



**LANCASTER BOARD OF SELECTMEN
Special Meeting Minutes
Of Monday, October 26, 2021**

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| I. CALL TO ORDER |
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Chairman Jason Allison called the meeting to Order at 6:00 P.M. via Zoom. He noted that the meeting was being recorded.

Join Zoom Meeting <https://us02web.zoom.us/j/89506011678>
Meeting ID: 895 0601 1678

Roll call was taken, Alix Turner, present, Jay Moody Present, Jason Allison present.

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| II. APPROVAL OF MEETING MINUTES - NONE |
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| III. SCHEDULED APPEARANCES & PUBLIC HEARINGS |
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1. Meet with Capital Group to discuss the following:

- North Lancaster development
- North Lancaster Settlement Agreement

Mr. Allison reviewed the format of this meeting so. He explained that as posted, Lancaster submitted questions to Capital Group to be answered in this meeting. The two topics for consideration are shown as part of the agenda. Capital Group will answer the questions submitted. Once that is complete, we will move on to the remaining items of the agenda and, as noted, as part of the meeting notification, this will not be the only time residents will be able to submit questions.

Capital Group introduced their staff members present to answer questions, and confirmed that they had received the questions that had been submitted. Mr. Allison noted the timeframe to submit questions had been very short, so some resident questions might not be addressed at this meeting, but the Select Board plans to hold additional meetings so that there will be additional opportunities to ask questions.

Question 1: Why did Target choose this location, since the existing infrastructure, ramps, and bridges are less than ideal? What is the Master Plan for this buildup?

Response: The State has already kicked off the redesign of two or three of the exits off of Route 2 and this has been in the works, long before we got involved with the purchase of the property in North Lancaster. The state realized that development was heading west on Route 2 and they needed

to improve the existing ramps and exits. So it's not that the property is less than ideal. The State is doing some, and Capital Group has agreed to do some mitigation as well on one of the exits off of Route 2. Capital Group has agreed to the widening of Route 70 at McGovern Boulevard and has agreed to signals at McGovern Boulevard. The state is also putting signals at Route 70 and 117, and 117 and Seven Bridge Road. Some of this is due to the project currently being discussed, but some of this other stuff has been in the works for years before Capital Group was involved here. The State aware of our project there, they're aware of the traffic study, they've seen it, they've commented on it. We had our own traffic study done, the Town had a peer review, Target had a peer review. The state has reviewed it, and they're going to further review it when we file the final MEPA application.

Question 2: Is CGP Target willing to offer guaranteed minimum tax revenues?

Response: It really doesn't work that way. The town has an Assessor. When the buildings are built, they assess the property for what they think the value is, and it's taxed at the Town's tax rate. We don't really want to get into a guaranteed minimum; I don't think there's any mechanism that even allows that. The onus is going to be on the Assessor to properly tax the buildings and the bills you send them they get paid. We do believe that our estimates that we have given are accurate, based on current properties that are being assessed in the Town of Lancaster. No one has ever said anything otherwise, so, to this day, we believe that they are accurate, based on existing valuations that the current Assessor has given other parties in the town.

Question 3: Is the warehouse guaranteed for one tenant (Target) on a long term lease or might the occupants of the development vary?

Response: There are multiple buildings within the plan. Building A is the first building that we're proposing. It is a single user building, and Target is a tenant. It's a long term lease. The other buildings, some of them could be multi-tenant, some could be single tenant. We're working on that, but we don't know that at this time. Right now, we're focused on Building A.

Question 4: Is this a fulfillment center proposed build for Target?

Response: The answer is yes.

Question 5: Will this Target fulfillment center be of a type last mile sortation or non-sortation?

Response: This is a store replenishment facility so the product comes in, in bulk. It gets broken down and shipped out to the various stores in New England.

Question 6: How many shifts per day will there be at the Target Distribution Center?

Response: Two shifts are required, at 10 hours per shift, with a three to four hour break in between, for maintenance, downtime, and cleaning.

Question 7: Will Target operate its own fleet of trucks at the Fulfillment Center?

Response: No, they sub out all of the incoming trucks, or the majority of the incoming trucks and the majority of the outgoing trucks. They are subcontracted out. They will have some trailers and tractors here within the site to move around, but the majority would be subcontractors.

Question 8: Will CGP provide a response to the Vanesse traffic report study?

Response: This was sent to the chair of the EDC today. We just got it yesterday.

Question 9: What recourse can CGP ensure for the town if the truck and passenger traffic is greater than before?

Response: As I stated previously, we hired a traffic engineer. They are licensed in the Commonwealth of Massachusetts as well as many other states. The town Vanesse to do a peer review. Target has done a peer review and the state has looked at it and they will continue to look at it during the MEPA process. The figures that we've used, I want to say, are extremely conservative; the Town's own traffic consultant stated that. But let's say that something else happens. If there needs to be tweaks or changes to existing signals and road improvements, we're willing to make them. It does us no good, the tenants no good, and the project no good if we can't get vehicles in and out in a timely fashion. The success of the tenants and the project is only as good as the flow of the traffic coming in and out.

Question 10: What is the CGP's plan to reconcile the traffic study peer review proposed of .31 trips per day, while the Institute of Transportation Engineers trip generation manual shows .58?

Response: I'm not sure where this .31 came from. I spoke with our traffic engineer today, and he is unaware. It wasn't in the Vanesse report, so we're going need some more info but I'm going to refer back to the same answer as Question 9. Part of the Institute of Transportation Engineers Trip Generation is that you don't know who the tenants are, and you don't know what type of tenants will be using the facility. In this case, we know who the tenant is, and we have existing trip counts from other facilities across the country. When you don't have this information you use the ITT stuff. We have it, which makes it much more accurate.

Question 11: Would Target agree to utilize diesel exhaust filters for trucks entering and exiting the Fulfillment Center and would they be willing for this to be a requirement of occupancy?

Response: Again, the majority of Target's truckers are subcontractors. They have to meet state and federal emission codes.

Question 12: What is CGP/Target's proposal to mitigate idling and reinforcement of no idling rules?

Response: Again, the state rules would have to be met. I think it's a five minute time at the most. If they're not meeting that, this is something that the town would enforce through the Building Department. We're dealing with Target; it's a public company, they're a national company. They want to be a good neighbor. They're a green company, and they want to continue to expand on being green. If you've got trucks idling longer than what the code requires, I think it goes against what they're trying to be, and how they want to present themselves. I don't see this being a problem. The way it works is, it's a very detailed schedule as to when the truck shows up, how long they have to unload, and how much time they have to get off the site. There aren't just trucks sitting there waiting to get a loading dock. They don't show up the morning, they show up spread out during the day, at a certain time slots. They have to meet this time slot. If they don't meet it, they get turned around, sent back out, and they come back the next day, or the day that they're next scheduled. This isn't how it used to be, 15-20 years ago, when everyone showed up and sat there waiting all day to get unloaded. It's a very orchestrated systematic program that they've got in place. This isn't the first one. They have many of these throughout the country. They've got it dialed in.

Question 13: What is CGP/Target's proposal to mitigate potential vehicle queuing outside the property at McGovern and Route 2?

Again, it goes to my answer to number 12. We've also done some simulation programs and worst case, where the first rotary leads to the guard house, there are double and triple stacking lanes. That's where the trucks scheduled to come in wait to get checked in. They go by the guard shack and then pull the truck around, drop it off at one of the bays, and then they leave. There is no way traffic is going to get beyond that rotary or it's going to mess up the traffic flow of the entire project. We've done tracking studies and analysis as well, and we have two lanes coming in with one lane going out to alleviate any queuing before it hits that Rotary.

Question 14: Do you have any concern with the health risks of having residential housing so close to the Target Distribution Center?

Response: I didn't really know how to answer that question because I'm not sure what health risks they're referring to. They never really list any, and I couldn't really think of any. I can tell you that we looked at a couple other facilities. One of them, a Walmart distribution center, is in Raymond, New Hampshire, which is 2.6 million square feet. (See attached slide used to show how close residential housing is to the project.) So, this is the Walmart one, similar to what we have, all this is under one roof; they are at 2.6 million square feet; our project is 2.4 million square feet. You can see the cul-de-sac with five or six houses, similar to the situation at White Pond. Someone, I'm not sure who, maybe a member of the EDC or the Affordable Housing Trust, reported over the weekend that she had done some "intel," spoke to people in the area, and reported nothing negative. (See aerial photos of Uxbridge project).

Question 15: What mitigation strategies is CGP planning to help to alleviate health risks with a Distribution Center being so close to residents?

Response: See #14; I'm not sure what health risks they're talking about.

Question 16: Is CPG final MEPA filing complete?

Response: It's substantially complete. We're just tweaking it and waiting to see whether we go with option A or option B before making the final filing.

Question 17: Why hasn't North Lancaster LLC completed the 87-acre land transfer yet for the agreement made with the town in October 2017?

Response: There was a detailed letter that was sent to the town on our July 18. It went to the Town Administrator. I assume has been made public. It went into detail as to the events that occurred and why the land has not been transferred as of this date.

Question 18: With the various plans that have been presented to date, how do we know that the current pause plans are for the McGovern Boulevard site? If the plans are revised will the traffic study and fiscal impact report be updated to take the changes into account?

We know that the first phase, which is Building A, is the Target building. We've done the traffic based on that and other anticipated uses for the other buildings. The fiscal impact report is based on the target and projected use it for the other buildings. When we go before the Permitting issuing authority for the other buildings, if the uses are different than what we proposed in the traffic study and the fiscal impact reports, we would then have to update the traffic study and have the fiscal impact report updated to reflect the changes and uses. We don't anticipate this happening, but again,

if it does the permitting issue authority for the town would be able to request that and review the traffic study and the fiscal impact report before making a decision to approve or not approve the project. But again, the current one you have is based on Target and other uses in the other buildings that we anticipate. The Target building is a known use.

Question 19: When will the traffic study be revised based on the Vanesse peer review?

Response: This again was sent to the Town today with the comments from our traffic engineer to Vanesse.

Question 20: What are your justifications for making the request during the development of the ICOD that this development be permitted by site plan approval only and not by special permit, which is not the norm for the vast majority of Massachusetts communities. Based on this request, do you have an example of a development of this size that you have done under a site plan only? Please provide that specific site and how that has turned out for the Community where it was built? As you know, the process for applying conditions to a special permit protects the town to a much greater extent than the conditions applied to a site plan approval.

I have to disagree with the comment. It says that the special permit is for the vast majority of Massachusetts communities. I wouldn't say it's a total opposite; most towns have specific zoning within their zoning bylaw, whether it be residential, business, or industrial, and we always try to comply with that zoning. The Town of Lancaster has such zoning. It's got light industrial, and it has the enterprise zoning. We would fall under one of those two. If we were looking for a use that didn't fall under two there would be a special permit process at that point, but the fact is that the town has these two underlying zoning uses. If it felt that the special permit process was far better than I would think that the town would have had that zoning change a long time ago and not had these specific allowed uses. If there are certain concerns that the Town has with what they don't want to see within those allowed uses, we will be glad to discuss it and potentially enter into a deed restriction not to allow those specific uses that are currently alive within either one of those two zones.

Question 21: Why have you specifically tied the 40R development and worked hard with the Affordable Housing Trust to develop to the requirements to rezone a residential part of the town to a mega warehouse, in addition to the size of this warehouse being out of scale and character of our town? It would be located directly adjacent to an existing residential development. Why should we have to remove the existing protections for the residents of White Pond and put a mega warehouse in their backyard just to get a 40R? The two projects are independent and should be reviewed and should be viewed as such?

I want to say that the 40R development wasn't our idea. We're trying to work with the EDC and the Affordable Housing Trust to come up with a way, to come up with a location, first of all, within the town and a way to have the town reach it's 10% affordability, so there would be no more 40Bs in town. So, this was a collaborative between the Capital Group, the EDC, and the Affordable Housing committee. There's no money in doing 40Rs; in fact, they lose money, so if you asked us do we want to do it, no, we don't want to do it, but are we are willing to do one in exchange for the rezoning of the background. So yes, we are willing, but if we don't get the zoning in back we're not going to do the 40R. We have no interest in doing it out front. This was, again, a collective collaborative between the three people who I spoke of. You talk about mega warehouse, well half the project is already zoned for enterprise, we can do warehousing already out front. We can do many things out front under the current zoning. We're trying to work with the town and the neighbors to try and get

something that works for all parties involved. We've had multiple meetings with people at White Pond. We feel that maybe if they had their wish that nothing would happen there, but I don't think that's realistic. Something's going to happen. Either it's going to get rezoned and we're going to do industrial, or we're going to construct something under the existing zoning. We've met with them on at least three or four occasions. We feel that we've addressed their concerns with the berm and the fencing. We've offered to buy anyone's house who does not want to live there anymore. You're talking about six or seven houses there and then after that there are really no direct residential abutters to the project.

Following the submitted questions, the Capital Group had some additional comments. They respectfully request that the Select Board move a zoning article forward to re-zone the back portion of the area to match the front of the area as an enterprise zone or to rezone the entire parcel to light industrial. In exchange for that, they would deed to the Town, the parcel of land, and live up to the agreement that has expired. There can be provisions set in place by the Town Counsel as to what has to happen, and the deed can be released to the Town. Their goal is to work together with the town and the community, but it has to work for all sides. The Capital Group stated that they felt that they've been trying to work collectively over the last nine months, and it almost feels like we're back further behind than we were nine months ago. There's just a lot of misinformation running around the town. People not understanding what they're saying, what the projects are, not asking us, not inviting us to these forums to answer questions. They stated that they have an open door policy and ask that if someone has a question that they should send an email. They will continue to be available for public meetings, on Zoom, in person, in their office, at the site, at Town Hall, or at the school.

Chairman Allison invited the members of the Select Board to ask questions.

Ms. Turner thanked the Capital Group for coming to this evening's meeting, stating that this meeting gave her a different perspective than she'd had after reading their letter of the 18th. She hopes for a series of forums moderated by someone other than the Select Board or Capital Group. She explained that due to her lifetime in sales, she recognizes that there is give and take required to reach agreement. She would like a series of forums with Capital Group moderated by someone other than the Select Board or Capital Group.

Mr. Moody would like to set the dates for the open forums at the next Select Board meeting. He stated that he keeps hearing that we're picking on North Lancaster, but this piece of land has been zoned for commercial use for over 30 years. Compared to the last proposal that the Capital Group had, he thinks this is 100% better. He believes we are heading into a recession and it will be more difficult to bring in projects. So, if there's a Fortune 500 company that has the will and the money to do this now, it is hard to pass it up. He talked about the cost of educating one student and the need for commercial property.

Mr. Pacheco asked for details about the Uxbridge property. The Capital Group noted that Campanelli was not the original developer, but they ended up buying the property, which is the 5th largest taxpayer in Uxbridge. Mr. Pacheco also noted that engine idling is against the law, a federal regulation, punishable by \$100 fine the first time and \$500 for each subsequent offense.

Mr. Allison offered his opinion, that the Town needs to schedule a Fall Town Meeting and vote, with the most information possible. He is open to having forums and wants the democratic process to happen and the most information possible to be shared, but there needs to be action taken to bring this to resolution. He also wants people to be aware that Capital Group is not just a developer but a landowner, and that they have the right to develop their land in accordance with existing zoning. Mr. Allison questioned why the details of the land transfer are just coming up now; Capital Group responded that this has been a frustration on their end as well.

Mr. Moody is concerned because he contacted Town Counsel about attending tonight's meeting and did not hear back.

Ms. Turner would like all parties to sit down and work out the settlement agreement with Town Counsel available to defend or explain past actions. Capital Group indicated their willingness to participate in this. Mr. Pacheco noted that Town Counsel never said that they would not advise the Board, but that their position is that they should never give legal advice to their client in an open meeting with the other party present. Ms. Turner would like to better understand the history of the issues to help decide how to move forward.

Additional conversation continued about the history of issues on this development project and misinformation.

Mr. Allison reviewed the rules for Public Comment and asked participants to limit questions and comments to two minutes. Once everyone has been heard once, he will entertain additional questions from people who have already spoken. He recognized Russ Williston, Planning Board.

Mr. Williston, referring to an Amazon warehouse project in Charleston, noted that after a zoning change the city immediately had a request for tax incentive financing (TIFF). He asked if this was likely to happen in Lancaster. The Capital Group replied that there are no plans to request a TIFF.

Mr. Allison recognized Patrick Sullivan who had questions about the shifts at the Target warehouse. Capital Group noted that there is only shift information for Building A, the Target warehouse, but not for other potential tenants of the project. The Target warehouse will have two ten-hour shifts with four hours of downtime between shifts, seven days a week.

Mr. Allison recognized Carol Jackson. She asked, "Why is it taking so long, the settlement agreement to be settled, and how can we trust that any other agreement will be honored if this one from 2017 has still not been settled? It is clear in the agreement, what should have happened, and there should not be any question as to what should be done. The received their parcels, Lancaster did not. This erodes the residents' trust in the Capital Group and in our Select Board. It's the negotiations just aren't there and even when I apologize to Capital would not supply any answers and all of a sudden, I didn't see your letter until yesterday. So that was before I after I wrote this question, but it still doesn't state how you were talking to Lancaster when you were asked about it and you, you wouldn't respond." The Capital Group answered, explaining that there had been many delays from Town Counsel, but that they had been open to communication with the Town from the beginning of the project. They suggested that there is still a great deal of misinformation being discussed and suggested that Ms. Jackson review the letter sent October 18 explaining the chain of

events.

Mr. Allison recognized George Frantz who stated that there is another large distribution center planned on Fort Pond Road by GFI Partners. He asked Capital Group if they would be willing to work together on issues. Capital Group noted that this project has been taken into consideration in the traffic study and that they are willing to work with them.

Mr. Allison recognized Kaitlyn Drew, White Pond resident. She asked a two-fold question in regard to shifts at the Target distribution center. Are the shifts for trucks or for employees, and is there any restriction, like a noise ordinance, prohibiting ten hour shifts seven days a week. Capital Group responded that they were not sure about the traffic split between employees and trucks on the different shifts. Mr. Allison asked Mr. Pacheco to research bylaws that might pertain to this; Mr. Pacheco will report back with answers for next Monday's meeting.

Mr. Allison recognized Jennifer Leone, Holiday Lane. Ms. Leone asked who would be responsible for monitoring noise and truck idling. Mr. Allison referred the question to Mr. Pacheco who explained that there are a number of agents that legally can issue non-criminal dispositions, including the Building Department or the Board of Health. It could involve the Planning Board if it's a problem with a site plan condition.

Next Mr. Allison recognized Kristen Saunders. Ms. Saunders said that she had thought there was an ordinance related to not running businesses 24 hours a day. Mr. Pacheco said that he thought there might be an issue with Sundays, and he will look into this.

Mr. Allison recognized Mark Grasso, who has worked with this project as a past member of the EDC and a former member of the Select Board. He said that even with his experience he still lacks clarity on how much time the Town has to work on this before the Target opportunity could fall apart. Capital Group replied that they're very patient, but their client's patience is running low. This project probably needs to be up and running around May of 2022.

Mr. Allison recognized Dennis Hubbard, Grant Way. Mr. Grasso had a question on the traffic report, wanting to know what happens if the state's ramp improvements do not happen. The Capital Group explained that the traffic study is based on full build-out. The state project is well underway and part of their two-year plan. Mr. Hubbard asked for further clarification; Capital Group explained that much of the roadwork will actually be done by Capital Group, and assured Mr. Hubbard that the state plans were in process.

Next Mr. Allison recognized Lois Wortley. Ms. Wortley feels that there are gaps and unanswered questions in the traffic study. She shares Mr. Hubbard's concerns about the state not funding or following through on the proposed Route 2 changes. She also thinks there are important gaps in the financial analysis report. She would like additional forums to have these gaps filled in, stating that she had submitted questions that were not addressed. Capital Group stated that they are unaware of any "gaps" and that there had been some questions on the traffic study from the Town's Traffic Review Consultant that were answered as of this date. He was unaware of issues with the financial analysis. Capital Group noted that the permitting process begins with the state's MEPA permit, and that if the state didn't have funding for the traffic changes, the MEPA permit might not be granted

unless the developer put up the money.

Mr. Allison recognized Anne Ogilvie. She asked if the review by Target of the traffic study will be made public. CGP doesn't see why not but will need to check on non-disclosure agreements. Ms. Ogilvie would also like to see traffic simulations mentioned earlier, and would like to know where current Route 70 company JB Hunt is going. CGP explained that they don't know what JB Hunt is doing; they have heard they're going to another town but they're not sure. Additionally, the simulations were only internal, from the rotary to the guard shack.

Next Chairman Allison recognized Roy Mirabito, who asked a question for Bill Depietri (CGP). Mr. Mirabito explained that he has recently read an article about a Target hybrid distribution center in Logan County, NJ. Mr. Depietri stated that according to Target, this project is not for fulfilling internet sales, but is for restocking stores in New England.

Mr. Allison recognized Ryan Aldrich. Mr. Aldrich asked CGP to explain the benefits of a 40R project instead of a 40B project. CGP suggested that Victoria Petracca was better equipped to explain this because she has done a deeper dive on the numbers, and this is a town initiative. Briefly, the 40R would include apartments, not condos; the Town would be paid x amount per student in an initial upfront check when the project is permitted. The 40B proposal would be for sale units, permitted in three separate phases with a total of 600 units, and no reimbursement from the State for students.

Mr. Allison asked Victoria Petracca from the Lancaster Affordable Housing Trust (LAHT) to speak. She explained that the 40R proposed is "night and day different" from the 40B. CGP approached LAHT with this idea at the beginning of 2021 with a large 40B proposal. She stated that after completing a training webinar on the 40R, the LAHT through a series of meetings, was able to transform a "pretty unfriendly 40B" into what they think is a great opportunity for Lancaster. She concurred that the financials discussed earlier are correct. There is an initial zoning incentive payment offered by the Commonwealth of \$200,000 based on the number of units, then there is a \$3,000 bonus payment for each unit that is actually delivered to the town so that's an additional \$450,000. In addition, they wanted to do mixed use because it brings in economic development, at the same time, so LAHT has asked for retail and restaurant use. Office is also allowed and that helps in addition to bring in more tax revenue.

Mr. Allison recognized Julie DeBono, who asked for further clarification on the changes to the Route 2 on and off ramps; CGP reviewed the changes planned.

Next Mr. Allison recognized Christine Dynan, 49 Fairview Hill, who wanted more information on what happens to this development if timelines are not met. Mr. Allison restated that CGP is not just a developer, but is a landowner, and they have existing by right development with no rezoning required. CGP stated that they've been working with the Town for 12-14 months and it's been painful; it's no one person, it's just a painful process. They want to get the project, whatever it be, started, and at some point they'll need to move forward with something.

Mr. Allison recognized Kathy Hughes. She asked about water restrictions or what the restrictions are from Leominster on what type of development can be put in this location if they're using

Leominster water. Her understanding is that there are water restrictions on housing or restaurants. CGP replied that the only restriction was on big box retail. Their understanding is that in the past there was some issue between Lancaster and Leominster, but today the only restrictions would be big box retail – which they’re “never going to do” or a hotel. These would be subject to Leominster’s approval. Mr. Allison noted that he has seen the agreement and that it’s public record. He asked Mr. Pacheco to make sure that a copy of this agreement is attached to these minutes so that all residents have access.

Since at this point all meeting attendees have had a chance to ask a first question, Mr. Allison recognized Russ Williston, Highfield Drive, Planning Board. Mr. Williston asked CGP to explain why they would prefer to use LI2 zoning rather than filing for an ICOD special permit. CGP stated that the ICOD special permit was “too wide open” and because there is a housing requirement. Mr. Williston continued, stating, “Sure, the ICOD special permit actually just extends the enterprise zone uses, so it should be the same uses that you're looking at. And I just wanted to let you know that that in anticipation that the town might come to a point where new bylaw wasn't ready, that the Planning Board has been diligently working on some amendments to the ICOD by law. And those amendments would remove that housing requirement that you refer to, so you'd be able to propose your project without the housing. It accommodates I think the size of your largest building that was an issue back in 2019 and addresses a couple of the other issues that might have arisen. Using that special permit would be much more agreeable to the Town, I think, because it would pose less risk if something went wrong with the project. One of the hesitations with the change to the LI zoning is that, let's say that the economy did turn South and you didn't go ahead with this development, or if you sold it to someone else the town really wouldn't know what to expect to see there. We would have rezoned that land adjacent to the residential parcels without any way to change it back once you filed a plan. We really would have no way to protect those residents. The ICOD special permit, on the other hand, lets us approve a specific site plan for those uses. So I think it would be much more agreeable to the residents, it would be a much quicker way to get through Town Meeting and start to work on a plan with a Board rather than like you said, keep going back. Is that something you'd be amenable to?”

CGP noted Mr. Williston’s comment about something going terribly wrong and asked him to elaborate on that. Mr. Williston replied that there are lots of reasons, that we get lots of applications, done in good faith, people apply to do things and don’t go ahead with it. Let’s say Target changes their mind, and you’d suddenly have a large parcel rezoned to LI2. CGP replied that under LI2 or under enterprise zoning, there are specific uses that are allowed, and they’re okay with that. The issue with the ICOD, which was denied once by the Planning Board, is that there is no appeal process, versus if they go with enterprise and LI2, if they get denied there’s a full appeal process that they could use if they feel that they were wronged. Under the ICOD, it would be a special permit, there is no appeal process, and they’re not willing to go forward. Mr. Williston stated that you can appeal a special permit. CGP disagreed.

Mr. Allison recognized Dennis Hubbard. Mr. Hubbard asked for clarification as to what CGP could do with the property if the zoning is not changed. It was confirmed that CGP owns the property and could build, but not the size warehouse needed by Target.

Mr. Allison recognized Jennifer Leone again. Ms. Leone asked that if CGP has no interest in doing

housing, will the board still go through with it, because if the same development that would happen with the rezoning without the 40R, and the additional traffic from the 40R, and from her understanding there is plenty of affordable housing in the works in the rest of the town, why are we doing this? CGP stated that they would prefer not to do housing but that they're trying to work with the Town to help them reach their goal of 10% affordable housing, so they're willing to develop the 40R. If the Town finds other ways to reach the affordability goal and LAHT is satisfied, CGP would be fine with not building the 40R. Ms. Leone would like more information about Lancaster's affordable housing; Mr. Allison suggested that she might contact Ms. Petracca.

Next Mr. Allison recognized Carol Jackson again. Ms. Jackson said, "Thank you back to the settlement agreement, I just wanted to clarify that I don't have misinformation, I was at the Economic Development Committee meeting that it was brought up about the settlement agreement and Capital Group would not respond as to where we were with the settlement agreement and that could have been something Economic Development Committee could have helped work out if there was a problem, but they didn't know, and it was brought up at every Selectmen's' meeting. To find out what's going on, so my question is can Orlando and the Capital Group, please send me all the information that that has been sent back and forth from town lawyers and from Orlando, the town to straighten all this out, so instead of taking your word for it, or our word for it, we have it all in writing. Because this is, you know you say you're going to negotiate, and you want to negotiate with Lancaster that's not negotiating by letting it run out and not answering questions."

CGP replied, "We did not let it run out. In fact, we pushed Town Counsel to let them know that it was running out. We did everything and then more than what we were supposed to do. There's no hidden information. We had a couple phone calls with Town Counsel, there was no information back and forth. We forwarded a copy of the deed many, many months ago over to Town Counsel, in early 2019. So, look, we can talk about what happened for the next 10 days, why don't we just move forward. Does it really matter what happened? The ball got dropped."

Ms. Jackson replied, "An agreement was an agreement, and you know if you're not going to follow through or if you're asked questions and if they're not answered that's what makes people skeptical."

CGP stated that saying that they are not following through is misinformation, and again, they did more than they were supposed to do.

Mr. Allison, after warning attendees about repetitive questions, recognized Jane Birtwell. Ms. Birtwell had questions about how the new Route 2 ramps would work, especially extending the acceleration lane. CGP addressed how the new ramps would be engineered.

Next, Mr. Allison recognized Victoria Petracca, who said, "I just wanted to clarify one thing that was said earlier. Capital Group said they were not interested in doing housing. I think that initially came out of the conversation about the ICOD which has a housing requirement in it. I think it's really important that we understand that there is a 40B on the table, right now, so I just want folks to understand that, because when Capital Group said they're not interested in doing housing that might be construed as therefore they're not interested in doing the 40B. So the 40B proposal that's back on the table is for the back of the site on the land that is currently zoned residential. They have met with Mass. Housing and provided their preliminary proposal. That is also on Lancaster's

Affordable Housing Trust website, so there is a there is an active preliminary proposal for 40 days. I just wanted to make sure that point was clear, because it, it was said tonight they're not interested doing housing. Again, I think that was in the context of the earlier conversation." She continued, explaining that the 40B is 600 units and that the 40R is an alternative to that.

Capital Group Properties: yeah clarification yeah my daughter was there and I spoke if that's the case I apologize, but basically we've got an option A and option B, the option, a plan is if the reason why you're successful. And we get our current and the back residential is off the table if we were unsuccessful then we're going to move forward with the option B and we're kind of running in parallel. house, right now, so we don't you know lose any more time.

Mr. Allison recognized Chris Quill. Ms. Quill asked how is CGP going to guarantee to the Town of Lancaster that taxes will not be negotiated ever, and if there will be something in the deed stating this "because it's common knowledge that businesses will try to negotiate their taxes, so the \$2-point something billion added taxes that we're going to see for them could likely never be a real thing." CGP replied that even if tax incentives were requested, it's a lengthy process that goes through the Select Board and Town Meeting.

Mr. Allison recognized Kevin Coleman, who wanted to make a statement about The Capital Group, saying, "They say they're speaking like businessmen, like gentlemen, but I'm sure that if we were sitting in a bar somewhere having a cocktail they wouldn't be so polite to the Town of Lancaster. Basically, in my opinion, what they're telling Lancaster is stop jerking around, get off your butts, let's get this..." Mr. Allison cautioned the speaker about language. Mr. Coleman replied, "Well, everybody that's listening knows what I'm saying so that's all I got to say."

Mr. Allison recognized Rob Zidek. He stated that he is concerned that CGP is unaware of the gaps in their traffic report. Last June Mr. Zidek submitted a 537-page GIAS markup and a 2-page summary pointing out some of these problems, and he has brought this up at several meetings but it has not been addressed. He is concerned that without these answers it is not remotely possible to get information to residents for them to confidently vote at a Town Meeting. Mr. Allison asked Mr. Pacheco if the thumb drive that Mr. Zidek provided has been shared with CPG. Mr. Pacheco stated that he believed the information had been shared with the Town's peer-to-peer consultant. Mr. Allison requested that Mr. Pacheco follow up on this and get an answer to Mr. Zidek as to where this is at and who has seen it.

CPG noted that they have not seen Mr. Zidek's input. They reiterated that anyone with questions is welcome to email them to CPG. They will reply, copying the Select Board.

Mr. Allison recognized Kathy Hughes, who had questions about the type of lease agreements that CPG uses with their tenants, and if the lease agreements were triple net lease, so that property development, insurance, and taxes are the responsibility of the lessee. If this is true, does this mean that CPG is not responsible for any taxes that would be paid to the Town. CPG explained that these are modified triple net leases, whereas most things are paid by the tenant although some things are paid for by CPG to make sure that they're done to CPG's satisfaction.

Mr. Allison recognized Ms. Turner, who thought there were remaining questions although there are

no hands shown as raised, she would like to schedule the next meeting. She noted that she has heard rumors that Target might choose to go to Hudson and asked that if this happened if CPG would go ahead with the project. CPG responded that yes, they would go ahead, and they have had interest from other potential tenants, although none would fit as well as Target. Ms. Turner noted that people speak of Target as a good community member. CPG stated that Target is respectful of the Town, they want to be good neighbors, they're a public company, they want to help the town, it's not just about the bottom line.

Mr. Moody said he had no questions but would like to get together quickly and plan a couple of meetings to get this thing going. He also noted that work has been done with MART (Montachusett Area Regional Transit) so that there would be a bus stop at the Target Distribution Center for workers.

Mr. Allison recognized Steve Kerrigan, 267 Neck Road. Mr. Kerrigan thanked the Select Board and CPG for a productive and informative meeting, echoing Mr. Moody's call for quick action to move the project forward. He stated that this is an important opportunity for Lancaster.

Mr. Allison recognized Ms. Petracca who wanted to make two points. She noted that there is a copy of the water agreement already online at the Affordable Housing Trust website. There is a lot of information already there under the Capital Group/Route 70 tab, including site plans. She also encouraged people to be very specific in their asks for Capital Group, noting that changing from a 40B to a 40R has been a collaborative effort.

Mr. Allison recognized Russ Williston. Mr. Williston urged people to support special permit use of the residential land and not a rezone to this industry zoning because that would take away certainty.

Mr. Allison asked Capital Group if there was anything they'd like to add. Mr. Depietri (CGP) wanted to respond to Mr. Williston's comment, stating that what he is not telling the people tonight and within the town is, if we're successful at Town Meeting it doesn't mean we can start work tomorrow. We have to go through the permitting issue authority, whether it be the Planning Board, the ZBA, whoever, that each one of those buildings to be built, and even that is a lengthy permitting process and if we showed industrial buildings for two out of the six buildings and they become warehouse buildings, which is allowed by right under the zoning, we would have to amend the traffic study and amend the financial impact report. So, anything that's different, we would have to go back again and do another traffic study, and each time we come to build a building it's a separate permit from the permitting issue authority. The vote at Town Meeting doesn't give us the authority to build anything until we go through the Conservation, the Planning Board, and/or Zoning. Mr. Depietri also encouraged residents to go to the project website, <https://thelandinglanaster.com/>. He noted that if questions are submitted at the website they will be answered within a day or two.

Mr. Allison recognized George Frantz who wanted to move into discussion of the settlement because he did not feel it was covered. He stated that according to the letter from CPG, there were multiple failures on the part of the Town to respond in a timely fashion, and he wanted to know if the Town was going to be able to move forward in a timely manner. Mr. Frantz is concerned that Town Counsel did not attend tonight. Mr. Allison replied that tonight's meeting was to give residents an opportunity to ask questions, not for the Select Board to deliberate on the status or

outcome of the settlement agreement.

Mr. Allison recognized Kathy Hughes again. Ms. Hughes stated, “I was just surprised that the Capital Group is not aware of any health concerns when it comes to trucks because it's well publicized that there is diesel particulate matter in the air and it's a big contributor to many health issues, including asthma, heart attacks, and other heart and lung diseases. I do understand that there are some filters on some trucks, but a lot of the smaller diesel particulate matter gets through those filters. And this goes into the air and will be in the air, all along Route 70 as well as McGovern Boulevard and quite near where we're putting our affordable housing area. These are really serious matters and I'm surprised you're not aware of these. I'm just wondering if you have any plans to address this, it sounds like with subcontractors in charge of the trucks that even allows less control over the types of emissions that they might have and frankly, this looks like it's going to be polluting the whole area of this whole part of Lancaster if not going down Route 117 as well, so I'm very concerned about this and I'm surprised this isn't something that you're familiar with if you're in the warehouse business.” CGP responded that any trucks that are going to be on the site have to meet Federal and State emission standards, which are becoming more stringent every year. Trucks are on the road now going up and down Route 2 to different locations. Some are coming on 117. This isn't an area where there are no vehicles running around. You have Route 2 and you have I-190 backing up to us, so there are trucks all around us. Any new development within that site has to meet state and federal standards for what's healthy. What's out there now, the sand and gravel operation, there are no standards being met, there's no exhaust screening, and you have heavy equipment running wild all day. It will be a far improvement over what you have here today. Mr. Depietri stated that if there are specific health concerns to address, he will have his greenhouse gas consultant come to one of the meetings, noting that there is a lengthy State (MEPA) process that they have to comply with. Ms. Hughes stated that she was relieved to hear about the MEPA requirements.

Mr. Allison recognized Amie Facendola, Colony Lane. Ms. Facendola wanted to know what assurances the Town has that the 40R will be built if the Town agrees to rezone. CPG reiterated that success at Town Meeting does not mean that the work can begin the next day, but that there are many more steps to the permitting process, and that one of the requirements when for site plan approvals will be timing when the 40R is built. Ms. Petracca added to that, explaining that LAHT is currently working on a friendly memorandum of understanding for this exact reason. Ms. Facendola asked how we make a new agreement and make new assurances and then what happens if the Town doesn't follow through, because she “doesn't want to get burned again.”

Mr. Allison recognized Deb & Joe D'Eramo, Harvard Road. Mr. D'Eramo stated that there's a lot of work to be done between the Town and CGP. He said that he thinks that we need a skilled person in to manage all that needs to be done and to document the agreement, and he is concerned that there is currently not a Town Planner. He notes that the Capital Group's Maynard project is impressive and that he understands that the Town of Maynard is pleased with the results. Mr. D'Eramo mentioned that the Maynard project used an attorney from KP Law who is familiar with the project and with CGP, and that Lancaster might want to use the same attorney since KP Law is Lancaster's Town Counsel.

Mr. Allison recognized Kevin Hinckley, 194 Grant Way. Mr. Hinckley is an abutter to a warehouse

proposed near Fort Pond. He asked if acoustic modeling or simulation studies have been done, since he has concerns about 24/7 noise. CGP replied that they are in process of having a sound study done; it should be completed within two weeks and the results will be made available.

Mr. Allison recognized Carol Jackson again. Ms. Jackson asked how much land CGP owns. CGP stated that there are a couple of owners involved and CGP has options on any land needed. It is her belief that there are several landowners involved in the parcel under discussion, and that she believes that some of the options to buy have expired. CGP replied that this is not factual and agreements have not expired, nor are they public.

Mr. Allison recognized Anne Ogilvie again. She stated that she liked what Mr. D'Eramo said; she feels that the Town has not appeared to be effective in negotiating with CGP, stating, "there have been threats made and that's been really hard to watch as you grow really concerned about the very future of your town with a lot of promises being made, but not a lot of follow through, and I think particularly seeing how the North Lancaster agreement has gone we still don't see follow through and now the Capital Group is saying it's actually the fault of our own town employees and contractors and people who are working for the Town. So, I think we do need some answers on that. That was really supposed to get discussed more in this meeting." She continued, stating that she would like a professional advocate, an independent planner and an independent attorney, "That didn't mess up a previous land agreement, as has now been alleged by the Capital Group so that we can have some advocates on our team who are experienced in this, understanding that everyone who's volunteering and doing a great job for the town doesn't necessarily have the experience."

Mr. Allison recognized Ryan Aldrich. Mr. Aldrich stated, "I just want to speak on behalf of the misinformation that's just been going around. Mostly, with the Planning Board, and you know how they speak on other forums and in their meetings it's clear that they don't do their homework and they have nothing positive to say for the last one to two years about this project. In fact, everything they say is usually a lie and misinformation so as the Select Board, are you willing to publicly condone their actions and how they're treating people and basically spreading misinformation instead of allowing people to hear the truth. They're more so just acting in their own behalf. Will you publicly condone the Board and the members on how they talk on in regard to this development?" Mr. Allison replied that the Select Board is not going to address any of that tonight and that he did not intend to continue this thread. He stated that if there are comments or questions about the North Lancaster project that's what he intended to focus on, but that the conversation needed to get away from inter board discussions.

Mr. Allison recognized Mr. Williston who stated, "Given that you accepted Ryan's comment, I would like to point out that Mr. Aldrich is a member of the Zoning Board of Appeals who has been cited a couple of times in recent history to the Select Board, and I would like you to affirmatively address that that comment was inappropriate, it was completely inaccurate. We're working on a bylaw right now to accommodate this project, and I insist that in this instance you take action on this, thank you."

Mr. Allison replied, "Thank you, Mr. Williston. As somebody who myself has been accused of different things. I've taken action on that, in my own manner. I think people should really if they're getting offended, they should really take their own action, so that's my feedback."

Mr. Allison recognized John King, 962 Main Street. Mr. King noted that serving on a board was a thankless task, and that he is thankful that CGP is still interested after all the hoops they've been made to jump through in the last ten years. He hopes that the project goes through.

Mr. Allison recognized Nick Facendola. Mr. Facendola would like clarification on how CGP justifies not having this large development tied to special permits. He supports development of this parcel but thinks it's a good idea to have both site plan and a special permit process to give the Town maximum protection. CGP replied that as stated earlier, you can put as many conditions as you want to a site plan approval, it doesn't need to be a special permit, saying, "The issue with a special permit it is basically un-appealable and we're not going to spend millions of dollars on engineered plans and architectural drawings, only to be denied by the Planning Board and there is no appeal process for us to have. We have done this in many other towns where you with both your site plan review and, if you want conditions, you can place it on the site plan review permit."

Mr. Allison noted that this question has been asked a number of times, and that while there are people present who disagree with CGP's perspective, the question has been answered. He recognized Mark Grasso. Mr. Grasso asked that if the zoning request being made of the Select Board was for LI, would this potentially create spot zoning. CGP replied that however the Town chooses to zone the parcel, they are okay with it.

Mr. Allison, stating that he would take one more question, recognized Mr. Williston again. Mr. Williston, addressing Mr. Facendola's earlier question, stated that we can place on a special permit and how a special permit would be handled is different, the permitting for something that's approved with a site plan is completely different and the Town doesn't have as much leverage or ability to go back and look at something again, so it is important that this be a special permit process, thank you.

Ms. Turner asked CGP about dates for MEPA filing. CGP explained that they cannot complete MEPA filing until they know if they are going with Plan A or Plan B, but that if they do not meet environmental requirements, they will not get a permit from MEPA.

Mr. Moody noted, in response to Anne Ogilvie's comments, that the Select Board will be interviewing candidates for Planning Director next week, so that this position will hopefully be filled soon, which would be helpful. Additionally, a new Building Inspector will be starting November 1. Mr. Moody noted in response to George Frantz comments, that the letter of October 18, toward the end, states that if CGP gets their zoning then the Town will get the land in question. Mr. Moody states that he thinks it can be tied down if the Town has better lawyers than they had before.

Mr. Allison thanked the Capital Group for participating in tonight's meeting; he apologized to any resident who submitted questions that were not included.

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| IV. BOARDS, COMMITTEES AND DEPARTMENTS REPORTS - NONE |
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V. PUBLIC COMMENT PERIOD

**** Opportunity for the public to address their concerns, make comment and offer suggestions on operations or programs, except personnel matters. Complaints or criticism directed at staff, volunteers, or other officials shall not be permitted. ****

From Erica Fossati

This is public comment to the Select Board. It's really disturbing that the Capital Group is trying to make you change this new bylaw rather than apply for a permit and ask for a variance like all developers do. Our community feels that the Capital Group is bullying us into this when they don't have the right nor the power to do so. They shouldn't be allowed to make such demands, especially when they are lacking on their duties. They are being shady and trying to rush things. They are not remotely concerned about the impact that oversized warehouse will have on our rural small town. They didn't verify the Commonwealth is actually going to improve the exits on Route 2, which is pretty essential since trucks cannot get off Route 2 and cross the roundabout between Lunenburg and Old Union in total safety. They didn't even do their homework and think that just with a schematic plot plan and an incomplete traffic study we'll allow them to do as they please, not to mention the land transfer still didn't execute. Instead of playing hardball they should invest in a case study, look at towns that are similar to Lancaster and emulate their model of successful and sustainable developments. Our Select Board should be the first to condemn their behavior and put them back in line. The Capital Group should go back home, think have better options, since there are plenty, and come back more to open collaboration. Sincerely, Erica Fossati.

From Cara Sanford, 350 Bull Run Road

Dear Select Board members, Planning Board, and Conservation Commission members, I read this 10/18/21 letter from Bill Depietri of the 702 LLC Capital Group to Orlando Pacheco that was posted on the town Affordable Housing Trust page. It is a shocking letter that suggests to me that, due to the mismanagement of the town administration, the 2017 land settlement is void. This is big, because ultimately it is all of us taxpayers, who will have lost the traded land. I am asking the Select Board to engage a qualified attorney on the Town's behalf to represent the Town's position in response to this letter. Mr. Depietri's letter, yes, that they are willing to renegotiate the terms of the agreement, in conjunction with there being a rezoning vote with the outcome that they want. From the letter I have pasted the excerpt below to my perception. If I had to think of zoning that gave the least amount of control to the public, it would be the rezoning by 702 LLC to limited industrial because everything would be by right with no special permit process involved. Dear Select Board members please defend the citizens' right to save the land from this to 2017 settlement, or at least engage qualified legal help to see if the settlement is salvageable. To me, it is clear that the development team wishes very much for a certain zoning outcome to further its plans and those wishes would appear to be clearly expressed in this letter. Sincerely, Cara Sanford speaking opinion as a private citizen. (Reference to CGP letter dated 10/18/21)

From Rod Zidek

Dear Select Board members, I submit the following for public comment at the October 26 2021 Select Board meeting. Eight days ago, I wrote and read a public comment requesting actions by the Select Board to resolve numerous issues relating to the handling of Lancaster residents' questions, concerns, and suggestions. Sadly, these community engagement problems are not better going into

this October 26 Special Meeting. In fact, they have gotten worse. First there's an obscure meeting agenda with new topics listed and no meeting materials that could provide details, and there's the placement of public comment at the end, knowing that our voiced concerns get more attention, have greater impact if they are right at the start. First of all, is the failure to announce and the inexplicable posting location of the most likely subject of the discussion, the letter from Capital Group to the Town Administrator dated October 18th found on the Affordable Housing Trust page. There's really no excuse for keeping information like this out of public view, especially considering its direct effect on our decisions that will drive the most significant development effort in Lancaster's history and likely its future. It makes us question not only what lies ahead, but also the now questionable value of the many efforts that boards, committees, and residents have exerted to get us to this point. Regarding the letter itself, it appears that the ICOD is no longer a possibility and that proposed ICOD amendments are irrelevant. Strangely there's nothing mentioned in the letter about the 40R possibilities. We need to know if that is still on the table and what kind of agreement, we are asked to make to keep it on the table. And we need it fully explained in common English exactly what the letter from Capital Group is asking us to do, and what their action will be if we don't. My interpretation of the letter is that the town agreed with the previous landowner, North Lancaster, LLC to get from them about 86 acres in two disjoint land parcels to become open conservation area. In return, another three parcels and three portions of the fourth parcel totaling about 111 acres were to be considered for mixed use development that would include residential and open space components. Apparently, that agreement timed out and Capital Group is offering to renegotiate it. From what I deduce in that offer, we can only get those 86 acres if we agree to consider all of 702 LLC's landowners land for mixed use. I find reading the Mass land records deeds correctly 702 LLC owns about 400 acres almost quadruple the 111 acres of land area in the original land agreement. The other stipulation is that we rush a Special Town Meeting within a short couple months, with it being too cold to meet outside and too unsafe to congregate indoors. I strongly urge the Select Board to decline this request for a Special Town Meeting. That we don't look forward to it by rate development rushing critical decision like this and attempts to avoid that development will potentially become a regrettable and irreversible tragedy. With regards, Rob Zidek, 103 Kaleva Road.

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| VI. TOWN ADMINISTRATOR'S REPORT - NONE |
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| VII. ADMINISTRATION, BUDGET, AND POLICY - NONE |
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| VIII. APPOINTMENTS AND RESIGNATIONS - NONE |
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| IX. LICENSES AND PERMITS - NONE |
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| X. OTHER/UNFINISHED BUSINESS - NONE |
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*** Tabled to Regular Meeting scheduled November 1, 2021. ***

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| XI. NEW BUSINESS |
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**This item is included to acknowledge that there may be matters not reasonably anticipated by the Chair*

XII. COMMUNICATIONS

- The Select Board's next regular meeting will be held via Zoom on November 1, 2021, at 6:00pm

XIII. ADJOURNMENT

Select Board member Jay Moody offered a motion to adjourn the meeting at 9:07 pm; seconded by Ms. Turner. Jason A. Allison, Aye, Jay A. Moody, Aye, Alexandra W. Turner, Aye. [3-0-0]

Respectfully submitted

APPROVED

Jay M. Moody Clerk

Approved and accepted: December 6, 2021