

# **ITEM 5**

## TOWN OF SHREWSBURY PLANNING BOARD

RE: APPLICATION OF ROUTE 20 NOMINEE TRUST AND DEMOULAS SUPERMARKETS, INC. FOR SPECIAL PERMIT PURSUANT TO SECTION VII(N) OF THE SHREWSBURY ZONING BYLAW.  
**EDGEMERE CROSSING AT FLINT POND**

### MEMORANDUM OF THE APPLICANT IN SUPPORT OF APPLICATION FOR SPECIAL PERMIT

#### I. INTRODUCTION

Route 20 Nominee Trust (the “**Trust**”) is the owner of the property at 180-228 Hartford Turnpike commonly known as the Edgemere Drive-In (the “**Property**”). The Trust has owned the property since 1986. Prior to 2016, the Trust had pursued various forms of development proposals for the property and a number of those proposals were rejected by the Town as inappropriate for the site for various purposes.

In 2006 the Shrewsbury Planning Board granted Site Plan Approval and Special Permit for senior housing consisting of one hundred fifty eight (158) town house type and garden type units upon the site with commercial development was also proposed along the Route 20 frontage. There was no identified user of the commercial development identified in the 2006 application process. Economic conditions did not permit that development to proceed.

Beginning in 2016, the Trust and its development partner, Demoulas Supermarkets, Inc. (“**Market Basket**”) began discussion with the Town relative to a mixed use development to be constructed on the site. Through 2016, the Trust and Market Basket continue to work with Town officials to craft an appropriate amendment to the Route 20 Overlay District so as to permit the residential component to be an allowed use and to further the development of the commercial component. Those efforts culminated with the submittal by the Shrewsbury Planning Board to the 2017 Annual Town Meeting of 2 Warrant Articles relating to the proposed development. The first Zoning Article (Article 23) altered in a minor fashion the Zoning Map so that the entire parcel owned by the Trust was contained within the Commercial Business Zoning District and the Route 20 Overlay Zoning District.

The more significant modification (set forth in Article 24) was the wording of Section VII(N) of the Zoning Bylaw so as to create a new use referred to as a Mixed Use Development:Horizontal which would be a use requiring a Special Permit. The proposed changes to the Zoning Bylaw were ultimately adopted by a vote in excess of 2/3 in the affirmative of the 2017 Annual Town Meeting.

Since 2017, the Trust and Market Basket (hereinafter collectively referred to as “**Applicant**”) have been working with the Town to resolve challenges relative to providing public utilities to the Property adequate to support the development and to work toward collaborative improvements the Route 20 Corridor. The collaborative efforts with the Town have been successful due to the efforts of the Town so that public sewer and water are now readily

available to the development. In addition, with the assistance of the Town, the conceptual improvements in the applicable portion of Route 20, including the Lake Street intersection, have been supported by the Commonwealth of Massachusetts through the issuance of a MassWorks Grant to the Town and the coordinated effort between the Town, the Applicant and the Massachusetts Department of Transportation (MassDOT) have led to a comprehensive agreement as to the nature of improvements required to benefit traffic flow and manager stormwater flow from Route 20 in the area of the Property.

In addition, since 2017 the Applicant has reevaluated the development and has expanded the commercial component. In the material provided to Town Meeting Members and various Town Boards in 2017, the Applicant had anticipated approximately one hundred twenty thousand (120,000) square feet of commercial retail space. The Plans submitted as part of the Special Permit expand the commercial development to approximately one hundred forty five thousand (145,000) square feet while maintaining the same mix of one (1) and two (2) bedroom units and a total residential unit count of two hundred fifty (250) as represented to the Town in 2017.

## **II. SPECIAL PERMIT REQUESTED**

The Applicant has submitted a request for Special Permit pursuant to Section VII(N)(3)(b)(11) so as to permit a Mixed Use Development:Horizontal Mix to be known as Edgemere Crossing at Flint Pond (the “**Development**”). By definition, a Mixed Use Development:Horizontal Mix may include one (1) or more structures on more than one (1) lot and may integrate a series of permitted or specially permitted uses in the Commercial Business District, the Limited Business District or the Route 20 Overlay District and may also incorporate residential structures containing not more than three (3) stories. The Mixed Use Development:Horizontal Mix incorporates the following uses permitted as of right in the Route 20 Overlay District:

1. Banks; and
2. Retail Store Establishment of up to fifteen thousand (15,000) square feet.

The Mixed Use Development:Horizontal Mix further incorporates the following uses which may be granted by a Special Permit in the Route 20 Overlay District:

1. Large retail development;
2. Medical clinic or veterinary clinic; and
3. Structures for dwelling units containing not more than three (3) stories or having a height in excess of forty five (45) feet.

## **III. DESCRIPTION OF DEVELOPMENT**

The Property consists of approximately 67.74 acres of land benefitting from more than two thousand twenty eight (2,028) feet of frontage along Route 20. Its current topography provides for a relatively flat and previously graded property in the area of the former drive-in with significant rise in topography sloping occurring on the northerly part of the site as the site approaches Flint Pond. The area or the eastside of the site also has significant grade changes which are being maintained to a large extent in the proposed development as undisturbed areas.

The myriad of curb cuts that the site current benefits from on Route 20 are being wholly redesigned as part of the development so as to cause the primary entrance to be configured in line with a four (4) way intersection at Lake Street and a separate entrance/exit point on the easterly end of the site which is restricted to right in/left in but only right out movements. Traffic configurations are reviewed in more detail in this memorandum.

The Property contains three (3) identified archaeological sites. The project has been designed to avoid these sites in their totality. A previous developer retained the services of The Public Archaeology Laboratory, Inc. ("PAL") to permit the Phase I portion of the site with the Massachusetts Historical Commission ("MHC"). An application to MHC was filed on February 21, 2001 and discussions with MHC were initiated. An intensive (locational) archaeological survey was conducted in accordance with MHC regulations in 2001. The intensive survey investigated a thirty six (36) acre project area proposed for the previous development proposal. The 2001 survey identified two (2) archaeological sites associated with the Native American settlement of the Shrewsbury area. These sites were designated as Quinsigamond I Site (MHC #19-WR-817) and the Quinsigamond II Site (MHC #19-WR-818).

Subsequent to the 2001 study a second study of the entire seventy six (76) acre parcel was conducted. In December 2004 PAL filed an amended report titled, *Intensive (Locational) Archaeological Survey, Shrewsbury Edgemere Development, Shrewsbury, Massachusetts*. This later study identified an additional area associated with the Quinsigamond II Site and two (2) new sites within the project area, designated Quinsigamond III Site and Quinsigamond Find Spot. Given this information, MHC determined that the Quinsigamond I, II and III sites have the potential to contained additional artifacts. The Quinsigamond Find Spot was determined to not have the attributes requiring further study or future avoidance. Therefore, MHC has concluded that the Quinsigamond I, II and II areas should be avoided during construction.

Quinsigamond Site I is located in the southeastern of the site and Quinsigamond Site II is located near the main entrance to the project site. Both of these sites are to remain in their present undisturbed site and no construction and/or activities are proposed at these locations. Quinsigamond Site III shall remain untouched as well. Please refer to the January 7, 2005 letter from State Archaeologist Brona Simon for the Massachusetts Historical Commission's findings and recommendations with regard to development of the site.

The proposed development breaks into two (2) separate and distinct components.

1. Commercial Development. The proposed Commercial Development consists of four (4) separate and distinct structures, two (2) of which are capable of further subdivision for the purposes of tenants. The primary tenant, Market Basket Supermarkets, intends to occupy a portion of the primary building of approximately eighty thousand (80,000) square feet. It is contained within a building which also houses an additional 25,785 square feet of retail area. It is anticipated that a portion of that will be additional space used potentially for separate use by Market Basket and that one (1) or two (2) other retail users will occupy the balance of that building.

Parcel 2 has two (2) “out buildings” on both the east and west ends of Parcel 2 proximate to Route 20 as shown on the Site Plan. While the specific users have not been identified, the Applicant believes that the propose thirteen thousand one hundred eleven (13,111) square foot structure on the westerly end of the site would be an appropriate use for a pharmacy while the smaller building on the easterly portion of the site consisting of two thousand thirty (2,030) square feet would be well suited for a banking operation.

There is a separate retail building as part of Parcel 1 as shown on the Site Plan consisting of twenty four thousand two hundred fifty (24,250) square feet. It is anticipated that this building will have multiple tenants, none of which have been identified.

2. Residential Development. The Residential Development has been designed to integrate throughout the remaining fifty (50±) acres of the site not utilized for commercial purposes and is grouped in two (2) separate nodes. Three (3) residential buildings which will be supported by separate garage structures are located on the easterly end of the site most proximate to Route 20. This node also includes the leasing office and the community amenities available for residents including the recreational opportunities be made available to residents of the Development. The second (2<sup>nd</sup>) node is located in the northerly section of the site and has been carefully designed between the two (2) large wetland resource areas on the site and consists of a total of six (6) buildings. The buildings are in three (3) separate configurations. All of the buildings are three (3) story buildings. The smaller of the buildings contain twenty four (24) units. Building four (4) as shown on the Site Plan contain thirty four (34) units. Building one (1) and Building eight (8) is the largest of the buildings and contains thirty six (36) units.

The residential units are accessed through a private drive system that loops around the commercial development and once northerly of the commercial development becomes exclusive for use of the residential users. The entire looped road system will be privately maintained. The residential units consist of a mix of units. The proposed unit mix is described in Exhibit A to this Memorandum. Pursuant to the requirements of Article VII(N)(10)(i), ten (10%) percent of the total dwelling units shall be maintained in perpetuity so as to be available to households with income at or below eighty (80%) percent of the area median income as determined by the United States Department of Housing and Urban Development.

#### **IV. OFFSITE IMPROVEMENTS**

While more fully delineated and explained as to its specific operation in the Traffic Impact and Access Study prepared by Vanasse Hangen Brustlin, Inc. (“VHB”) dated June, 2019, it is worth noting that in concert with efforts by the Town and the Commonwealth of Massachusetts, the Applicant will be participating in causing significant improvements to be made to the Route 20 Corridor along the expansive frontage of the Development. As shown the Site Plan, the primary entrance to both the Commercial Development and the Residential Development will be a controlled signalized intersection at Lake Street designed to provide for a separate queuing line for left hand turns into the Development while permitting two (2) lanes of pass by traffic. The overall intersection is being further improved for overall service so as to provide for a dedicated queuing line for the left hand turn for traffic travelling westerly on Route 20 desiring to turn onto Route 20. A significant portion of the Route 20 area fronting in the Development will provide

for the dedicated turning lanes but at the same time afford for two (2) lanes for pass by traffic. These improvements are consistent with the Route 20 Corridor Study that has been undertaken by the MassDOT and which study calls for significant improvements over a period of time along the entirety of the Corridor between Northborough and Worcester. In fact, separately, MassDOT will be undertaking improvements further westerly of the site at and around the Route 140 intersection of Route 20. It is anticipated that the traffic improvements along the frontage of the Development on shown on the Site Plan will be completed prior to the opening of any components of the proposed Development. In the unforeseen event that the MassWorks Grant were not to be awarded to the Town the Applicant would need to evaluate the required mitigation in light of only the impacts of the proposed Development. The improvements reflected in the Traffic Study and on the Site Plans are designed to alleviate existing deficiencies in service not attributable to the proposed Development.

## V. STANDARD FOR REVIEW

Article VII(N)(6) of the Shrewsbury Zoning Bylaw establishes certain criteria to be reviewed by the Shrewsbury Planning Board in making determination whether to issue a Special Permit. Overall, the Planning Board may grant a Special Permit upon a finding that the application complies with the purposes of the Route 20 Overlay District Section of the Bylaw and constitutes a use that is consistent with the reasonable use of the proposed site. The Bylaw establishes six (6) specific criteria for the Board to review which are as follows:

1. The Proposed Development Conforms to all Requirements of the Zoning Bylaw. All of the proposed uses as reflected on the Site Plan and set forth in the application are consistent with uses permitted either as of right or by Special Permit in the Commercial Business Zoning District and/or the Route 20 Overlay District. Article VII(N)(4) establishes certain dimensional and intensity regulations that the Development must meet, all of which are met or exceeded by the Development in the manner as shown in the Zoning Chart made a part of the Site Plan. While the overall intent would be to have a separate owner of the Commercial Parcel and the Residential Parcel, dimensional compliance is still met as authorized by Article VII(N) of the Zoning Bylaw where the site, being subject to, common management, can be treated as contiguous tracks of real estate designed, constructed and continued to be operated and maintained as a single unit.

2. The Development provides adequate space for vehicular access to the site and off street parking and loading/unloading on the site. Primary access to the Property will be provided at a signalized intersection of Lake Street which is being significantly improved through the award of a Three Million Seven Hundred Thousand (\$3,750,000.00) Dollar MassWorks Grant. The improvements proposed to be contributed as part of the MassWorks Grant include a new traffic signal at the intersection of Route 20 and Lake Street. The design plans for the intersection of the primary entrance to the site and approximately 3,300 foot section of Route 20 Corridor from the bridge at Flint Pond/Lake Quinsigamond to just past Puritan Way are at twenty five (25%) percent design stage with MassDOT and will continue to be finalized through a collaborative effort. The Applicant is participating significantly in the costs of such design funding and providing right of way varying between five (5) and fifteen (15) feet along the site frontage so as to construct the full width of the roadway corridor and to provide for

bicycle/pedestrian amenities. The Applicant is further providing areas on the site to be used for stormwater detention/retention dedicated for stormwater being generated from the widened Route 20 Corridor.

In addition, a secondary access has been provided by means of an unsignalized driveway approximately one thousand (1000) feet east of the Lake Street Signal. Left turns from this driveway onto Route 20 will be restricted but all other movements will be provided for. The left turn in from traffic travelling in a westerly direction has been afforded a dedicated line for queuing of that traffic. The specific operation of the intersections and the projected operation under the 20/26 Built Conditions are set forth in the Traffic Study prepared by VHB and submitted with the Application.

Within the site, the parking field for the majority of the Commercial Development is in a unified parking field located between the primary commercial building and Route 20. It has the benefit of four (4) different means of access to the privately contained loop drive that services the entire Property so as to provide a myriad of alternative methods to enter the parking field and avoid any backup of traffic onto Route 20. The ancillary or out buildings each have parking proximate to those buildings which will be used predominately by the patrons of those buildings. The internal roadway configuration has been designed so as to provide adequate width and turning movements so as to meet all of the requirements of public safety concerns in the Town of Shrewsbury. As shown on the Site Plan there has provided means for pedestrian travel from the residential components of the development to the commercial components so as to potentially reduce the number of vehicle trips required.

Loading for the large commercial building will occur to the rear of the building in an area segregated from the residential component to the south by stormwater detention features and other landscaping. Truck traffic will be directed to the primary entrance at the Lake Street intersection for all movements on to or off of Route 20.

3. There are Provisions Adequate Water Supply and Distribution for Domestic Use and Fire Protection. The Town has confirmed that there is adequate water supply for both domestic use for the Development and for fire protection.

4. The Development Provides Adequate Methods of Storage and Disposal for Sewage, Refuse and Other Wastes Resulting from the Uses Permitted on the Site and the Methods of Drainage or Retention of Surface Water. Arranging methodologies for transmission of sewage from the site has been a challenge but has been rectified by actions taken by the Town with a new pump station being located off of Lake Street which will be operational prior to the occupancy of any portions of Development. The anticipated sewer flows are set forth in Exhibit B to this Memorandum.

Refuse and waste generated by the Commercial Development will be stored and ultimately transported off site through closed container systems located as shown on the site plan and operated under the ordinary course of business. Trash disposal for the residential component will also be by private contractor and will be organized through internal methodology within each building and disposed of in a regular manner through the management company.

With regard to surface drainage, it is interesting to note that the total quantity of impervious area has been reduced from the 2006 plan previously approved by the Planning Board. In addition, significant portions of the easterly portion of the Site previously planned for development are now being left in an open state. RJ O'Connell & Associates, Inc., civil engineers for the development, have prepared a comprehensive study of the stormwater system which is implanted as part of the development and will be subject to peer review by consultants retained by the Town.

5. The Development Could Not Reasonably be Altered.

- (i) Achieve greater consistency with the Route 20 Overlay District Design Standards in Section N(8) of this Bylaw;
- (ii) Improve protection for adjoining premises against detrimental or offensive uses on the Site;
- (iii) Improve safety for vehicular and pedestrian movement within the site and in relation to adjacent ways and land;
- (iv) Reduce stormwater runoff through best management practices or increase groundwater recharge; and
- (v) Improve water conservation.

The Commercial Development and Residential Development have been designed consistent with the requirements of the Route 20 Overlay District design. Attached as Exhibit C are specific summaries from each of the design architects involved as to the means by which the particular buildings both meet with the language of the Zoning Bylaw but also provide for a unified and aesthetically pleasing environment. CUBE 3 has been retained as designers of the residential buildings and HFA has been lead designer for the Commercial component.

Consistent with the requirements of the Shrewsbury Zoning Bylaw and as set forth in the narrative, ten (10%) of the residential units will meet the inclusionary housing requirements more specifically set forth in Section VII(K) of the Bylaw. The Applicant will enter into the appropriate affordable housing restriction to meet the requirements of the Town and the Department of Housing and Community Development for the Local Initiative Program which restriction shall be in force in perpetuity.

The Development has been designed so as to center the most active uses both away from abutting properties and in a sensitive fashion in relation to wetland resources areas. Unlike the 2006 Plan, while there is work shown on the Site Plan which will fall under the jurisdiction of the Shrewsbury Conservation Commission, no alteration of an existing wetland resource area is proposed. Most significantly, the Site has been designed in a more consolidated fashion so as to leave large undeveloped and undisturbed areas on the easterly portion of the site abutting the Orchard Meadow condominiums. But for other consistent and compatible residential uses

located along the Route 20 Corridor, as shown the Site Plan there is no plan disruption to the easterly boundary of the site.

For the reasons set forth in the VHB Traffic Impact and Access Study, the significant work done in the Route 20 Corridor by the developer, the Town and MassDOT along the frontage of the property will greatly improve existing vehicular movements in front of the site. The majority of movements into the site are through a state of the art four (4) way signalized intersection which will be in operation prior to occupancy of any portion of the Development. The restriction on left hand movements from the easterly driveway will limit any conflicting movements in an organized fashion.

With regard to stormwater, the series of integrated detention basins reflected on the Site Plan and subject to the detailed Memorandum provided by RJ O'Connell & Associates, Inc. demonstrates that no adverse impacts to abutting properties or the abutting public way will be experienced from the Development. In fact, the Applicant has made available to the Town portions of the frontage of the Site so as to attenuate stormwater from Route 20 which is currently wholly uncontrolled. The overall stormwater plan demonstrates best management practices.

Water conservation will be achieved through a number of steps being taken by the primary tenant of the Commercial Development, Market Basket. Certain advances that have been made by Market Basket in many of its stores have dramatically increased its water consumption which is expected to occur within this store also. The residential component of the Development will be outfitted with low flow fixtures so as to reduce water consumption.

6. The Retail Components of the Development Complies with Section N(9) of the Zoning Bylaw. Reference is made to Exhibit C to this Memorandum outlining with specific detail the criteria for the residential and commercial components from a design requirement and the manner that the design has incorporated the specific requirements.

## **VI. CONCLUSION**

The appropriate reuse of the Edgemere Drive-In site has been an issue facing the Town of Shrewsbury for more than thirty (30) years. Through the efforts of the 2017 Town Meeting and the efforts of Town staff in resolving access and utility infrastructure, the Property is now poised to be a transformative development for the Route 20 Corridor. The Development is anticipated to be an economic engine for the Town. Attached as Exhibit D to this Memorandum is the Fiscal Impact Studies submitted to the Shrewsbury Town Meeting and various Town Board in 2017 supporting the positive economic revenue to be realized from the Development.

More importantly, the magnitude of the proposed development will change the face and future of the westerly end of Route 20. With Edgemere at Flint Pond being the pioneering Mixed Use Development, combined with expansion of sewer service along the Route 20 Corridor and the magnitude of improvements to vehicular travel in the Route 20 Corridor resulting from work associated with the development plus other work proposed by MassDOT, this portion of Shrewsbury is on the cusp of a renaissance.

The Applicants respectfully request that the Shrewsbury Planning Board grant the Special Permit for a Mixed Use Development:Horizontal as shown the submitted Site Plans.

Respectfully submitted,

Kelly Realejo, Trustee of Route 20 Nominee Trust  
Demoulas Supermarkets, Inc.

By their attorneys,



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