

Devens Economic Analysis Team ("DEAT")

Minutes of October 28, 2011 Meeting

7:30 am – 9:00am

Town Hall Meeting Room

Orville Dodson, Clerk

Members Present: Victor Normand, Duncan Chapman, Paul Green, Orville Dodson,

Also present: Selectman Ron Ricci

Victor Normand called the meeting to order at 7:40am.

Victor first reminded everyone of the Board of Selectmen's meeting next Tuesday, November 1 in Volunteer's Hall at the Town Library at 7pm. Trinity will be present to answer questions from the selectmen and from the Planning Board and ourselves (the DEAT).

Victor then moved directly to the main topic of this meeting – a review and discussion of the four documents and two maps which Trinity Financial has prepared and which describe the changes it wants in the Devens regulatory documents for it to proceed with its proposed development of Vicksburg Square at Devens. These documents and maps are:

1. "Summary of Changes to Regulatory Documents Required for Vicksburg Square Redevelopment".
2. "Proposed Changes to the Devens By-Laws To Facilitate the Redevelopment of Vicksburg Square" Revised October 7, 2011.
3. "Proposed Changes to the Devens Reuse Plan To Facilitate the Redevelopment of Vicksburg Square" Revised October 7, 2011.
4. Memorandum of Agreement between Massachusetts Finance Development Agency and Trinity Vicksburg Limited Partnership.
5. "By-Law Map Changes" map dated Oct 5, 2011.
6. "Reuse Plan Map Changes" map dated Oct 5, 2011.

First discussed were Trinity's By-Law changes. They involved zoning, density, parking, and setbacks at Vicksburg.. Victor noted that Trinity is not changing any uses currently allowed at Vicksburg and it is adding two new uses: "Multi-Family Residential Dwellings" and "Elderly Housing". All members wondered why Trinity is retaining all current allowed uses at Vicksburg. We would like to ask Trinity why they are doing this. Does Trinity plan retail on the first floor of some of the buildings? Does it plan some offices at Vicksburg, even if only a backup use of Vicksburg doesn't fill as residential space? Members felt this potential of other uses at Vicksburg is a concern. Victor noted that Mass Development has hardly ever permitted a speculative development at Devens and that letting the possible use(s) at Vicksburg be changeable gives some speculation overtones to Trinity's Vicksburg

plans. Paul wondered if a resident at Vicksburg could put his space to use for one of the other (non-residential) uses.

The next document from Trinity to be discussed was the Memorandum of Agreement (MOA) between Trinity and Mass Dev. Victor began by pointing out a number of things that he had noticed in the MOA:

- The MOA has no time-lines. It only says that the MOA covers that period of time from the start of development to its completion and that the time of completion can be any date.
- The MOA does not mention the phasing of the project and the phases of development that Trinity is planning.
- It doesn't mandate when Trinity will secure the buildings at Vicksburg from the elements.
- It doesn't indicate who will do the initial stabilization of the buildings.
- It doesn't call for a firm start date of development.
- It provides no means by which Mass Dev can reacquire control of Vicksburg should Trinity lag seriously in its development or otherwise perform poorly.

Both Victor and Paul wondered whether Trinity has obtained agreement from Mass Dev for the tear-down of the current State Police Building to make room for parking at Vicksburg. Does Mass Dev agree with this? Will that building need a replacement elsewhere at Devens? Who will provide that? The MOA should also mention Trinity's plans for the existing theater building.

Victor then asked why the By-Law changes document at Section 15.A paragraph 6 calls for “For the purposes of this Section 15, the term “area median income” shall be the lesser of (i) the area median income as defined by HUD for the Middlesex County Metro Fair Market Rent Area, or (ii) the area median income as defined by HUD for the Eastern Worcester County Metro Fair Market Rent Area. “? Why the lesser? Why are both mentioned?

Victor and Paul questioned the By-Law parking changes which call for fewer parking spaces per unit and for other purposes at Vicksburg than the current By-Laws call for. Victor noted that the DEC has never approved a parking reduction from the current By-Law parking requirements.

Victor mentioned that he thinks the Trinity documents should call for a firm number of Elderly units at Vicksburg, not use the softer “made available for” wording. He wondered why the documents call for 63 (65?) elderly units whereas the prior Trinity number has always been approximately 90 elderly units. Paul stated that he would like to ask Trinity why there are no plans to mix the elderly units amongst the buildings. Currently, Trinity plans to put all elderly units in the same building. He also thinks Trinity's documents need a firmer indication of how many elderly units there will be and that that number be maintained ongoing and not just at project's initial occupancy.

Victor noted that Item #4 in the MOA (“Subordination; Phasing”) makes the DRA of any phase subordinate to any Regulatory Agreement that Trinity makes with lenders, agencies, or other parties, thereby making any part of a DRA void if over-ridden by a Regulatory Agreement which Trinity may enter into. All members wondered why this item (Item #4) is needed in the MOA. Victor also noted that MOA Item #5 (“Enforcement”) calls for the DEC (Devens Enterprise Commission) to be the enforcer of all DRA's at Vicksburg yet the DEC will cease

to exist at the time the three towns make final disposition of Devens which could occur at any time.

Lastly, Paul noted that the three Leominster projects which he studied during the summer for the DEAT Vicksburg report varied widely in the amenities they provided for children with one providing many amenities including a swimming pool. Trinity's position has been that it plans no child amenities at Vicksburg. Paul would like to ask Trinity if that is still their plan.

Victor wrapped the meeting up by reminding everyone to be present at Tuesday's Board of Selectmen meeting for Trinity's presentation and to ask questions of them. We adjourned at 9:10am.