phase I Site Plan Application for Wayland Town Center.
- d. Letter dated July 25, 2008 from John Barrows to Joseph Laydon regarding Marchionda & Associates review of Submission 2 of the Phase I Site Plan Application.
- e. Letter dated July 22, 2008 from Kevin Dandrade, TEC to Joseph Laydon regarding the review of Submission 2 of the Phase I Site Plan Application.

- f. Letter dated August 21, 2008 from John Barrows to Joseph Laydon regarding Marchionda & Associates review of responses to Marchionda's July 22, 2008 comment letter for Submission 2 of the Phase I Site Plan Application.
 - g. Letter dated October 3, 2008 from John Barrows to Joseph Laydon regarding Marchionda & Associates review of revised plans dated October 3, 2008 and associated materials for Submission 2 of the Phase I Site Plan Application.
 - h. Memorandum dated October 6, 2008 regarding the Cecil Group's review of the revised plans and associated documents for Submission 2 of the Phase I Site Plan Application for Wayland Town Center.
 - i. Letter dated October 6, 2008 from Kevin Dandrade, TEC to Joseph Laydon regarding the review of revised plans and associated documents for Submission 2 of the Phase I Site Plan Application.
 - j. Memorandum dated October 21, 2008 regarding the Cecil Group's submission of final comments on the review of Submission 2 of the Phase I Site Plan Application for Wayland Town Center.
 - k. Letter dated October 23, 2008 from John Barrows to Joseph Laydon regarding Marchionda & Associates' final comments on Submission 2 of the Phase I Site Plan Application.
4. Documents submitted by Town Boards, Commissions and Departments
- a. Land Use Agenda from Joseph Laydon dated July 7, 2008, to The Land Use Committee indicating Twenty Wayland's submittal of the Phase I Site Plan Submission 2 is available in the Planning Department.
 - b. Land Use Committee Meeting Minutes for July 8, 2008 and October 14, 2008.
 - c. Memorandum dated July 10, 2008 from Nancy McShea, Director of Park and Recreation to Joseph Laydon regarding comments on landscaping and maintenance of the public greens.
 - d. Certification by Board Member Daniel Mesnick pursuant to M.G.L. c. 39, §23D dated November 3, 2008 indicating that

he reviewed the public hearing record of the October 6, 2008 hearing session.

- e. Certification by Board Member Lynne Dunbrack pursuant to M.G.L. c. 39, §23D dated November 3, 2008 indicating that she reviewed the public hearing record of October 6, 2008 hearing session.

5. Other

Any documents or other evidence received during the public hearing which are not listed above are unintentionally omitted. All documents and plans received during the public hearing are part of the record on file relative to this decision.

During the public hearing, the Applicant, through its Attorney, Adam Weisenberg, its engineering consultant Charles Doherty and Brian Dundon of RJ O'Connell & Associates, Inc., and its landscape architect D.J. Chagnon of CBA Landscape Architects, presented the Board with the Applicant's plans and supporting materials. Representatives of the Applicant were present at all sessions of the public hearing at which evidence was presented and received.

Pursuant to M.G.L. c. 44, §53G and its rules and regulations, at the Applicant's expense, the Board engaged the services of and received advice from the following consultants concerning the following aspects of the Applicant's proposed Phase I Site Plan Submission 2:

- Traffic Engineers: TEC Transportation Engineering & Construction, Inc., Kevin R. Dandrade, P.E., PTOE., Lawrence, Massachusetts;
- Civil Engineers: John Barrows, P.E., Marchionda Associates, LP, Stoneham, Massachusetts;
- Design Consultants: The Cecil Group; Steven Cecil, Kenneth Buckland, Brian Groth, and David O'Connor, Boston, Massachusetts; and
- Legal Counsel: Mark J. Lanza, Esq., Concord, Massachusetts

The Board sought and received input and recommendations relative to the Applicant's Phase I Site Plan Submission 2

Approval application from various Town boards, committees and officials.

Interested persons appeared at the public hearing and gave the Board input relative to the proposed drainage, landscaping, and infrastructure related elements.

The Board deliberated on this decision at its meeting on November 3, 2008 and made the following findings and decision based on the evidence submitted at the public hearing.

III. FINDINGS

The Board finds that:

1. General

- a. On January 17, 2008, the Board issued its decision approving the Applicant's application for a Master Special Permit and Special Permits pursuant to the MUOD provisions of the By-Laws and Site Plan Approvals pursuant to Articles 6 and 16 of the By-Laws for the construction of an MUP consisting of 372,500 square feet of commercial, residential and municipal building space and related infrastructure at the Locus, a corrected copy of which was filed with the Town Clerk on January 23, 2008 (the "MSP Decision").
- b. The MSP Decision is in effect and has not been modified.
- c. No building or demolition permits have been issued to the Applicant to construct or demolish any structures on the Locus pursuant to the MSP Decision.
- d. No site work has commenced on the Locus pursuant to the MSP Decision.

2. Approved Plans

The Board finds that the following plans comprise the Approved Plans:

Phase I Site Plan II (Submission 2) Drawings entitled ("Site Plan II Application Submission") dated June 2, 2008 and revised September 29, 2008, except as noted, containing following Sheets:

- (i) Cover Sheet
- (ii) Sheet C-0 Abbreviations, Legend, and Notes
- (iii) Sheet SV-1 Existing Conditions Plan of Land (dated April 7, 2005)
- (iv) Sheet 1-1 ALTA/ACSM Land Title Survey (dated May 17, 2001)
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- (xi) Sheet C-3B Grading & Drainage Plan (dated 10/3/08)
- (xii) Sheet C-3C Grading & Drainage Plan (dated 10/3/08)
- (xiii) Sheet C-3D Grading & Drainage Plan
- (xiv) Sheet C-4A Utility Plan
- (xv) Sheet C-4B Utility Plan
- (xvi) Sheet C-4C Utility Plan
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- (xviii) Sheet C-5A Parking & Traffic Control Plan
- (xix) Sheet C-5B Parking & Traffic Control Plan
- (xx) Sheet C-5C Parking & Traffic Control Plan
- (xxi) Sheet C-5D Parking & Traffic Control Plan
- (xxii) Sheet C-6 Erosion Control Details
- (xxiii) Sheet C-7 Drainage Details (dated October 3, 2008)
- (xxiv) Sheet C-8 Utility Details
- (xxv) Sheet C-9 Utility Details II
- (xxvi) Sheet C-10 Subsurface Sewage Disposal System Details
- (xxvii) Sheet C-11 Fast System Details
- (xxviii) Sheet C-12 Layout and Materials Details I
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- (xxxvi) Sheet L1.0 Landscape Plan Overview
- (xxxvii) Sheet L2.0 Landscape Plan (dated October 16, 2008)
- (xxxviii) Sheet L2.1 Landscape Enlargement Plan 1
- (xxxix) Sheet L2.2 Landscape Enlargement Plan 2

(xl) Sheet L2.3 Landscape Enlargement Plan C
 (xli) Sheet L3.0 Buffer Planting Plan Overview
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 (xlix) Sheet L4.3 Street & Site Tree Enlargement C
 (l) Sheet L4.4 Street & Site Tree Enlargement D
 (li) Sheet L5.0 Shrub Planting Plan Overview
 (lii) Sheet L5.1 Shrub Planting Plan Enlargement 1
 (liii) Sheet L5.2 Shrub Planting Plan Enlargement 2
 (liv) Sheet L5.3 Shrub Planting Plan Enlargement 3
 (lv) Sheet L6.0 Sample Perennial Planting Areas
 (lvi) Sheet L7.0 Planting List
 (lvii) Sheet L8.0 Landscape Site Details
 (lviii) Sheet L9.0 Wayfinding Signage Key Plan

3. Compliance with §198-2304.4.4 of the By-Laws

The Proposed Phase I Site Plan Submission 2 for proposed drainage, landscaping, and infrastructure related elements:

- a. Complies with the MSP Decision and all applicable conditions set forth therein;
- b. Complies with Board's Rules and Regulations for the MUOD; and
- c. Shows buildings and improvements which are consistent with the pertinent performance standards set forth in §198-2309 of the By-Laws.

IV. DECISION

Based on the above findings and the evidence submitted at the public hearing, which the Board finds to be sufficient for such purposes, the Board hereby approves the Applicant's Phase I Site Plan Submission 2 for the construction of proposed drainage, landscaping, other improvements, building footprints, signage and infrastructure related elements and improvements on the Locus, subject to the conditions and limitations set forth below.

V. CONDITIONS

1. Streets "B", "C", "D", and "E", utilities, infrastructure related items, drainage and stormwater management systems, on-street parking and other improvements, landscaping, building footprints, and signage shall be located, and lighting shall be provided, in each case as shown on the plans dated June 2, 2008 as revised through October 16, 2008 ("Approved Plans"), subject to the provisions of Condition IV.A.1. a) set forth at page 35 of the MSP Decision with regard to dimensional requirements or limitations (the "De Minimis Standard") and except as otherwise provided in the following paragraphs.
2. Modifications to building footprints, hardscape, site furnishings, lighting and site landscaping, exceeding the De Minimis Standard, shall require Deemed Approval only under Paragraph 20 below provided the revised design complies with the following:
 - a. Landscaping shall not obstruct vehicular sight distance. At the time of installation of landscaping, the Town's Traffic Engineering Consultant shall conduct a site visit to determine if landscaping presents a sight distance obstacle, according to AASHTO Standards, and any such landscaping that is deemed to be an obstacle shall be relocated to an area where it is not deemed to be an obstacle.
 - b. Building footprints may be modified but may not be located closer to the Major Street curb line than shown on the Approved Plans, except that bay windows and "bump out" entrances or exits may be closer to the curb line than shown on the Approved Plans.
 - c. Total impervious site coverage shall not violate the 65% coverage limit set forth in the MUOD Zoning at §2309.10.4.
 - d. Hardscape and sidewalks shall comply with applicable Americans with Disabilities Act (ADA) regulations.
 - e. Materials employed shall be from the same palette of materials as those employed in the Approved Plans.

Modifications to building footprints, hardscape, site furnishings, lighting and site landscaping, exceeding the De Minimis Standard, where the revised design does not comply with

the foregoing requirements a. through e. of this Paragraph 2, shall require the Affirmative Approval of the Board under Paragraph 20 below.

3. Revisions to the utility design, including utility companies' work, exceeding the De Minimis Standard, shall require Deemed Approval only under Paragraph 20 below provided the revised design is in accordance with good engineering practice as determined by the Board's engineering consultant (or in the case of revisions associated with the parcel for the Wastewater Treatment Plant, by the Wayland Wastewater Management District Commission's engineering consultant or project engineer, or if such determination is not made by either, then as determined by the Board's engineering consultant); however, this does not exclude the requirement for Phase I Site Plan Review for the facility.

4. Design revisions necessary under Wayland Conservation Commission, Wayland Board of Health, or other local, state, or federal permits, or otherwise made by the Applicant at the request of local, state or federal officials, in each case exceeding the De Minimis Standard, shall require Deemed Approval only under Paragraph 20 below so long as (i) the revisions do not result in a violation of the impervious surface limitation set forth in Section 198-2309.10.4; do not result in a reduction in the number of on-street or off-street parking spaces from those presented in the Approved Plans; and do not cause the stormwater management system within the MUP to fail to comply with the DEP stormwater management policy; and (ii) the Applicant provides a letter, signed and stamped by a Massachusetts Registered Professional Engineer, stating that the revisions comply with the conditions set forth in clause (i) of this Paragraph 4, and to the extent otherwise shall require the Affirmative Approval of the Board under Paragraph 20 below.

5. All modifications from the Approved Plans, exceeding the De Minimis Standard and not otherwise permitted under this Decision, may be permitted by the Board by Affirmative Approval under Paragraph 20 below.

6. The sight distances for access points for on-site (i.e., off-street) parking shown on the Approved Plans are hereby approved. Based upon the finding made with respect to shared parking in paragraph II.L at page 32 of the MSP Decision, which is hereby reaffirmed, a reduction in the number of required off-street parking spaces from 1,125 to 1,099 is approved, of which (i) the need for 100 off-street spaces generated by uses

intended to be located with Building Envelope I, (ii) the need for 176 off-street spaces is generated by uses intended to be located within Building Envelopes II and IX, and (iii) the need for the remaining 823 off-street spaces is generated by uses intended not to be located within Building Envelopes I, II, or IX. 43 of the 176 spaces described in clause (ii) and 815 of the 823 spaces described in clause (iii) shall be located as shown on the Approved Plans subject to the De Minimis Standard and to such changes as are permitted under Paragraphs 2 through 5, inclusive, above. The remaining 8 of the 823 off-street spaces described in clause (iii) need not be provided until after the Board shall have approved a location for them. In the event that the Applicant acquires the area currently occupied by the Town's wastewater treatment plant and proposes to locate such spaces within that area, such approval of the location of such spaces may be given in future Site Plan Review approval for applicable improvements and landscaping within that area; if the Applicant proposes to locate such spaces elsewhere, then such approval of the location of such spaces may be given by Affirmative Approval of the Board under Paragraph 20 below. The 100 off-street spaces described in clause (i) and the remaining 133 of the 176 off-street spaces described in clause (ii) are subject to and shall be addressed in one or more future Site Plan Review applications.

7. The locations approved for restaurants with outdoor seating under the special permit for such use granted in clause d.) of the first paragraph of Section III of the MSP Decision are any and all locations the Applicant may determine to devote to restaurant use (other than Buildings 1B, 1C, 2C and 4A), and their adjacent hardscaped areas, provided that the Applicant shall submit a plan identifying the perimeter of the applicable outdoor seating area to the Board for Deemed Approval under Paragraph 20 below prior to establishing such use at any such location.

8. The Applicant shall loam and seed improved areas (such as the parking areas and building, if the town decides to have these improvements removed) of the municipal parcel. The Applicant shall also loam and seed the area of the residential component of the project and it shall be maintained as a field. Should any area of the site that is disturbed by site preparation activities remain inactive for 12 months, the area shall be loamed and seeded.

9. The Applicant shall implement the Landscaping Maintenance Plan and Waste Management Plan presented in the Applicants' October 22, 2008 letter, each as updated by the Applicant and filed with the Town Planner for record purposes in compliance with the MSP Decision.

10. The Applicant shall submit a schedule for the installation of landscaping depicted on the Approved Plans. The planting schedule shall be incorporated into the Landscaping Maintenance Plan submitted in the Applicant's letter dated October 22, 2008. The schedule shall be submitted to the Planning Board for record purposes only prior to the issuance of the first building permit for construction of a building in the MUP.

11. The Applicant shall amend the Submission 2 Site Plans by including a new sheet, L2.4 entitled Landscape Enlargement Plan 4, showing the approved landscaping shown on the September 17, 2008 Landscaping Plan as submitted in support of the Phase I Site Plan Submission 4 application for the Stop & Shop and referenced in the Board's Phase I Site Plan Submission 4 decision dated October 7, 2008.

12. The Applicant shall amend the Submission 2 Site Plans by including a new sheet, L5.4 entitled Shrub Enlargement Plan 4, showing the proposed landscaping shown on the September 17, 2008 Landscaping Plan as submitted in support of the Phase I Site Plan Submission 4 application and referenced in the Board's Phase I Site Plan Submission 4 decision dated October 7, 2008

13. The Applicant shall amend the title for Sheet L2.3 to read "Landscape Enlargement Plan 3."

14. The Applicant shall amend Sheet L8.0 entitled Landscaping Site Details to include a typical detail of the fence enclosures for dumpsters.

15. The Applicant shall submit six (6) copies of the revised plan set for Submission 2 consisting of the amendments and modifications required by Paragraph 11 through 14, inclusive, above (the "Required Modifications") for Deemed Approval pursuant to Paragraph 20 below, which plans showing Required Modifications shall be for distribution to applicable consultants and Departments. Such submission may in the discretion of the Applicant include any other modifications desired by the Applicant and for which Deemed Approval is permitted under the terms and conditions of this decision, and /or any other modifications desired by the Applicant for which

Affirmative Approval is required (subject to the requirement of Paragraph 20 (b) below that the submittal note which changes require Deemed Approval and which require Affirmative Approval). Likewise, should the action of any other Board, Commission, or Department of the Town of Wayland result in the modification of the approved plans in conformance with Paragraph 4 above, six (6) copies of the modified plans shall be resubmitted to the Planning Board incorporating said modifications. The Required Modifications and modifications made under Paragraph 4 above shall be deemed to be part of the Approved Plans.

16. The Applicant shall submit a copy of the Fire Department's approval together with plans depicting locations of the fire hydrants, alarm boxes, or other warning systems prior to the applicable building permit being issued for such installation, or if any Fire Department approval is not available prior to issuance of such building permit, then a copy of such approval, together with plans depicting the above elements, shall be provided prior to issuance of the applicable certificate of occupancy for the space within which such installation is made; provided that if no building permit applies to any such installation, then in lieu of the foregoing a copy of such plans and approval from the Fire Department shall be submitted to the Board prior to installation thereof.

17. The Applicant shall comply with the provisions of the October 3, 2008 Stormwater Operation and Maintenance Plan, subject to any modifications thereof made at any time and from time to time by the Applicant in compliance with the MSP Decision with the Deemed Approval of the Board under Paragraph 20 below.

18. The Applicant shall submit to the Planning Board, in conjunction with its submittal with appropriate State and Local entities, a schedule for construction, including the schedule for demolition, phasing of construction, and installation of erosion controls, for its record for the purpose of coordinating consultants. The Applicant shall submit copies of any updates to the schedule as required by State and Local entities.

19. Vehicular Directional (Wayfinding), Directory, Pedestrian Directional (Wayfinding) and Access Signs depicted in the Approved Plans may be changed as to location, size and/or appearance so long as they comply with the applicable requirements of the MSP Decision and with Deemed Approval only under Paragraph 20 below so long as they serve the same function as intended in the Approved Plans; if their function is changed

then such change shall require the Affirmative Approval of the Board under Paragraph 20 below. Monument Signs may be changed as to size and appearance with Deemed Approval only under Paragraph 20 below so long as they do not exceed the dimensional limitations set forth in the MSP Decision and their appearance is consistent with the applicable requirements of the MSP Decision. The locations of Monument Signs shall not be changed from those shown on the Approved Plans without the Affirmative Approval of the Board under Paragraph 20 below.

20. Board Review.

- a. Affirmative Approval. All changes requiring Affirmative Approval under this paragraph shall be submitted to the Board by the Applicant, which approval shall be given or withheld by written notice to the Applicant within twenty (20) days after such submittal. If the Board withholds Affirmative Approval, such notice shall set forth the reasons for withholding Affirmative Approval, and the matter shall be taken up in discussion with the Applicant at a meeting of the Board, at which the Board may, without a hearing, deny such requested changes or approve them with such modifications thereto, if any, as are required by the Board (and which need not be resubmitted to the Board).
- b. Deemed Approval. All changes requiring Deemed Approval shall likewise be submitted to the Board by the Applicant (which may be in a separate submittal or the same submittal as that made for Affirmative Approval, but if in the same submittal then such submittal shall note which changes require Affirmative Approval and which require Deemed Approval) and such changes requiring Deemed Approval shall be deemed approved unless expressly disapproved by written notice to the Applicant within twenty (20) days after such submittal. If the Board expressly disapproves such changes, such notice shall set forth the reasons for such disapproval, and the matter shall be taken up in discussion with the Applicant at a meeting of the Board, at which the Board may, without a hearing, confirm its disapproval of such changes or approve them with such modifications thereto, if any, as are required by the Board (and which need not be resubmitted to the Board).
- c. Board action; standard. The Board shall address any requested changes expeditiously and shall base its decision to approve (Affirmative Approval or Deemed Approval) or withhold approval of such requested changes upon

consistency with the applicable standards set forth in this Decision, and with applicable provisions of the MSP Decision and the MUOD zoning bylaw.

21. The Applicant shall not construct the sidewalk on the northwest and southwest sides of the Formal Green as shown in the Approved Plans.

22. Changes from the Approved Plans necessary in order to comply with the Massachusetts State Building Code shall be permitted without Board approval or other restriction.

23. This Approval and all its terms and conditions shall run with the land and shall be binding on the Applicant, its successors in interest and assigns.

VI. WAIVERS

Board Regulations re: Phase I Site Plan Submission 2 Review and Approval Application Submittals

With regard to this Submission 2, the Board waives in their entirety the following submittal requirements of §304-12:

§304-12

Provision

Submittal Requirement Waived

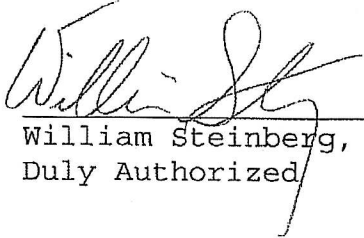
1. C(2): Plans to have suitable scale. A site plan shall be prepared for recording.
2. C(5)a[4]: Existing and proposed easements shall be shown.
3. C(5)b[2]: Show building design, elevations, materials, and heights.
4. C(5)b[3]: Table summarizing gross floor area for retail, office, municipal, and residential uses.
5. C(5)c[4]: Proposed hydrants, fire alarm boxes or other warning systems and fire lanes should be shown.

The Planning Board voted to grant the waivers listed above because they either were not applicable to the Site Plan I application submitted for this Phase I Site Plan Submission 2 Review, will be required as part of subsequent application submittals, or are unnecessary in light of the information provided. All other Phase I Site Plan applications shall comply

with said submittal requirements unless expressly waived by the Board.

RECORD OF VOTE

The following members of the Board voted to approve the foregoing Phase I Site Plan Submission 2 Approval, subject to the above-stated terms, conditions and limitations: William Steinberg, Chair; Kevin F. Murphy, Vice Chair; Lynne Dunbrack; Daniel B. Mesnick; and Albert I. Montague.



William Steinberg, Chair,
Duly Authorized

Filed with the Town Clerk on November 7, 2008