



Town of Wayland Massachusetts

Members: Christine DiBona
Anthony Boschetto
Jerome Heller
Daniel Hill
Robert Morrison
Rebecca Stanizzi
William Steinberg
William Sterling
Michael Wegerbauer

River's Edge Advisory Committee ("REAC") Meeting Minutes for Meeting of Thursday, 19 February 2015

Attending: Jerry Heller (chair, JH), Rebecca Stanizzi (RS), Bill Steinberg, Bill Sterling, Mike Wegerbauer (partial), Rob Morrison

The meeting was called to order at 7:05 PM in the Planning Office of the Wayland Town Building.

No public comment.

Meeting Minutes of January 8, 2014 were reviewed, amended and voted approved unanimously as amended.

Meeting Minutes of January 29, 2014 were reviewed, amended and voted approved unanimously as amended.

Brief discussion on a recent DEP meeting topic:

- A portion of the River's Edge land was site assigned as landfill but it was not recorded, and it was never used as landfill. The section of land in question was part of the septic facility.
- Overlay for existing use does not lift site assigned use. How to lift site assigned use?
- RS to verify property ownership.
- Ask Anderson & Kreiger (A&K) to lay out the issues and discuss options for approach
 - i.e., file with DEP, Presumptive Approval, A&K to draft letter to Town Administrator

Lease versus Sell issue:

- Put this on the agenda for next meeting
- Circulate memo from A&K
- REAC consensus is to make a recommendation on this issue to the Board of Selectmen

RFP publishing and logistics discussion:

- Need to think about logistics for question and answer sessions and setting up the calendar for these sessions
- Decisions on publishing the RFP:
 1. Print a limited number of entire RFP paper copies that will be in the "RFP war room" along with all Exhibits.
 2. Entire RFP should be available on line.
 3. JH will ask A&K for their recommendation on the best way to publish the documents and to put them on-line.
 - Where is the web site, who loads documents, who manages it, etc.?
 - Two possibilities are: Projectdog & Firmex

Review of RFP (A&K draft dated 3 February 2015), [Appendix I: Evaluation Criteria](#)

- REAC reviewed and revised this Evaluation Criteria document. Our revisions are incorporated in the attached redlined RFP document.

- The REAC consensus is that it will not assign a weight to any criterion unless it becomes necessary for a tie breaker.

Review of River's Edge Design Guidelines (version 10, dated 25 February 2014)

- REAC reviewed and revised this version of the Design Guidelines document. Our revisions are incorporated in the attached redlined document.
- RS to research the percentage of site that must be reserved for open space. (Section 12.b.)

Next Meeting:

- Scheduled for 5 March 2015 at 7 PM
- Agenda items:
 - RFP- "Final review before it goes to Board of Selectmen"
 - Land Lease v. Sell issue

Meeting was adjourned at 9:37 PM. Motion to adjourn by JH, seconded by RS.

Respectfully submitted by R. Morrison

Attachments:

- 1.) Redlined RFP (from A&K, draft dated 3 February 2015), Appendix I: Evaluation Criteria
- 2.) Updated/Redlined River's Edge Design Guidelines (updated redline of version 10, dated 25 February 2014)

Handouts:

- 1.) Agenda of this meeting

WORKING DRAFT - COMMENTS WELCOME

Please submit comments to waylandedc@comcast.net
or to Sarkis Sarkisian, Town Planner ssarkisian@wayland.ma.us

v11 2/20/15
~~Updated for 2014~~

**RIVER'S EDGE
DESIGN GUIDELINES**

PURPOSE:

These guidelines supplement the RFP for proposed multi-family housing at the River's Edge Wayland. Please refer to the River's Edge Housing Overlay District (REHOD) zoning for the site, as well as building and zoning regulations for local requirements for design and construction of new buildings in Wayland. The Design Guidelines Plan (the "Guidelines Plan"), attached as Appendix A, is hereby included as a visual guide for the River's Edge Housing Overlay District zoning and many of the River's Edge Design Guidelines below.

The intent of these guidelines is to direct new multi-family housing construction at the River's Edge site such that:

1. The designer must consider forms, shapes, textures, and functions that are compatible with the general character and design styles of the Town and with the natural surroundings of the site.
2. The primary architectural styles that exist in Wayland Center include original farm structures, New England Greek Revival, Colonial Revival, neo-Colonial, Cape Cod Cottage, and Bungalow. River's Edge Wayland should not aim to directly copy historical styles of Wayland Center's existing residential single-family housing, but it is preferable to be identified as "traditional" or "classical" in character to be congruent with both Wayland and the site's natural riverfront environs.

Arts and crafts, shingle style or Adirondack/Berkshire design and/or detailing are suggested to link the natural environs and traditional character. Modern design and style elements may be proposed with quality design and details, particularly those which may meet Green Building criteria, however fully modern design is not encouraged, as it is inconsistent with the overall character of Wayland. Standard "suburban garden apartment" cookie-cutter design is discouraged.

3. The primary goal of any design is that the buildings' functionality and form are suited to the natural environs of the River's Edge site and that the architecture is welcoming and inviting. The project should have a sense of destination, and sense of place, in and among the buildings. Buildings are encouraged to be of different but complementary designs and/or colors to provide visual interest for the project as a whole.
4. The materials, products, and finishes should be of lasting quality. They should be chosen for contextual suitability, quality and durability.

Note the attached design (Appendix B) is just one sample design that meets the River's Edge Design Guidelines in terms of scale and articulation that a proponent might propose for the site, but is not meant to be an absolute layout or design requirement.

1. GENERAL REQUIREMENTS:

- a. Proposed buildings shall be no higher than three occupied residential floors and 45 feet in height, measured from average exterior grade to the highest roof point, with three exceptions as shown on the Guidelines Plan, specifically:
 - i. maximum 35 feet in height within 100 feet of the Route 20 roadway (with the preferred intent that any building façade facing Route 20 shall "step down", so that even if a first building facing Route 20 starts beyond 100 feet of the Route 20 roadway, that the maximum height for the first 25 foot depth of the building will be 35 feet), and
 - ii. maximum four occupied residential floors and 58 feet in height in the northwest quadrant of the site (see REHOD zoning map)
 - iii. for those areas along the north of the site abutting wetland areas where subsurface parking is recommended but where grading of excess soils may be difficult, the average grade for buildings adjacent to the wetlands may be defined as grading along the front (south) and sides (east/west) of the building only (*i.e. excluding the north side, so that the parking level may be partially visible from the back but not from other facades. See Parking Section 9a for more detail.*)
- b. Rooflines shall be in proportion and consistent with the architectural style of the project. Rooflines shall vary in height and detail with the use of dormers, shed dormers, step downs and other articulation as may be appropriate to provide visual interest for the project.
- c. Common, central green spaces shall be provided, including walking paths and seating areas. Resident gathering areas such as grill areas, outdoor fireplaces and patios are strongly encouraged.
- d. Massing, detailing, materials and colors shall be considered for visual appeal for drivers and by those enjoying the natural beauty of the Sudbury River, as well as serve as a suitable attractive statement for entrance to the Town of Wayland from the west.

2. FACADES

- a. All elevations should be detailed and treated as important, including the side and rear elevations of all buildings.

- b. Any façade length should not exceed 40'-50' without articulation or change of plane of a minimum of 8".
- c. All elevations should be fenestrated. Bay windows or similar protruding window elements are encouraged to help break up the massing of facades and increase visual interest inside and out.
- d. Architectural details to reduce the scale and improve visual interest should be incorporated into the design to add interest to the design and coherence within the streetscape. These details include, but are not limited to:
 - i. Rake boards
 - ii. Cornice lines
 - iii. Corner boards
 - iv. Columns or turned posts, of appropriate proportions and detailing
 - v. Pilasters
 - vi. Pediments or other decorative entranceways.

Details should be used as appropriate to the building construction type.

- a. If siding is used, it should be wood, ~~or~~ fiber cement, polyash or similar siding. Aluminum, E.I.F.S. and vinyl siding are prohibited. Long expanses of clapboard are recommended to be broken up with arts and crafts / shingle style detailing
- b. Siding should begin not more than 24" from ground/landscaping to avoid any large exposed areas of cast concrete foundations.
- c. If brick is used, it should be no larger than a small standard modular unit size (e.g. 3-5/8' x 2-1/4" x 8" or similar). Stone veneer or brick is encouraged at lower elevations.
- d. Variation of detailing is encouraged for first floors, versus second/third floors, versus fourth floors to help break down the scale of the façade walls. Such detailing shall be created within a recognizable hierarchy of the overall design, not simply variation for variation's sake.

3. MATERIALS

- a. Brick, wood siding, fiber cement, polyash or similar siding, wood shingle, stone, cultured stone or other natural materials are acceptable on the front, rear, and side elevations. Vinyl, E.I.F.S. and aluminum siding are prohibited.
- b. Roofs:
 - i. Shingles shall be dimensional, architectural grade fiberglass shingles.
 - ii. Shingles must have a minimum thirty (30) year warranty; forty (40) year warranty is preferred.

- iii. Flat roofs shall be minimized but otherwise may be EPDM, TPO or tar and gravel.

4. COLORS

- a. Colors ~~shall are preferred to~~ be chosen in a natural earthtone palette to complement the woodland, river and wetland surroundings, avoiding bright non-natural colors and pastels.

5. ENTRANCES / CONNECTIONS / PRIVATE OUTDOOR SPACE

- a. Front porches and/or covered entrances protruding from the front façade plane are preferred on all buildings to help break down the scale of the buildings.
- b. Age-restricted buildings are encouraged to feature covered drop-off entrances or structural awnings for weather-protected resident access, and covered walkways if possible between buildings to encourage pedestrian access between buildings.
- c. Private outdoor patio/balcony/Juliette balcony space shall be provided for not less than 50% of the apartments.
- d. Juliette balconies are preferred for a cleaner look to the façade, but are not required per se. To the extent full balconies are included at the election of the developer, open air rather than recessed balconies are preferred for the majority of balconies. Full balconies shall be well integrated into the design form, avoiding the appearance of “tack on” structures. Balcony rails ~~should are preferred to~~ be earthtone or black in color to minimize visual impact.

6. WINDOWS

- a. Windows and doors should reflect the style of the building itself in scale, proportion and style. Windows are encouraged to be earthtone in trim color (green, brown, tan) to match the natural setting and earthtone façade colors, in lieu of stark white or light ivory.
- b. All window casings should be built out to give dimensionality to the façade and not be flush with the plane of the façade.
- c. Windows should contain muntins in a general proportion that is appropriate to give texture to the buildings, and should be simulated divided light.
- e. Wood windows, with the exterior clad in either aluminum or vinyl, or aluminum windows, are preferred. Fiberglass windows are allowed; vinyl windows are not allowed unless they are highly energy efficient and with similar detail and profile to other windows described herein.

7. DOORS

- a. Main entrances must feature swing doors, not sliding glass doors or otherwise commercial or hospitality storefront entries with glass extending to the ground.
- b. Emergency egress doors shall be detailed on the exterior to meet the overall design detailing.
- c. Flush doors are not preferred and should only be used as secondary or egress only doors.

8. ROOFS

- a. Interest should be added to the roofs and rooflines with height and plane changes, and possibly dormers or other articulation.
- b. Roofs should be consistent with the architectural design of the project. Peaked roofs are recommended, and shall be peaked with a minimum pitch of 6:12 and maximum pitch of 12:12, and overall height and massing consistent with the facades heights and lengths of its building, but in no case higher than 15' from bottom to top of roof. If peaked roofs are utilized, any flat roof areas shall be allowed as needed for mechanical equipment, as long as such areas are minimized, not visually prominent and/or which may be hidden behind adjacent rooflines.
- c. Rooflines are encouraged to vary at a minimum, and if possible within the overall design, are encouraged to incorporate part or all of the uppermost floor behind the roof, such as with dormers, gables or even mansard roof, to help minimize the lower façade heights of the buildings.
- d. There should be a cornice line and it should be of a wide proportion and built out to give dimension to the transition from the roof to the façade.
- e. Shingles must conform to the NSRA Committee approved color list which are subdued tones in the weathered gray, weathered brown, gray-brown, and moss green ranges.
- f. Visible roof elements and other roof elements and penetrations should be finished to match adjacent roof color.
- g. Rooftop mechanical equipment shall be placed to minimize their visibility to the maximum extent possible, especially from prominent views (southwest, south and southeast).
- h. South-facing roofs are encouraged to be solar panel ready.

9. PARKING

- a. A minimum of 40 parking spaces shall be provided internal to the residential buildings. As described above in Section 1.a.ii, internal parking is encouraged at the north side of the site, and in particular any north single-level parking exterior wall may be partially exposed (up to 6'), in order to accommodate grading adjacent to wetlands and also to allow natural ventilation of the parking level. Landscaping shall be located

along the wall to soften the appearance of any exposed area of the wall, and ventilation openings shall be detailed to minimize their appearance.

- b. The remaining parking spaces may be surface spaces. Surface parking spaces shall be shielded from view from adjacent roadways using soft and hard (low stone wall) landscaping.
- c. Ramps or entrances to internal parking shall not be visible from adjacent roadways.
- d. Expanses of parking are to be broken by landscaping islands, at least 1 per 10 spaces or per 85 lineal feet of parking.
- e. No independent enclosed garage/parking structures are allowed. Non-enclosed covered parking (with solar panels encouraged), complementary to the overall design intent, and not visible from Route 20, may be allowed.

10. UTILITIES / SUPPORTING INFRASTRUCTURE

- a. All utilities distribution on site shall be installed underground.
- b. Headhouses, pull stations or other ancillary structures for utilities shall be located for minimal visual effect, partially or fully recessed if possible, and otherwise masked with landscaping as may be possible.
- c. All service entrances, dumpsters and loading facilities (if any) should be located at the rear of buildings and/or at facades not readily visible from roadways to the east and south. Such uses should be screened from view with solid fencing, wall and/or landscaping from public streets and parking areas.
- d. Equipment (such as air conditioning units or exhaust fans) should be located on rooftops as much as possible, to avoid visual or aural disruption at and around the buildings.

11. TOPOGRAPHY

- a. All excess soils currently stockpiled on site will be screened and reused on site. Excess soils in particular will be utilized to minimize the appearance of any underground parking.
- b. The height of "~~Sand Hill~~", the prominent southwest corner of the site, will be maintained to retain the topographic variety on site. Internal parking is preferred to be located at those areas which can utilize the change in grade to help mask the ground-level or subsurface parking level.
- c. Retaining walls shall be minimized when working with the topography of the site. Any retaining walls shall be stone or stone façade. Split-face or other block assembly wall construction is discouraged.

12. LANDSCAPING AND EXTERIOR ELEMENTS

- a. The project and quality of landscape along Route 20 should recognize the prominence of this site as the “front door” to Wayland while traveling west to east along Route 20.
- b. A minimum of % of site must be reserved for open space.
- c. Walking paths are encouraged within and around the perimeter of the site. Paths shall integrate pedestrian access to the Landfill Access Road (and potential future connection to River Road via the DPW access road) and anticipate connection to the upcoming bike path across Route 20 from the site.
- d. Raised, lined pPlanting beds for tenant use are encouraged, where and if possible.
- e. Recreation, play areas, outdoor activity and seating areas are encouraged, where possible.
- f. Landscaping-Trees and shrubs shall be planted to soften views of building foundations. Expanses of longer façade walls should also be softened through the use of landscaping.
- g. Landscaping shall be planted to buffer but not block views of the proposed development from the street. Buffer landscaping shall be a mix of native and non-native Evergreen trees and deciduous trees to provide a variety of seasonal tree cover, as well as understory shrubs and perennial plantings to complement tree species. For all plantings, species indigenous to surrounding areas are encouraged.
- h. Trees
 - i. If a shade tree (such as hardwood maple, oak, elm, ~~ash~~ or similar) is used, it should have a minimum trunk size of three (3) inches in diameter upon installation, as measured six (6) inches above the established ground level. Evergreens should be 8-10' minimum, with larger sizes included so heights will vary and appear more natural.
 - ii. ~~QAn~~ ornamental trees (such as pear, cherry, plum, dogwood, crab apple, lilac or similar) may also be used to complement the larger substituted for a shade tree varieties.
 - iii. Particularly along the Landfill Access Road, a row of large-~~height-~~ species trees (similar in species or eventual height/~~mix~~ as those currently located on the opposite side of the roadway along the river boundary) shall be planted to create a future attractive tree-canopy-lined roadway.
 - iv. Existing trees which are in good condition at the southwest corner of the site shall be preserved as possible to maintain mature tree growth.
- c. Acceptable fence/wall styles:

- i. Decorative low-profile (4' or less) stone walls are encouraged as a New England design element to complement and be inherent to the landscape treatment.
 - ii. Dumpster or other ancillary use enclosures shall be natural wood or stained wood solid ~~picket~~ fence and shall be of sufficient height to mask such uses.
 - iii. Natural wood basket weave fences, vinyl fencing (especially white), concrete block walls, chain link fences, ~~split rail fences~~, and snow fencing are ~~discouraged~~not acceptable.
- d. Railings:
- i. All railings must be of cedar, redwood or cypress, or black or natural-tone wrought iron, or vinyl in dark/natural wood tones. Pressure-treated and/or painted wood is not permitted.
 - ii. All posts must be finished with a cap detail.

13. SIGNAGE

- a. Project signage at the Route 20 entrance shall be integrated with surrounding landscape and shall be no taller than 15' in height and 40 square feet in area. A second sign shall be allowed at the landfill access road entrance, no taller than 10' in height and 30 square feet in area.
- b. Signage shall be of natural material (or natural material appearance) and shall be externally, indirectly illuminated; lighting fixtures to illuminate such signage shall be masked so that the lamp is not visible.
- c. Temporary signage after construction is not allowed. Leasing availability signage is only allowed when limited in nature and designed as a natural appendage to the main Route 20 entrance signage (e.g. a hanging shingle of consistent design and quality below the main entrance sign).

14. LIGHTING

The project design is encouraged to be to be Dark Sky compliant, to reduce light pollution to the natural environment surrounding the property. If this is not feasible due to security or safety concerns, please note where applicable. Specific requirements are as follows:

- a. Lighting should serve only to illuminate entries and signage, adjacent pedestrian and parking areas or to highlight significant architectural elements such as a main entry. Continuous illumination of a building façade in its entirety, whether with cove lighting or up-lighting is discouraged.
- b. All parking lot fixtures should be down light and full cut-off such that the fixture head is opaque at a minimum to the bottom of the bulb to minimize light pollution both to residents on site and to the surrounding area.

- c. Free-standing fixtures should be coordinated in appearance with building-mounted fixtures.
- d. Security lighting should be concealed from view to the extent possible.
- e. Site lighting is to be held to no more than one footcandle unless otherwise recommended.

15. GREEN COMMUNITY

- a. Wayland has voted itself a green community and has adopted the “stretch code”, an appendix to the MA Building Code. All designs must comply with stretch code requirements for energy- and resource-efficient materials, insulation, lighting, mechanical and building systems.
- b. Beyond the stretch code, proponents are encouraged to incorporate green design principles and materials in building design, for example
 - i. Design the building systems to minimize the consumption of energy.
 - 1. Solar panels and/or the use of solar energy from future nearby panels is encouraged.
 - 2. Geothermal heating and air conditioning is encouraged to be considered as a long-term cost-saving and energy-efficient HVAC system.
 - ii. Design the buildings and specify system components to minimize the consumption of water.
 - 1. Energy efficient and water-efficient appliances and plumbing fixtures shall be utilized
 - 2. Roof run-off shall be harvested in rainwater cistern(s) for re-use for irrigation.
- c. The following are sustainable design suggestions for landscape design, with particular sensitivity to the site’s adjacency to the Sudbury River.
 - i. Choose low-maintenance plants that:
 - 1. Once established, do not require regular watering
 - 2. Are pest and disease resistant, thus requiring no or only minimal pesticides (where any and all must be in compliance with Conservation Commission requirements within wetlands and riverfront zones).
 - 3. Are correctly matched to their lighting and micro-climate requirements
 - 4. Minimize turn grass lawns and use species which require less water and pesticides/fertilizer

- ii. Use organic fertilizers on an ongoing basis
- iii. Minimize water use beyond normal rainfall. ~~Irrigation should be planned for a permanent condition; the first year following substantial completion, plantings should be irrigated as needed only to allow the plantings to become established, after such time, sprinklers should be run manually if at all to maintain lawns only. When irrigation is used, use drip lines rather than sprinklers, which accurately target water at the root zones and at the proper amount.~~
- iv. Materials and techniques to reduce storm water runoff thus allowing rain water to percolate into the ground are encouraged. Examples include permeable paving, bio-swales and rain gardens.

16. UNIT TYPES

- a. Not less than 25% of the units shall be 55+ age-restricted, per the REHOD .
- b. Per the REHOD zoning, 25% of all units shall be affordable for those meeting 80% AMI criteria. These affordable units shall be distributed proportionally between the age-restricted and non-age-restricted units.
- c. The residential unit mix on site should be substantially similar to the following unit mix:

<u>55+ Age Restricted</u>		<u>Non-Age Restricted</u>	
5%	Studios (avg 600 sf)	0%	Studios
50%	1 BR (avg 700-750 sf) & 1BR+Den (avg 850sf)	40%	1 BR (avg 700-750 sf) & 1BR + Den (avg 900 sf)
45%	2BR (avg 900-1000 sf)	55%	2 BR (avg 1000 sf)
		5%	2BR+ Den (avg 1250 sf)

Alternatively, the project may have a higher percentage of one bedroom units in either or both categories. Unit sizes are suggested and may range across different unit layouts.

- d. Affordable units shall be a representation of the range of market-rate unit sizes, types and locations so that the affordable units are distributed among (and indistinguishable from) market-rate units.
- e. Amenities are encouraged to be shared between age-restricted and non-age-restricted buildings as possible.
- f. Per the zoning overlay, up to 25% of the age-restricted units may be assisted living units, as long as such assisted living units qualify as rental affordable (either affordable or market-rate) units per DHCD guidelines. Otherwise, all age-restricted units shall be independent senior housing units.

17. COMMON INTERIOR SPACES:

The project will provide at a minimum typical common areas including health/fitness facilities and meeting room(s). Common interior areas are encouraged to be located within the footprint of one or more of the residential buildings, adjacent or near to entrances and/or lobbies -- as opposed to in a separate structure or in back-of-house locations -- to encourage their everyday use and utility for as many residents as possible.

Developers are encouraged to provide creative amenity and common area spaces, to support the wide range of interests that residents may have and to engender community among residents. Specialized uses such as movie theater, shared office/incubator/conference space, kitchen/cooking/ dining space, or even a screen porch with TV's for summer Red Sox games are examples of creative amenities. Developers shall describe all amenity and common areas to be provided for residents. Other suggestions for site-specific creative amenities could include:

- a. **Panorama Common Room.** A resident common room of approximately 1500 sf is suggested to be provided on the top floor of the upper most building at the southwest corner of the site, with panoramic views to the east and possibly south.

Access shall be readily accessible from the main floor entrance and elevator of the building, or an otherwise readily accessible secondary door, such that the room can be used by residents on a common-area basis, as well as non-residents on an event-by-event basis to help introduce and integrate the project into the community. The Town of Wayland would be allowed the use of the room for two events per year at no cost to the Town (aside from any food service or special services), with the intent of helping introduce groups of Wayland residents to the project.

- b. **Diner or Café.** A diner or café open to both residents and the public, is strongly encouraged, to weave the project into the fabric of the overall Wayland community and to provide walkable amenity to residents on site.

The diner would offer at a minimum breakfast and lunch service, and ideally dinner service on weekends if possible. The diner or café would be readily accessible and visible from the Transfer Station Access Road and Route 20 entrance, perhaps at the southeast corner of the site. Ideally the diner or café will be accessible from inside the building or immediately adjacent to a lobby, so that residents do not have to exit the building to enter the diner/café. Outdoor seating is encouraged. Parking may be shared with the guest parking on site.

- c. **Pub or Pub Service.** The community benefits of a friendly neighborhood pub are many, and a pub social setting is encouraged. For example, in a prominently located common room, the design of a u-shaped or curved bar with 12-16 stools is encouraged, such that a caterer or other food service professional could "hold bar" once or twice per week for residents.

Depending upon the discretion of residents and management, a pub space could be proposed as part of the diner/café which may be open to the public.

18. OPERATIONAL/COMMUNITY DESIGN TOPICSELEMENTS

- a. Proponents are encouraged to integrate ZipCars or other shared vehicle usage into the parking plan. This is to encourage sustainability as well as provide options for seniors and others to reduce their automobile ownership/operating costs.
- b. A goal of the project is to ~~The project will~~ be linked with MWRTA and other regional transit where possible. Proponent will coordinate with the Town of Wayland and MWRTA as needed.
- c. [Optional – please include discussion if concept is appropriate for the Proponent’s Project] Proponents are encouraged to operate a shuttle bus between the site and Town Center to facilitate pedestrian access to this walkable community nearby, and to reduce traffic trips on Route 20. Note the shuttle bus could possibly be coordinated with the The Coolidge at Sudbury senior housing project at Landham Road.
- d. Proponents are encouraged to provide reasonable storage on site, potentially even on each residential floor for residents to readily store excess personal possessions, given the efficient suggested size of the apartments.
- d.e. [Optional – please include discussion if concept is appropriate for the Proponent’s Project] Proponents are encouraged to consider, as may be allowed by law, and as may be practicable and perceived as a benefit by future residents, not preclude to allow limited sub-leasing by tenants, specifically for residents’ leasing of their furnished spaces while they are out of town, via an acceptable, reputable clearing house such as Airbnb (www.airbnb.com), VRBO (www.vrbo.com) or HomeAway (www.homeaway.com). By allowing seniors and others the ability ~~for seniors~~ to create value from their apartment while they are not using it (within for a limited duration each year reasonable limits), benefits are three-fold: first, it provides useful income for seniors or residents who may be on limited incomes; second, it provides cost-effective housing options for visiting relatives and guests of Wayland families and residents, which is highly convenient and also has the merit of financially helping out ~~their~~ fellow Waylanders; and third, it provides an opportunity for Wayland residents to actively “try it-out” River’s Edge and contemplate the project as a future potential housing option.
- e.f. [Optional – please include discussion if concept is appropriate for the Proponent’s Project] Proponents are encouraged to consider allowing, and even possibly facilitating, shared leases for residents who split time between Wayland and say for example Florida or ~~the~~ Cape Cod. This can could significantly reduce housing costs for residents who want to, but might not otherwise be able to afford to, maintain a part-time presence in Wayland.

f. ~~As a result of items d and e above, Proponents are encouraged to provide storage on site, potentially even on each residential floor for residents to readily store their personal possessions in these cases. Even without items d and e above, limited readily available storage on each floor may be useful to residents given the efficient sizes of the apartments in general.~~

~~**Wayland residents are welcome and encouraged to offer comments and suggestions. Please forward your input to:**~~

~~EDC waylandedc@comcast.net~~

~~Or to~~

~~Sarkis Sarkisian ssarkisian@wayland.ma.us~~

~~Town Planner~~

DRAFT 12/23/15 & 2/19/15 REAC Mtg

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TOWN OF WAYLAND

REQUEST FOR PROPOSALS (RFP)

RFP # 15-24 - RIVER'S EDGE PROPERTY

**Disposition of Town-Owned Real Property
For Rental, Affordable and Senior Housing Purposes**

RFP Issued: _____, 2015

Responses Due: _____, 2015

**By: Wayland Board of Selectmen
In Consultation with Wayland
River's Edge Advisory Committee**

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EXHIBITS

For ease of reference, the Exhibits to the RFP are organized into the following categories:

<u>Category</u>	<u>Description</u>	
<u>1</u>	<u>Required RFP Forms</u>	
<u>2</u>	<u>Required Transactional Documents</u>	
<u>3</u>	<u>Town Meeting Votes for REHOD and Property Disposition</u>	
<u>4</u>	<u>Property and Title Information</u>	
<u>5</u>	<u>Design Guidelines</u>	
<u>6</u>	<u>Environmental</u>	
<u>7</u>	<u>Wetlands</u>	
<u>8</u>	<u>Utilities</u>	
<u>9</u>	<u>Affordable Housing</u>	
<u>10</u>	<u>Permitting (Traffic etc.)</u>	

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**TOWN OF WAYLAND
REQUEST FOR PROPOSALS (RFP)
RFP # 15-24 - RIVER'S EDGE PROPERTY**

**Disposition of Town-Owned Real Property
For Rental, Affordable and Senior Housing Purposes**

A. Introduction

1. Request for Proposals

The Town of Wayland (the “Town”) is seeking proposals for the disposition of approximately [REDACTED] ± acres of Town-owned real property located at 484-490 Boston Post Road, Wayland, Massachusetts for the construction of between 150 and 190 new rental housing units, including 25% affordable housing units and a minimum of 25% age-restricted (senior) housing units, and associated improvements on the property. The Town is a Massachusetts municipal corporation acting by and through its Board of Selectmen. By two-thirds vote under Article 15 (Exhibit 3.1)¹ and Article 16 (Exhibit 3.2)² at the 2014 Annual Town Meeting, the Town voted to adopt new zoning to streamline permitting of the new use and to authorize the transfer to and disposition of the property by the Board of Selectmen to the Successful RFP Respondent.

The goals of this RFP are to implement the votes of Town Meeting; realize significant financial benefits to the Town from the disposition and redevelopment of the Property and facilitate rental, affordable housing and senior housing opportunities in the Town through the construction of a first class rental housing development the design of which is well integrated into and compatible with the Town’s design goals.

The RFP specifies the process for disposition and the restrictions imposed on the subsequent use of the Property for rental, affordable and senior housing purposes. The purpose of this RFP is to enable the Town to select a qualified, experienced developer that will acquire, demolish, remediate, redevelop, restrict, market and manage the Property in accordance with this RFP and its Exhibits.

The RFP is posted on line at [REDACTED]. Copies of the RFP may be obtained from the Wayland Planning Department, Monday through Thursday, during the hours of 8:30 AM and 3:30 PM, in person or by calling the Planning Department at (508) 358-3778.

¹ Article 15 adopted at the 2014 Wayland Annual Town Meeting is entitled “Amend Zoning Bylaw Chapter 198: Rivers Edge Housing Overlay Zoning District.”

² Article 16 adopted at the 2014 Wayland Annual Town Meeting is entitled “Transfer and Dispose of Septage Facility Land and Adjacent Town-Owned Land on Boston Post Road.”

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2. RFP Schedule

As described in more detail below, the anticipated **RFP Schedule** is as follows; however, the Town may in its discretion alter any of the dates in this anticipated RFP Schedule to promote the goals and purposes of this RFP:³

Day	Date	Time	Milestone
<u>0</u>	February <u>March 4</u> , 2015		Central Register Notice of RFP Availability
<u>19</u>	February <u>March 23</u> , 2015	4:00 PM	Register for Site Tour and Briefing
<u>20</u>	March <u>March 24</u> , 2015	10:00AM	Site Tour and Briefing Held
<u>23</u>	March <u>March 27</u> , 2015	4:00 PM	Deadline for Written Questions
<u>33</u>	April <u>6</u> , 2015		Town's Issuance of Addenda (if any) and Town Responses to Questions
<u>61</u>	May 4 <u>April</u> <u>1</u> , 2015	4:00 PM	Deadline to Submit RFP Responses
<u>61</u>	April <u>May 4</u> , 2015	4:00 PM	Opening of Non-Price Proposals
<u>72</u>	Thru May <u>May 15</u> , 2015		Committee Evaluation of Non-Price Proposals
<u>72</u>	May <u>May 15</u> , 2015	4:00 PM	Opening of Price Proposals
<u>75</u>	Thru May <u>May 18</u> , 2015		Committee Evaluation of Price Proposals
<u>83</u>	June <u>May 26</u> , 2015	7:00 PM	Selectmen's Review of RFP Responses and Committee's Evaluation and Recommendations
<u>84</u>	June <u>May 27</u> , 2015		Notice of Award
<u>114</u>	July <u>June 26</u> , 2015		Land Disposition Agreement Executed
<u>174</u>	August 25 <u>September</u> <u>1</u> , 2015		Due Diligence Period Ends
<u>300</u>	December 30, 2015 <u>March 2016</u>		Permitting and Financing Completed
<u>300</u>	December 30, 2015 <u>April</u> <u>1</u> , 2016	10:00 AM	Closing

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3. Site Tour and Briefing

³ As set forth in Section C below, interviews may be conducted by the Town's River's Edge Advisory Committee ("Committee") at its option, by the Town's Board of Selectmen ("Board" or "Selectmen") at its option, or not at all. If interviews are conducted, the Schedule will be adjusted accordingly.

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Interested RFP Respondents are strongly encouraged to have a representative attend an information session at Wayland Town Building, 41 Cochituate Road, Wayland, MA 01778, followed by an on-site tour at the Property. The information session will be on [REDACTED], 2015 beginning at 10:00AM in Room [REDACTED], of Wayland Town Building. Advance registration to attend the information session is encouraged by no later than 4:00 PM on [REDACTED], 2015. To register, please email the Elizabeth Doucette, Financial Analyst at edoucette@wayland.ma.us. Participants in the on-site visit will be required to sign a release in the form attached as Exhibit 2.6.

4. Written Questions Concerning RFP

All inquiries and requests for interpretation concerning this RFP must be submitted in writing or by email (phone calls will not be permitted) to be received by the Town no later than 4:00 PM on [REDACTED], 2015, to the following person and address/email address and with a subject line of "RFP # 15-24 - River's Edge Property - RFP Questions":

Elizabeth Doucette
Financial Analyst
Town Building
41 Cochituate Road
Wayland, MA 01778
edoucette@wayland.ma.us

5. Addenda to RFP

If the Town determines to respond to any questions submitted pursuant to Section A.4 or to amend the RFP in response thereto, the Town will do so in the form of an Addendum to the RFP issued no later than [REDACTED], 2015. Addenda will be sent by e-mail to all persons on record as having received the RFP and provided an email address. A prospective RFP Respondent may request to be included on the email distribution list for any Addenda by emailing Elizabeth Doucette, Financial Analyst at edoucette@wayland.ma.us using the subject line of "RFP # 15-24 - River's Edge Property - Addenda Request". Notwithstanding any such request to be included on the email distribution list, it is the RFP Respondent's responsibility to ensure that it has obtained all RFP Addenda issued prior to the submission deadline.

6. Due Diligence by RFP Respondents

The RFP anticipates that prospective RFP Respondents will perform all due diligence activities involving the review of publicly available information concerning the Property prior to submitting an RFP Response. In addition to the information referenced in and appended to this RFP, the Town has assembled a set of materials concerning the Property for inspection and copying by interested prospective RFP Respondents. These documents are posted on line at [REDACTED]. In addition, the Town will promptly respond to any

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public records requests by prospective RFP Respondents for additional public documents, subject to the requestor's commitment to pay the search and copying costs therefor in accordance with applicable public records regulations.

After receiving the Notice of Award and executing the Land Disposition Agreement (Exhibit 2.1), the Successful RFP Respondent may perform on-site environmental, engineering and similar on-site investigations and testing ("Due Diligence Investigations") during the due diligence period specified in the Land Disposition Agreement, subject to the Successful RFP Respondent's execution of a Right of Entry and License Agreement in the form attached as Exhibit 2.3. Based on the Due Diligence Investigations, the Successful RFP Respondent may terminate the Land Disposition Agreement in accordance with its terms, if and only if the Due Diligence Investigations reveal any new, different, significant and material conditions not disclosed in the Property Information made available by the Town for review by RFP Respondents prior to the deadline for submission of RFP Responses. See also Section B.16 below.

7. Submission Process and Submission Deadline

Sealed proposals will be received at the following address until 4:00 PM on , 2015:

Town of Wayland
c/o Elizabeth Doucette
Financial Analyst
Town Building
41 Cochituate Road
Wayland, MA 01778

Regardless of the cause of delay, RFP Responses submitted after the deadline for submission will not be accepted. It is the responsibility of each RFP Respondent to ensure the receipt of its RFP Response before the specified deadline.

The Town may in its discretion extend the deadline for submission by a written Addendum to the RFP issued before the deadline for submission.

Each RFP Respondent must submit one original and fifteen (15) hard copies of its Response and one electronic copy of the RFP Response in PDF Format in a sealed package, plainly marked on the outside "River's Edge RFP - Proposal for Disposition of Town Property." Within the sealed package, the original, fifteen (15) copies of, and the electronic copy of, the Price Summary Form (described below) must be contained in a separate sealed envelope plainly marked on the outside of the second envelope "River's Edge RFP - Price Summary Form."

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RFP Respondents may correct, modify or withdraw proposals, in writing only, prior to the RFP submission deadline. Corrections, modifications and withdrawals must be in a sealed envelope when submitted. The envelope must be plainly marked on the outside as appropriate: “[Correction/Modification/Withdrawal] to River’s Edge RFP - Proposal for Disposition of Town Property.” One original, fifteen (15) hard copies and one electronic copy of the correction must be provided. A correction, modification or withdrawal to the Price Summary Form must be further enclosed in a separate sealed envelope plainly marked on the outside of the second envelope as appropriate: “[Correction/Modification/Withdrawal] River’s Edge RFP - Price Summary Form.”

All proposals must remain in effect for a period of one hundred eighty (180) calendar days from the deadline for submission, or until the disposition has been effectuated, or this Request for Proposals is cancelled, whichever occurs first. RFP Respondents must meet all minimum evaluation criteria, must complete all required forms and must include all required documents.

8. Disclaimers and Caveats

Each prospective RFP Respondent should consult with qualified professionals, review all information, data and documents provided or referenced in this RFP and any other information, data and documents considered relevant by the RFP Respondent, and conduct its own due diligence investigations to determine for itself the condition and suitability of the Property for the Project.

The Town has attempted in this RFP to be accurate, but Town is not responsible for any errors herein.

All proposals and inter-agency or intra-agency communications made in connection with an evaluation process for reviewing proposals shall be subject to the Massachusetts public records law which, in M.G.L. c. 4, § 7(26)(h), exempts from the definition of public records “proposals and bids to enter into any contract or agreement until the time for the opening of bids in the case of proposals or bids to be opened publicly, and until the time for the receipt of bids or proposals has expired in all other cases; and inter-agency or intra-agency communications made in connection with an evaluation process for reviewing bids or proposals, prior to a decision to enter into negotiations with or to award a contract to, a particular person.”

The award of this contract is subject to M.G.L. c. 30B, § 16, and to Articles 15 and 16 adopted at the 2014 Wayland Annual Town Meeting (Exhibits 3.1 and 3.2).

The Town’s Disposition of the Property is subject to approval of the Town Board of Selectmen.

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B. The Property Subject to the RFP

1. Property Information

The Town has assembled the background information below concerning the Property from a variety of sources. The Town makes no representation or warranty, express or implied, as to the accuracy or completeness of the information provided or referenced in this RFP, in its Exhibits, in any Addenda hereto, on the Town's website,⁴ in marketing information concerning the Property and the Town, or in public records available from the Town (collectively the "Property Information"). The Town assumes no liability for any inaccuracy or incompleteness of the Property Information. Each RFP Respondent assumes all risk in connection with the use of the Property Information. By responding to the RFP, the RFP Respondent on behalf of itself and its parents, subsidiaries, affiliates, officers, directors, members, managers, predecessors, successors, contractors, subcontractors, assigns, agents, and representatives agrees to release the Town of Wayland and its boards, commissions, officials, employees, agents, and representatives from any liability whatsoever arising out of or in connection with the use of the Property Information by the RFP Respondent.

2. Property Description

The Property that is the subject of this RFP consists of [REDACTED] ± acres of land with the buildings and improvements thereon situated in Wayland, MA and shown as Lot [REDACTED] on an Approval Not Required Plan ("ANR Plan," Exhibit 4.1) dated [REDACTED], endorsed by the Wayland Planning Board on [REDACTED], and recorded in Middlesex South Registry of Deeds (the "Registry") as Plan No. [REDACTED] of [REDACTED] (the "Property"). The Property is located at 484-490 Boston Post Road, Wayland, MA; it comprises a portion of the land shown on Wayland Assessors Map/Parcels 22-3, 22-6 and 22-7 (Exhibit 4.2); and it consists together of the following:

- a. A [REDACTED] ± acre portion of the 7.63 ± acre parcel known as and numbered 490 Boston Post Road, Wayland, MA, which parcel was acquired by the Town by an Order of Taking dated January 11, 1971 and recorded with the

⁴ **The following information is on the web:** (a) the 2014 Annual Town Meeting Warrant is available at http://www.wayland.ma.us/Pages/WaylandMA_Selectmen/ATMWarrant2014.pdf; background information concerning Article 15 (Exhibit 3.1) and 16 (Exhibit 3.2) for the 2014 Annual Town Meeting is available at http://www.wayland.ma.us/Pages/WaylandMA_BComm/Econ/ATM2014; and other information concerning the Property, background information, and a prior (unsuccessful) 2013 Annual Town Meeting is available at http://www.wayland.ma.us/Pages/WaylandMA_BComm/Econ/RiversEdge.

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Registry in Book 11943, Page 420 and is shown on the plan recorded in the Registry as Plan Number 27 of 1971 (collectively Exhibit 4.3);

- b. The 4.5 ± acre parcel shown as Lot A on the plan recorded in the Registry as Plan Number 482 of 1978, which parcel was acquired by the Town by Order of Taking dated May 15, 1978 and recorded with the Registry in Book 13443, Page 177 (collectively Exhibit 4.4); and
- c. A [REDACTED] ± acre portion of the 1.0 ± acre parcel described in an Order of Taking dated November 15, 1965 and recorded with the Registry in Book 11003, Page 389 and shown on the plan recorded in the Registry as Plan Number 1582 of 1965 (collectively Exhibit 4.5), not including those portions of said parcel (i) comprising the private access way running from Boston Post Road (Route 20) to other property of the Town of Wayland shown as Assessors' Map/Parcels 22-5, 22-3, 17-8 and 22-4 (the "Access Road") or (ii) situated easterly of the Access Road.

The Property is the subject of a Surplus Declaration and Transfer of Custody pursuant to M.G.L. c. 40, § 15A, by the Wayland Department of Public Works dated [REDACTED] (Exhibit 4.6). The Property will be conveyed in its "as is" condition, with all faults, without any representation or warranties and subject to and with the benefit of any easements and restrictions of record.

3. **Access**

The Property has approximately [REDACTED] ± feet of frontage on Boston Post Road (Massachusetts Route 20). The Property will be conveyed with the benefit of a non-exclusive access easement from Boston Post Road over a portion of the Access Road (shown as the **Access Easement Area** on the ANR Plan) for all purposes for which public ways are used in the Town. ~~The Town anticipates that the~~ Access Easement Area ~~shall~~ will be the ~~primary sole and exclusive~~ means of access and egress between Boston Post Road and the Property. ~~Any No~~ other curb cuts ~~onto~~ Route 20 will ~~require express permission approvals from the Town and the Massachusetts Department of Transportation and any other permits required by law~~ be allowed. The Successful RFP Respondent shall be responsible for designing, permitting, constructing and maintaining all necessary improvements to the Access Road, the Access Easement Area, and the intersection of the Access Road with Route 20 to accommodate the rental housing development that is the subject of this RFP. The Town reserves the right, but is under no obligation, to lay out and accept as a public way all or any portion of the Access Road serving the Property.

4. **Existing Buildings and Improvements**

A portion of the Property was previously used as the Wayland/Sudbury Septage

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Facility which was decommissioned in or about 2009. There continue to exist various buildings, structures, improvements, foundations, pipes, tanks, fixtures and equipment on and under the Property associated with that use. In preparation for construction of the rental housing project under this RFP, the Successful RFP Respondent shall be responsible for the demolition, removal, recycling and/or proper disposal of all buildings, structures, improvements, foundations, pipes, tanks, fixtures, equipment and demolition debris situated on and under the Property, including without limitation the entirety of such Septage Facility (collectively the "Demolition Work"). Each RFP Respondent shall provide with its RFP Response a specific ~~engineering~~ estimate as to the cost of this Demolition Work as described more fully in Section E.3.

5. Zoning

Portions of the Property are **located in** two underlying Zoning Districts (Residence District and Refuse Disposal Districts) and three Zoning Overlay Districts (the Municipal Service District, the Wireless Communications District, and the River's Edge Housing Overlay District ("REHOD")) under the Town's Zoning Bylaw. The REHOD was adopted under Article 15 of the 2014 Annual Town Meeting (Exhibit 3.1).

The purpose of the REHOD is to "increase the supply of housing in the Town of Wayland that is available to and affordable by low-income and moderate-income households which might otherwise have difficulty in finding housing in Wayland, and to ensure that such housing is affordable over the long term and provided in accordance with the Wayland Master Plan and the Town's Affordable Housing Production Plan." See Exhibit 3.1, § 198-2501.1. Multi-Family Affordable and Market-Rate Housing Dwelling Units are permitted, as of right, in the REHOD, subject to site plan approval issued by the Planning Board pursuant to the Zoning Bylaw. See Exhibit 3.1, § 2504.1.1.

6. Local Permitting

The Successful RFP Respondent must, at its cost, obtain all federal, state and local governmental permits and approvals that may be required for the Project. By adopting the REHOD zoning described above and by taking other steps to date, the Town has attempted to streamline local permitting required for the Project. The following is a brief overview of where the Project stands relative to local permitting:

- **Town Meeting:** The Wayland Town Meeting has approved the REHOD zoning and the transfer and disposition of the Property. See Exhibits 3.1 and 3.2.
- **Planning Board.** Per the REHOD zoning (Exhibit 3.2), once selected, the Successful RFP Respondent must obtain Site Plan Approval only from the Planning Board. If the Successful RFP Respondent seeks to divide or subdivide the Property to effectuate its Project, additional Planning Board approval would

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be required in the form of a subdivision plan or an approval not required plan.

- **Zoning Board of Appeals:** As long as the Successful RFP Respondent designs the Project in compliance with the approved REHOD zoning, no discretionary special permits, variances or other zoning relief would be required from the Zoning Board of Appeals. Because the Project will be developed under the REHOD zoning with Local Action Units developed under the Department of Housing and Community Development's ("DHCD's") Local Initiative Program, there will be no comprehensive permit for the Project. See below.
- **Wayland Historic District Commission:** The Property is located outside Wayland's two local historic districts, the Wayland Center Historic District at the historic center of town and the Bow Road Historic District just north of the Town Center. Therefore, absent changed circumstances, the Project would not require an approval from the Wayland Historic District Commission.
- **Wayland Historical Commission:** The Property has been confirmed not to have historic significance, as set forth in the letter from the Wayland Historical Commission dated [REDACTED], included as Exhibit 10.1. Absent changed circumstances, the Project would not require further approval from the Wayland Historical Commission.
- **Wayland Conservation Commission:** The Town has undertaken considerable work to identify wetlands and riverfront delineations in advance. An Abbreviated Notice of Resource Area Delineation ("ANRAD") has been filed with the Wayland Conservation Commission (Exhibit 7.1) and an Order of Resource Area Delineation ("ORAD") is anticipated to be issued by the Conservation Commission for the Property in or about April 2015. See Wetlands discussion, below. Depending on the Successful RFP Respondent's design of the Project in relation to any wetland and riverfront resource areas delineated in the ORAD, the Project may require review and approval by the Conservation Commission.
- **Board of Health:** See the discussion below regarding sewer, site assignment and post-closure use issues.
- **Building Department:** The Successful RFP Respondent must comply with all applicable and customary building, electrical, plumbing and similar codes for completion of the Project.

For review of utilities and infrastructure work required beyond the Property, see Section B.8 (Utilities) and Section B.9 (Infrastructure) below.

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The foregoing is a general summary to orient RFP Respondents to local permitting in the Town. Each RFP Respondent should consult with its own counsel to confirm all federal, state and local governmental permits and approvals that may be required for the Project.

7. Taxes

Current and historical tax rates for the Town of Wayland are posted on the Town's website at http://www.wayland.ma.us/Pages/WaylandMA_Treasurer/taxinfo.

Currently in Wayland, there are no sizable market rate rental housing projects on the local real estate tax inventory, so there is no direct precedent from which RFP Respondents may extrapolate tax expenses for the Property as improved by the Project. To assist Respondents, the Town anticipates that the Assessor's Office will set future valuation based on values in comparable communities, and current criteria are as outlined below. These criteria are subject to change by the time of actual first assessment valuation, based on market conditions. However, to complete the required pro forma and estimated tax revenue forms to be submitted with the RFP Response (*see* Attachments to Exhibit 1.2), RFP Respondents should assume the following information:

- The current tax rate in Wayland for FY2015 is \$18.35 per thousand.
- For property valuation immediately upon conveyance, the land value will be set at the purchase price of the Property, and taxes will be calculated and paid per Exhibit 1.7 Commitment for Payment in Lieu of Property Taxes as required by state law for previously municipally-owned properties.
- Thereafter, the Property will be assessed based on the land value plus the value of any improvements as of January 1 of any given year for the following fiscal year, until such time as the Property becomes operational in full or in part.
- When the Property becomes operational in full or in part, property valuation for the completed/operational portion of the Property will be based on Net Operating Income before Debt Service (NOI) divided by a cap rate of [8]%. NOI will be calculated as gross rental revenues, less 5% vacancy, less [30]% expenses. This completed assessment will apply for completed portions of the Property and the value of land plus improvements will apply for the portions still under construction.

These uniform assumptions are non-binding preliminary guidance and are provided solely for convenience to ensure ease of comparison between proposals in terms of their potential relative tax revenue from the Project. Nothing in this RFP shall define, set, warrant or represent the Town's tax rate or tax assessment of the Property or related parameters for the Property now or in the future; and the actual figures therefor may vary significantly from these assumptions.

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8. Utilities - Natural Gas and Electricity

NSTAR serves the Wayland community.⁵ The Successful RFP Respondent shall be responsible for obtaining and paying for all utility connections and usage concerning the Property and the Project.

Electricity connections are available in the public way (Route 20) abutting the Property.⁶

Natural gas is not available in the public way (Route 20) abutting the Property. The RFP Respondent should investigate the opportunities to connect the Property to natural gas.

9. Water and Sewer Infrastructure

Public Water and Sewer are not available in the public way (Route 20) abutting the Property; and the Property will be conveyed subject to a restriction that there shall be no drinking water wells or irrigation wells installed at the Property. In an effort to expedite the Project and assist its connection to public water and public sewer, the Town is pursuing certain State funding to extend the public sewer and water infrastructure to the Property. Because there is no assurance at this time that such State funds will be provided to the Town, the RFP requires the RFP Respondent to address in its Price Proposal a Base Case and three Alternatives as described below.

a. Base Case

As the Base Case, the RFP Respondent shall be solely responsible for all costs and expenses for the Water Main Extension and the On-Site Package Treatment Plant described below:

- **Water Main Extension:**

As shown on the Utilities Plan provided as RFP Exhibit 8.3, the closest existing Wayland public water supply main is located at Wayland Town Center and Route 20. Any connection to and extension of the existing Wayland public water supply main is subject to the review and approval of the Town's Water Division. If approved, the point at which such connection would be made is

⁵ See http://www.nstar.com/about_nstar/communities.asp.

⁶ Electricity from solar panels located next door at the Sudbury landfill may be available for use at the River's Edge Property. The Successful RFP Respondent may want to contact the Town of Sudbury during the due diligence period to investigate whether such electrical power usage makes sense for both parties.

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defined as the "Water Main Connection Point."

As part of the Base Case, the Successful RFP Respondent shall pay all costs and expenses to (a) design and construct the necessary water main extension, connections and supporting infrastructure from the Water Main Connection Point to the Property (collectively the "Water Main Extension"); (b) obtain all necessary governmental permits and approvals for the Water Main Extension and to connect the Property to the Water Main Extension; (c) design and construct all water supply infrastructure from the terminus of the Water Main Extension into and within the Property; and (d) pay all applicable water betterments, assessments, connection fees and water usage rates.⁷

- **On-Site Package Treatment Plant:**

Because there is no public sewer serving the Property, as part of the Base Case the Successful RFP Respondent shall pay all costs and expenses to obtain all necessary governmental permits and approvals for and to design, construct, operate and maintain an on-site package treatment plant and associated piping, leaching fields and infrastructure for the Project (collectively the "On-Site Package Treatment Plant").⁸ The Successful RFP Respondent shall also be responsible for designing and constructing all wastewater infrastructure within the Property

The Base Case is described further in the attached Price Summary Form (Exhibit 1.2)

- b. **Alternatives to Base Case**

There are three alternatives to the Base Case, each contingent on and subject to the limits and conditions of any State funding ~~being~~ provided to the Town for this purpose, and each at the Town's sole and exclusive option. The RFP Respondent must address each of these alternatives in its Price Summary Form (Exhibit 1.2). The three alternatives are as follows:

- **Alternative 1 (as to Public Water):**

⁷ Current Wayland water connection fees are included in Exhibit 8.1. Current Wayland water usage rates and administrative fees are available at:
http://www.wayland.ma.us/pages/WaylandMA_Water/Water%20Rates%20-%2006-26-14.pdf.

⁸ Soil testing for suitability of any on-site sewage disposal system(s) must be witnessed by the Wayland Board of Health. Preliminary perk tests were completed by the Town's consultant and are included for informational purposes only as Exhibit 5.4. The Successful RFP Respondent is responsible for conducting any necessary testing for the design, permitting, construction, operation and maintenance of any On-Site Package Treatment Plant as may be required for the Project.

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Alternative 1 is the same as the Base Case except that the Town may enter into a separate agreement with the RFP Respondent whereby the Town (rather than the RFP Respondent) will design and construct the Water Main Extension.

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• Alternative 2 (As to Public Sewer):

Alternative 2 is the same as the Base Case except that, in lieu of the RFP Respondent constructing the On-Site Package Treatment Plant, the Town (in coordination with the Wayland Wastewater Management District Commission established pursuant to Chapter 461 of the Acts of 1996 (“WWMDC”)) may establish a connection for the Property to the public sewer. Alternative 2 is subject to a separate agreement among the Town, the RFP Respondent and the WWMDC, which the RFP Respondent ~~will~~must enter into if the Town elects this Alternative. The main elements of Alternative 2 are as follows:

- The Town (or WWMDC) would design and construct a Sewer Extension to connect the Property to and from the Municipal Wastewater Treatment Facility (located at the Town Center, across the Sudbury River, and approximately one-half mile away from the Property). See Exhibit 8.3. The Sewer Extension would consist of necessary pipes, pumps, infrastructure and connections to convey untreated effluent from the Property boundary to the Municipal Wastewater Treatment Facility and to convey treated effluent from the Municipal Wastewater Treatment Facility to the Reserved Leaching Field Easement Area on the Property, described below.
- The Property will be conveyed subject to a Reserved Leaching Field Easement over, across, under and along a portion of -the Property for the benefit of, and in a location to be proposed by the Successful RFP Respondent and approved by determined by, the Town and WWMDC (the “Reserved Leaching Field Easement Area”). Within the Reserved Leaching Field Easement Area will be constructed leaching fields, a reserve area, and associated piping and infrastructure for the subsurface disposal of up to gal/day of treated effluent from the Municipal Wastewater Treatment Facility (“the Reserved Leaching Field Easement Improvements”).
- The separate agreement among the Town, the RFP Respondent and the WWMDC would address, among other matters, the terms and conditions pursuant to which the Sewer Extension and Reserved Leaching Field Easement Improvements will be designed, constructed, operated, maintained and (if necessary) relocated. Without limitation, this agreement would address applicable procurement requirements, the applicable specifications, and coordination among the parties as to the design, permitting and construction of the Project on the one hand and

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the design, permitting and construction of the Sewer Extension and Reserved Leaching Field Easement Improvements on the other.

- The Successful RFP Respondent will be responsible for designing, ~~and~~ constructing, operating and maintaining all wastewater infrastructure within the Property for discharging untreated effluent from the buildings comprising the Project to the Sewer Extension.
- The Successful RFP Respondent shall pay to the Town or the WWMDC as applicable all lawful sewer betterments, assessments, connection fees and annual use rates for connection to and use of the public sewer.⁹

Alternative 2 is described further in the attached Price Summary Form (Exhibit 1.2).

- Alternative 3 (As to Public Water and Public Sewer):

Alternative 3 combines Alternatives 1 and 2. Alternative 3 is also subject to the separate agreements referenced in Alternatives 1 and 2.

10. Traffic

Preliminary traffic analysis prepared by the Town's consultants for a project generally of the size anticipated by this RFP is available in the RFP materials posted on line at [REDACTED]. Based on this analysis, the Project (based on 150 - 190 housing units) approaches the MEPA transportation review threshold in 301 CMR 11.03(6). Each RFP Respondent should carefully review its proposed Project in the context of the MEPA transportation review threshold (and any other applicable MEPA review threshold) and should be aware of sizing implications. For example, if the Project includes 25% senior housing, it may trigger the MEPA transportation review threshold if there are over 161 units in the Project; conversely, if the Project includes the maximum of 190 units, it may trigger the MEPA transportation review threshold if less than 51% of the units in the Project are age-restricted units. These figures are illustrative only. Each RFP Respondent should carefully review the MEPA thresholds as to its proposed Project with its permitting and/or traffic consultants.

11. Environmental

The Town's environmental consultant, Tighe & Bond, has completed a Phase I Environmental Site Assessment and a Limited Phase II Investigation dated October 2012 (Exhibit 6.1). This report identifies a number of recognized environmental conditions

⁹ Current sewer connection fees and current annual sewer use rates are included as Exhibit 8.2.

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associated with the Property (such as an area of former underground storage tanks with favorable test results, a hazardous waste storage shed, methane releases from the abutting Sudbury Landfill, arsenic concentrations in excess of a GW-1 standard, the presence of soil stockpiles, and leachable lead in soils from the Wayland firing range) and various data gaps associated with the Property and the recognized environmental conditions.

As part of its response, the Successful RFP Respondent must agree to (a) assess, contain, remove and remediate all pre-existing releases of oil and hazardous materials at or from the Property in accordance with General Laws Chapter 21E and the Massachusetts Contingency Plan to either a Permanent Solution with No Conditions or a Permanent Solution with such Conditions as are acceptable to the Town's Board of Selectmen, (b) design, construct and operate the Project in such a way to evaluate and eliminate the risk of methane gas or other vapor intrusion from the Sudbury landfill or otherwise into the residential buildings and units consistent with a Permanent Solution involving No Significant Risk under General Laws Chapter 21E and the Massachusetts Contingency Plan, and (c) design, construct and operate the Project in such a way to achieve a condition of No Significant Risk to the Project's residents as to other recognized environmental conditions such as arsenic in groundwater (e.g. by prohibiting on-site drinking water wells and irrigation wells, following DEP Best Management Practices for any gardening on the Property, and the like).

12. Wetlands

Wetlands exist on and proximate to the Property. Wetlands and riverfront areas have been flagged and peer reviewed by the Town. An Abbreviated Notice of Resource Area Delineation ("ANRAD") (Exhibit 7.1) has been filed with the Wayland Conservation Commission, and the Commission is expected to issue an Order of Resource Area Delineation ("ORAD") concerning the Property in the Spring of 2015. Design requirement guidelines for riverfront have been issued by the Conservation Commission for design guidance prior to the ORAD and these are included as Exhibit 7.2.

13. Site Assignment and Post-Closure Use

Historically, a portion of the Property (the parcel described in Exhibit 4.3) was included within the limits of a "Pursuant to M.G.L. c. 111, § 150A, the Wayland Board of Health issued a Site Assignment" dated February 9, 1979 (Exhibit 6.2) and a "Permit to Operate Sanitary Landfill" dated June 16, 1980 (Exhibit 6.3) issued by the Wayland Board of Health pursuant to M.G.L. c. 111, § 150A. However, rather than being used for a landfill, that portion of the Property was actually developed and used for the Wayland/Sudbury Septage Facility which was decommissioned in or about 2009.

Because that portion of the Property was not used as part of the sanitary landfill, the Town has consulted with the Wayland Board of Health and the Massachusetts

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~~Department of Environmental Protection (“DEP”) regarding the appropriate procedure. A portion of the Property was the subject of that Site Assignment and that Permit. By decision dated _____, the Wayland Board of Health has amended *for the Massachusetts Department of Environmental Protection has revised* the Site Assignment to remove any portion of the Property to recognize and allow the River’s Edge use, from the Site Assignment (Exhibit 6.4), on the basis that the subject portion of the Property was never used for landfill purposes.~~

~~By decision dated _____, the Wayland Board of Health has amended *for DEP has revised* the Site Assignment to do so. Pursuant to M.G.L. c. 21A, §§ 2 and 8, M.G.L. c. 111, § 150A, and 310 CMR 19.000, DEP the Massachusetts Department of Environmental Protection has issued *for the Successful RFP Respondent must apply for and obtain from the Massachusetts Department of Environmental Protection* a Post Closure Permit allowing the residential structures and uses pursuant to this RFP (Exhibit 6.5).~~

~~Pursuant to G.L. c. 111, § 150A, any required notices of the prior sSite assignment, use of the Property, or any such post-closure use permit, will be recorded in the Registry prior to conveyance of the deed for the Property to the Successful RFP Respondent. *[A&K to describe efforts which may be complete, or still in process, at the time of the RFP issuance, which will allow the River’s Edge use].*~~

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14. **Fair Housing Act**

The federal Fair Housing Act protects all residents from discrimination on the basis of race, color, national origin, religion, sex, handicap or familial status (families with children under the age of 18 living with parents or legal guardians; pregnant women and people trying to get custody of children under 18). Housing that meets the federal Fair Housing Act’s definition of housing for older persons is exempt from the law’s familial status requirements, provided that certain conditions are met. One of those exemptions concerns a project which houses at least one person who is 55 or older in at least 80 percent of the occupied units, and which adheres to a policy that demonstrates intent to house persons who are 55 or older.¹⁰

The REHOD Zoning requires that a “minimum of twenty-five percent (25%) of all dwelling units shall be age restricted to a minimum of at least one occupant aged 55 or over.” (See Exhibit 3.1, § 2506.6.1.) ~~While it is certainly acceptable for the RFP Respondent to propose a Project consisting of 80% (or greater) age-restricted housing, the RFP also welcomes proposals seeking to develop a vibrant and diverse community—demographically and economically—a community cutting across the spectrum of individuals, families, and seniors of varying economic means.~~ If an RFP Respondent

¹⁰ See http://portal.hud.gov/hudportal/HUD?src=/program_offices/fair_housing_equal_op/seniors.

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proposes less than 80% age restricted units, the RFP Respondent must suitably address in its RFP Response how its proposal will be planned and executed to comply with the federal Fair Housing Act. [The RFP Respondent may evaluate and propose any techniques it considers appropriate to develop its Project on the Property \(e.g. a subdivision of the Property into an age restricted parcel and a non-age restricted parcel\) as long as the Project is FHA-compliant.](#)

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15. Appraisal

The firm of Byrne McKinney & Associates has appraised the Property for the Town, as required pursuant to M.G.L. c. 30B, § 16, as of [REDACTED] for multi-family rental housing purposes consistent with the REHOD Zoning as set forth in the **Appraisal Report** dated [REDACTED] (Exhibit 5.1).

16. Respondent's Responsibility for Due Diligence

The RFP Respondent should undertake an independent review and analysis concerning the Property, its history and use, its physical conditions, environmental conditions, applicable zoning, governmental permits and approvals required for the Project, and all other development and legal considerations pertaining to the Property, the Work, and the proposed use. The RFP Respondent shall submit with its RFP Response (a) a proposed Scope of Work for any on-site environmental and engineering investigations which the RFP Respondent proposes to conduct on or beneath the Property as part of the RFP Respondent's Due Diligence Investigations to be completed during the due diligence period provided for in the Land Disposition Agreement and, (b) a list of each governmental permit and approval the RFP Respondent reasonably anticipates is required for the Project (including without limitation whether MEPA review is likely to be required for the Project), the name of the issuing authority, and the proposed time frame for obtaining the governmental permits and approvals. See Section B.17 below.

The Town makes no representation or warranty with respect to the Property, including without limitation, the Town's title to the Property, the value, quality or character of the Property or its fitness or suitability for any particular use and/or the physical and environmental condition of the Property.

The Successful RFP Respondent shall accept the Property on a strictly "as is" basis, with all faults, and without any warranty or obligation whatsoever on the part of Town.

17. Closing

The Land Disposition Agreement anticipates that Closing will occur within six (6) months of the execution of that agreement in order for ~~after~~ the Successful RFP Respondent ~~has obtained to obtain~~ all final governmental permits and approvals for the Project ~~and has secured necessary financing for the acquisition of the Property and the construction of the Project~~. The Land Disposition Agreement allots a six month period to complete these milestones, with the potential for certain additional extensions based on (a) the payment of additional deposit amounts, (b) the institution of third party appeals of required permits beyond the Successful RFP Respondent's control (provided that the Successful RFP Respondent diligently defends or settles the litigation), or (c) the exercise of discretion of the Board of Selectmen. To ensure that the Project is diligently pursued

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and ultimately viable, the Successful RFP Respondent must provide with its RFP Response a realistic proposed schedule for permitting and any exceptions the Successful RFP Respondent may have to the Closing timeframe set forth in the Land Disposition Agreement and the possible extensions thereof. See Section E.8 and Exhibit 1.3.

C. Evaluation of Proposals

The Town will review all proposals received by the filing deadline in accordance with the Comparative Evaluation Criteria in Appendix I and the following procedure:

- Proposals will initially be evaluated and rated by the Town's River's Edge Advisory Committee (the "Committee") according to the Comparative Evaluation Criteria set forth in this Appendix I to the RFP.
- The Committee will make its recommendations to the Town's Board of Selectmen.
- The Town's Board of Selectmen will select the most advantageous proposal from the responsible and responsive RFP Respondents, taking into consideration the Comparative Evaluation Criteria (including without limitation price), the Committee's recommendations, and the Board's own judgment as to which RFP Respondent best meets the Comparative Evaluation Criteria.
- The Town will notify all RFP Respondents in writing of the Board of Selectmen's decision.

The Town reserves the right to accept or reject any or all proposals if the Town determines that it is in its best interests to do so. The Town reserves the right to waive any informalities in a proposal and to accept the proposal for processing when deemed to be in the best interest of Town. The Town reserves the right to make an award as deemed to be in the best interests of the Town.

The Town reserves the right but is under no obligation to interview RFP Respondents after the opening of Proposals but before issuing a Notice of Award. Interviews may be conducted by the Committee (at its option), by the Board of Selectmen (at its option) or not at all. Interviews may be taped or videotaped at the Town's option. If interviews are conducted, interviewees will be evaluated in accordance with Evaluation Criterion I(2)(h).

The Town reserves the right to seek additional information from any RFP Respondent after the opening of Proposals but before issuing a Notice of Award or entering into a Land Disposition Agreement. The Town reserves the right to reject any

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proposal if Town deems it to be in the best interests of Town, and to award the Land Disposition Agreement to the next qualified respondent.

D. Land Disposition Agreement

The Successful RFP Respondent will have thirty (30) days from the receipt of a Notice of Award from Town to execute the Land Disposition Agreement for the Sale and Redevelopment of the Property (the "Land Disposition Agreement" or "LDA") substantially in the form set forth in Exhibit 2.1, and the agreements requiring execution referenced as exhibits therein, all with such mutually acceptable amendments (if any) as are approved by the Town's Board of Selectmen. The agreements requiring execution referenced in the LDA are as follows:

- Escrow Agreement (RFP Exhibit 2.2);
- Right of Entry and License Agreement (RFP Exhibit 2.3);
- Reserved Easement Agreement (RFP Exhibit 2.4); and
- Repurchase Agreement (RFP Exhibit 2.5).

If an RFP Respondent takes exception to any provision(s) of the proposed Land Disposition Agreement (Exhibit 2.1), Escrow Agreement (Exhibit 2.2), Right of Entry and License Agreement (Exhibit 2.3), Reserved Easement Agreement (Exhibit 2.4), or Repurchase Agreement (RFP Exhibit 2.5), the RFP Respondent must identify with specificity in its RFP Response the provision to which exception is taken, the basis for the exception, and the RFP Respondent's proposed alternative language or provision to address that exception. To do so, the RFP Respondent must include with its RFP Response a redlined copy of the proposed Land Disposition Agreement and the above Exhibits 2.2-2.5 indicating the changes (if any) requested by the RFP Respondent. Any exceptions or changes not so identified in the RFP Response will be deemed waived.

The Town's Board of Selectmen reserves the right to accept, reject, or negotiate proposed amendments to resolve any such proposed exceptions or changes to the Land Disposition Agreement (Exhibit 2.1), Escrow Agreement (Exhibit 2.2), Right of Entry and License Agreement (Exhibit 2.3), Reserved Easement Agreement (Exhibit 2.4), or Repurchase Agreement (RFP Exhibit 2.5), at any time before the Board's execution thereof.

If the Successful RFP Respondent fails to execute the Land Disposition Agreement and Exhibits 2.2-2.5 within thirty (30) days of Notice of Award (or within any extension to which Town may agree in writing), the Town may cancel the Notice of Award and select the next most advantageous offer. If the Successful RFP Respondent fails to close on the acquisition of the Property pursuant to the Land Disposition Agreement, the Town may terminate the Land Disposition Agreement and its exhibits pursuant to their terms, cancel

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the Notice of Award, retain the Deposit under the Land Disposition Agreement, and select the next most advantageous offer.

E. Specific Terms, Conditions and Restrictions on Use of the Property

Pursuant to M.G.L. c. 30B, § 16, the Town sets the following terms, conditions and restrictions on the Successful RFP Respondent's use of the Property pursuant to the RFP:

1. The Project and the Work

After acquiring the Property, the Successful RFP Respondent shall, at its sole cost and expense, perform and complete all work necessary for the design and construction of the multi-family rental housing development project on the Property, together with related improvements, as approved by the Board of Selectmen in the Notice of Award (the "Project"). All work relative to the Project shall be completed in compliance with the following requirements, plans, permits and approvals, and in general conformance with the spirit and intent of the following River's Edge Design Guidelines (collectively the "Work"):

- a. The requirements of the Wayland Zoning Bylaw relative to the REHOD as adopted under Article 15 at the 2014 Wayland Annual Town Meeting (Exhibit 3.1);
- b. The requirements of all required governmental permits and approvals for the Project;
- c. The requirements of the final, executed Land Disposition Agreement;
- d. The requirements of this RFP and any Addenda hereto;
- e. The conceptual Site Plan, Schematic ~~or Pre-Schematic~~ Architectural Drawings, and Building Elevations and other Proposal materials submitted by the Successful RFP Respondent and approved by the Board of Selectmen in the Notice of Award together with such amendments to the conceptual Site Plan, Architectural Drawings, and Building Elevations and other Proposal materials as the Town Board of Selectmen may in its discretion approve during the course of the disposition of the Property ~~and the RFP Respondent's permitting, financing, and construction of the Project~~; and
- f. The River's Edge Design Guidelines (Exhibit 5.2).

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Without limitation, after acquiring the Property, the Successful RFP Respondent shall, at its sole cost and expense, perform and complete the following Work related to the

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Project:

- a) Demolish, remove, recycle and/or properly dispose of all buildings, structures, improvements, foundations, pipes, tanks, fixtures, equipment and demolition debris on or under the Property (collectively, the “Demolition Work”).
- b) Assess, contain, remove and/or remediate all pre-existing releases of oil and hazardous materials at of from the Property in accordance with General Laws Chapter 21E and the Massachusetts Contingency Plan to either a Permanent Solution with No Conditions or a Permanent Solution with such Conditions as are acceptable to the Town’s Board of Selectmen (“Environmental Remediation”).
- c) Design, construct and operate the Project in such a way to evaluate and eliminate the risk of methane gas or other vapor intrusion from the Sudbury landfill or otherwise into the residential buildings and units consistent with a Permanent Solution involving No Significant Risk under General Laws Chapter 21E and the Massachusetts Contingency Plan. (“Environmental Mitigation”).
- d) Design, construct and operate the Project in such a way to achieve a condition of No Significant Risk to Project residents as to other recognized environmental conditions such as arsenic in groundwater (e.g. by prohibiting on-site drinking water wells and irrigation wells, following DEP Best Management Practices for any gardening on the Property, and the like).
- e) Obtain all governmental licenses, permits, approvals and other relief required for the Project, the Work, the Demolition Work, the Environmental Remediation, the Environmental Mitigation, and all other Work necessary for the development and use of the rental housing project pursuant to this RFP.
 - *[NOTE: The Project should be developed under DHCD’s Local Initiative Program with Local Action Units developed pursuant to Site Plan Approval from the Planning Board under the REHOD Zoning Bylaw (Exhibit 3.1); and the Project must meet all regulatory requirements for 100% of the units in the Project to be eligible for inclusion on the Town’s Subsidized Housing Inventory (“SHI”). Without the express written permission of the Board of Selectmen, the Successful RFP Respondent (and its successors and assigns) shall not file an application for a comprehensive permit for the Project pursuant to M.G.L. c. 40B, §§ 20—23. If and to the*

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extent required to ensure that 100% of the units in the Project are eligible for inclusion in the Town's Subsidized Housing Inventory (e.g. as Local Initiative Program Units or under another affordable housing subsidy program), the Board of Selectmen may so consent. However, under no circumstances shall the Successful RFP (and its successors and assigns) seek to waive the requirement for Site Plan Approval from the Planning Board under the REHOD Zoning Bylaw (Exhibit 3.1) or to obtain that Site Plan Approval from the Board of Appeals under a comprehensive permit for the Project. In addition, the Successful RFP Respondent (and its successors and assigns) shall not seek a waiver from any other provision of the REHOD Zoning Bylaw (Exhibit 3.1) without the express written permission of the Board of Selectmen. This provision shall run with the land.]

- f) Comply with all applicable laws, bylaws, rules and regulations with respect to the Project, the Work, the Demolition Work, the Environmental Remediation, the Environmental Mitigation, and all other activities necessary for the development and use of the rental housing project pursuant to this RFP.

The RFP Respondent will, if awarded the Project, engage a contractor licensed by the Commonwealth of Massachusetts as a Construction Supervisor to supervise all construction on the Project and will engage a Massachusetts Licensed Site Professional to supervise all Environmental Remediation and Environmental Mitigation on the Property.

2. Costs and Expenses

The Successful RFP Respondent shall be solely responsible for all costs and expenses arising out of or related to the RFP Response, Due Diligence Investigations, the Land Disposition Agreement, the Project, the Work, the Demolition Work, the Environmental Remediation, the Environmental Mitigation, and all other activities necessary, proper, or incidental to the redevelopment and use of the Property for the rental housing project pursuant to this RFP.¹¹ Without limitation, the Successful RFP Respondent shall be solely responsible for all costs and expenses of (a) the design, permitting and construction of the new buildings and improvements, the installation of all utilities and site work required for the proposed housing use, and any other measures necessary to construct and occupy the Project in compliance with the RFP, the Land Disposition Agreement and all applicable federal, state and local laws, ordinances, rules, regulations and codes for the proposed use, (b) all products, materials, tools, equipment,

¹¹ In the limited circumstances in which the Town opts for an Alternative to the Base Case, the Town may in its sole and exclusive discretion agree, in a separate written agreement, to undertake certain costs of water or sewer utility infrastructure work. See Section B.9 above.

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fixtures, relating thereto, (c) all contractors, subcontractors, architects, engineers, project managers, construction managers, attorneys, consultants relating thereto.

3. Costs of Demolition Work for the Former Wayland/Sudbury Septage Facility

The Town of Wayland has an Inter-Municipal Agreement (“IMA”) with the Town of Sudbury whereby the Town of Sudbury must reimburse the Town of Wayland for a portion of the actual costs of the Demolition Work for the former the Wayland/Sudbury Septage Facility on a portion of the Property. For this reason, each RFP Respondent shall include with its RFP Response an [engineering](#)-estimate for the costs of the Demolition Work.

The Successful RFP Respondent shall separately track and account for all costs and expenses actually incurred for the Demolition Work for the former the Wayland/Sudbury Septage Facility. Within forty-five (45) days of completing that Demolition Work, the Successful RFP Respondent shall provide to the Wayland Town Administrator a detailed accounting of all costs of the Demolition Work, including all supporting documents reasonably necessary to substantiate those costs. The Successful RFP Respondent shall fully cooperate with the Town of Wayland’s efforts to recover the applicable portion of the costs of the Demolition Work from the Town of Sudbury to ensure that the purpose of the IMA is met.

To the extent that the Successful RFP Respondent’s actual costs of the Demolition Work are less than its [engineering](#)-estimate of the costs of the Demolition Work, then the Successful RFP Respondent shall reimburse the Town for the difference between (i) the Successful RFP Respondent’s [engineering](#)-estimate and (ii) the actual costs of the Demolition Work. Said amount shall be paid within forty-five (45) days after the Successful RFP Respondent provides the detailed accounting of the costs of the Demolition Work. (If actual costs of the Demolition Work are more than estimated, then no adjustment shall be made.) The Successful RFP Respondent waives any claim it allegedly may have now or in the future with respect to any reimbursement paid by the Town of Sudbury to the Town of Wayland with respect to the Demolition Work costs and expenses. The RFP Respondent acknowledges that its proposed purchase price for the Property takes into account the anticipated costs and expenses of Demolition Work.

4. Release and Indemnity

The Successful RFP Respondent on behalf of itself and its parents, subsidiaries, affiliates, officers, directors, members, managers, predecessors, successors, contractors, subcontractors, assigns, agents, and representatives shall release, defend, indemnify and hold harmless the Town of Wayland and its boards, commissions, officials, employees, agents, and representatives from and against any and all claims, damages, liabilities, losses, penalties, costs, expenses and fees (including without limitation reasonable legal fees and expert fees) arising out of or relating to the condition of the Property, any release of oil or

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hazardous materials to, at or from the Property, the Property Information, the Due Diligence, the Project, the Work, the Demolition Work, the Environmental Remediation, the Environmental Mitigation, and all other activities necessary, proper, or incidental to the redevelopment and use of the Property for the rental housing project pursuant to this RFP.

5. Performance Standards

The Successful RFP Respondent shall perform and complete the Work in a good, workmanlike and commercially reasonable manner, in compliance with good engineering and construction practices, using all new or suitable recycled materials, and in conformance with the standard of diligence and care normally employed by a duly qualified persons in the performance of comparable work, in accordance with generally accepted practices appropriate to the activities undertaken in the greater Boston area, and in accordance with the requirements of all applicable laws, ordinances, codes, orders, rules and regulations of all governmental authorities, agencies or departments with jurisdiction (including without limitation Massachusetts prevailing wage laws if and to the extent applicable). The Successful RFP Respondent shall take all reasonably necessary measures to (i) minimize dust, noise and construction traffic, (ii) minimize any damage, disruption or inconvenience caused by the Work, and (iii) make adequate provision for the safety and convenience of all persons affected thereby and to properly police same. Dust, noise and other effects of such work shall be controlled using commercially accepted methods customarily utilized in order to control deleterious effects associated with construction projects in a populated or developed area.

6. Rental, Senior and Affordable Housing Requirements

The Town has established the following [rental](#), senior and affordable housing goals and [guidelines-requirements](#) for the use of the Property, which shall be incorporated as perpetual terms, conditions and restrictions on the Successful RFP Respondent's use of the Property:

- a. The Project shall consist of between 150 and 190 residential units.
- b. One hundred percent (100%) of the units shall be rental units.
- c. Per the REHOD, at least 25% of the units shall be 55+ age-restricted units.
- d. Per the REHOD, at least 25% of the units shall be affordable units for occupancy by persons or households whose aggregate family income does not exceed 80% of the median gross income for the area ("AMI"), as established by the United States Department of Housing and Urban Development.

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- e. The affordable units shall be distributed proportionally ([by type, size and location](#)) between [and among](#) the age-restricted and non-age-restricted units.
- f. The Project shall be developed under DHCD's Local Initiative Program with Local Action Units developed pursuant to Site Plan Approval from the Planning Board under the REHOD Zoning Bylaw (Exhibit 3.1); and the Project must meet all regulatory requirements such that 100% of the units in the Project are eligible for inclusion on and counted toward the Town's Subsidized Housing Inventory established and administered by the Commonwealth of Massachusetts Executive Office of Housing and Economic Development, Department of Housing and Community Development ("DHCD"), or its successor (the "Subsidized Housing Inventory").
- g. Local preference for affordable units shall be provided to the maximum extent allowed by legal requirements.
- h. These senior and affordable housing unit requirements shall be incorporated into a perpetual Affordable Housing Restriction substantially in the form of DHCD's "Local Initiative Program Regulatory Agreement and Declaration of Restrictive Covenants for Rental Project, Local Action Units" attached hereto as Exhibit 9.1, with such revisions thereto as the Town's Board of Selectmen in consultation with DHCD may approve, and provided that any such revisions shall conform to the requirements and guidelines for Local Initiative Program Local Action Units to be eligible for inclusion on the Town's Subsidized Housing Inventory. Said restriction shall run with the land and have priority over other encumbrances created by or under the Successful RFP Respondent, including without limitation any mortgage securing the acquisition of the Property or the construction of the Project, to ensure that the Project remains a rental housing development with 25% affordable housing units and a minimum of 25% age-restricted (senior) housing units and that 100% of the units count toward the Town's Subsidized Housing Inventory.

7. Property Management

The Successful RFP Respondent and its permitted successors and assigns (as defined in the form of Land Disposition Agreement attached hereto as Exhibit 2.1) shall

- a. Market and rent all residential units in the Project promptly upon completion of and throughout the existence of the Project.

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- b. Manage and implement all legal requirements applicable to the restricted affordable and senior rental housing units.
- c. Maintain, repair and replace deteriorated components of the Project's buildings, improvements and infrastructure over time so that the Project remains a first class rental housing development within the Town.

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e. —

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8. Schedule

Each RFP Respondent shall submit with its proposal its anticipated critical path time schedule for major Project milestones (including such matters as execution of the Land Disposition Agreement, completion of due diligence, design, permitting, financing, closing, construction, marketing and rental) so that the Work shall be commenced and completed, and the units marketed, rented and occupied as soon as commercially reasonably possible. The schedule shall, at a minimum, conform to and include the information set forth in Exhibit 1.3.

9. Enforcement of Covenants

Title to the Property will be conveyed subject to specific covenants on behalf of the Successful RFP Respondent to (a) commence construction of the Project within the construction commencement deadline in the Land Disposition Agreement; (b) complete construction of the Project within the construction completion deadline in the Land Disposition Agreement using commercially reasonable efforts; (c) use the Property solely for residential rental housing and accessory uses allowed by Section 2504.1.2 of the REHOD (Exhibit 3.1) and as provided in this RFP; and (d) maintain the Project over time in first class condition, ~~reasonable wear and tear excepted~~. These covenants shall be enforceable as set forth in the Land Disposition Agreement and a capital reserve account shall be established and funded to maintain the property as required therein.

Without limitation, in the event that the Successful RFP Respondent fails to timely commence construction as provided above, the Town shall have the option to repurchase the Property pursuant to the terms of a Repurchase Agreement to be entered into between the parties and recorded at the time of closing. The proposed form of Repurchase Agreement is attached hereto as Exhibit 2.5.

In the event that the Successful RFP Respondent fails to timely complete construction, to use the Property solely for residential rental housing and appurtenant accessory uses, or to diligently maintain the Project, the Town shall have the rights and remedies set forth in the Land Disposition Agreement and the Deed.

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F. Submission Requirements

Each RFP Respondent must submit the following information and documents (completed and executed as applicable). Failure to provide any of the required documents may result in a determination that the Proposal is non-responsive. Numbered tabs should match numbered items in the following table, and should appear in the order given.

Tab	Contents	Exhibit
	Cover Letter confirming enclosure of all required information and documents	
1.	Completed and signed Proposal Form	Exhibit 1.1
2.	Completed and signed Price Summary Form including a Pro Forma for the Project and Statement of Estimated Tax Revenues substantially in the form attached hereto setting forth a detailed breakdown of the projected revenues and costs (<i>attached in a separate sealed envelope labeled as set forth above</i>)	Exhibit 1.2
3.	Completed and signed Certificate of Non-Collusion	Exhibit 1.4
4.	Completed and signed Disclosure of Beneficial Interest Form as required by M.G.L. c. 7C, § 38	Exhibit 1.5
5.	Completed and signed Non-Delinquency Statement required by M.G.L. c. 60, § 77B	Exhibit 1.6
6.	Completed and signed Commitment for payment in lieu of taxes calculated in accordance with M.G.L. c. 44, § 63A	Exhibit 1.7
7.	Certification as to Payment of Taxes	Exhibit 1.8
8.	Completed and signed Evidence of Authorization for the RFP Respondent's signatory to the RFP (e.g. Corporate Resolution or equivalent depending on form of entity)	Exhibit 1.9
9.	RFP Respondent's Statement of Qualifications including a statement/evidence of the RFP Respondent's: <ul style="list-style-type: none"> • Business and years of relevant experience • Project Team, including Developer, Architect, primary Engineers and General Contractor • Comparable Projects (by size, type, complexity, location, development costs, affordable/senior components, or other relevant metrics) <ul style="list-style-type: none"> ○ Provide photographs or other visual representations of completed comparable projects where possible • Financial stability and financial capacity to complete the Project • Disclosure of any material facts undermining the RFP Respondent's ability to finance and complete the Project in 	

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Tab	Contents	Exhibit
	a timely manner (e.g. relevant litigation, liens, foreclosures, bankruptcies, or other significant impediments) <ul style="list-style-type: none"> • Other information to document the RFP Respondent's capabilities and qualifications for the Project 	
10	Resume of each of the RFP Respondent's key employees and team member for this Project	
11.	Letters of Reference: Three letters of reference (from representatives of independent entities such as municipalities, subsidizing agencies, lenders, attorneys, or other professionals knowledgeable of the RFP Respondent) based on projects of similar size, type and scope.	
12.	Conceptual Site Plan, Schematic Architectural Drawings, and Building Elevations: <ul style="list-style-type: none"> • Narrative description of the RFP Respondent's Proposal • Preliminary conceptual site development plan showing the site boundaries; the locations and outlines of proposed buildings, streets, drives, parking areas, walks, and paved areas; preliminary location and sizes of on-site sewage and storm-water control facilities; general landscaping; other planned improvements to the Property; and open areas within the site • Preliminary, schematic, scaled, architectural drawings showing, for each building, typical floor plans, typical elevations, construction type, exterior finishes, and other main architectural features, common areas and amenities • Perspective drawing looking from the entry of the access road at Route 20, northwest into the Project 	
13.	A tabulation of proposed units in each building by type (market, affordable; age-restricted, non-age-restricted), number of bedrooms, floor area, average unit sizes and rents, and a brief description of unit amenities. If an RFP Respondent proposes less than 80% age restricted units, the RFP Respondent must include an explanation as to how its proposal will be planned and executed to comply with the federal Fair Housing Act.	
14	The proposed Scope of Work for any on-site environmental and engineering investigations which the RFP Respondent proposes to conduct on or beneath the Property during the Due Diligence Period under the Land Disposition Agreement	
15	A list of each governmental permit and approval the RFP Respondent reasonably anticipates is required for the Project (including without limitation whether MEPA review is likely to be	

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Tab	Contents	Exhibit
	required for the Project), the name of the issuing authority, and the proposed time frame for obtaining the governmental permits and approvals	
16.	The RFP Respondent's proposed critical path time schedule for the Project conforming to Section E.8 above	Exhibit 1.3
17.	Demonstration that the proposal meets the Comparative Evaluation Criteria in the form of a completed Exhibit 1.10 in which the RFP Respondent demonstrates (with reference to supporting documentation as applicable) how the RFP Respondent's Proposal meets or exceeds the comparative evaluation criteria of the RFP	Exhibit 1.10
18	<p>List of Exceptions (If Any) to Land Disposition Agreement and its Exhibits:</p> <p>If a prospective RFP Respondent takes exception to any provision(s) of the proposed Land Disposition Agreement (Exhibit 2.1), Escrow Agreement (Exhibit 2.2), Right of Entry and License Agreement (Exhibit 2.3), Reserved Easement Agreement (Exhibit 2.4), or Repurchase Agreement (RFP Exhibit 2.5), the RFP Respondent must identify with specificity the provision to which exception is taken, the basis for the exception, and the RFP Respondent's proposed alternative language or provision with respect to that exception. To do so, the RFP Respondent must include with its RFP Response a redlined copy of the proposed Land Disposition Agreement or Exhibits 2.2, 2.3, 2.4, or 2.5 (as applicable) indicating the changes requested by the RFP Respondent. Any exceptions or changes not so identified in the RFP Response will be deemed waived.</p> <p>If a prospective RFP Respondent takes no exception the proposed Land Disposition Agreement or to Exhibits 2.2, 2.3, 2.4, and 2.5, the RFP Respondent must so indicate in its RFP Response.</p> <p>Note: The Board of Selectmen retains the discretion whether or not to accept, modify, or reject any such proposed exceptions or changes to the final Land Disposition Agreement and its Exhibits. See RFP Section D above.</p>	<p>Exhibit 2.1 Exhibit 2.2 Exhibit 2.3 Exhibit 2.4 Exhibit 2.5</p>
19	Demonstration of the RFP Respondent's Strategy for ensuring that 100% of the units in the Project count toward the Town's Subsidized Housing Inventory	
20.	A Certified Check payable to the Town of Wayland in the amount of \$10,000 to be (a) forfeited to the Town in the event the RFP Respondent is awarded the Project but fails or refuses to execute	

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Tab	Contents	Exhibit
	the required Land Disposition Agreement within the time set forth in the Notice of Award, or (b) applied to the required deposit under the Land Disposition Agreement in the event the RFP Respondent is awarded the Project and timely executes the required Land Disposition Agreement, or (c) returned to the RFP Respondent in the event the Town rejects all proposals or rejects the RFP Respondent's Proposal.	

Updated originals of forms 3-7 shall be executed and delivered by the Successful RFP Respondent at Closing and as a pre-condition thereto.

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Appendix I: Evaluation Criteria

1. Minimum Threshold Criteria

To be responsive to this RFP, an RFP Respondent must submit a Response meeting the following minimum threshold criteria:

- a. The Proposal must be complete and conform to all submission requirements set forth in this RFP and any Addendum to this RFP issued before the submission deadline.
- b. The Proposal must be timely submitted.

To be responsible under this RFP, an RFP Respondent:

- a. Must demonstrate through the information and documents submitted with its RFP Response that the RFP Respondent has the capability, integrity and reliability to acquire the Property and perform the Project under the RFP and the Land Disposition Agreement (Exhibit 2.1).
- b. Must have prior experience in completing similar projects.

2. Comparative Evaluation Criteria

Each proposal meeting the minimum threshold criteria will be evaluated and rated on the basis of the following comparative evaluation criteria. Where qualitative distinctions are appropriate to draw among proposals within the same tier, the evaluators will utilize the following numerical designations to assist with drawing those qualitative distinctions (with the higher number representing the higher qualitative evaluation on that criterion): Highly Advantageous (10 through 8); Advantageous (7 through 5), Passable/Not Advantageous (4 through 3) and Unacceptable (2-0).

a. **Comparable Experience & Financial Strength**

- A Highly Advantageous rating will be given to a proposal that in the judgment of the evaluators identifies a highly qualified RFP Respondent and highly experienced Project Team (including developer, designers, engineers, builder) with (a) extensive experience with comparable residential and rental projects, (b) an exceptional record of successfully completing similar residential and rental projects on schedule and within budget, and (c) top caliber principals and senior staff assigned to the Project Team based on the resumes and references provided and (d) exceptional financial

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strength, committed financial partners and demonstrated capacity to undertake and complete the Project.

- An Advantageous rating will be given to a proposal that in the judgment of the evaluators identifies a qualified RFP Respondent and experienced Project Team with (a) relevant experience with comparable residential and rental projects, (b) a record of successfully completing residential and rental projects, and (c) experienced personnel staff assigned to the Project based on the resumes and references provided and (d) reasonable and demonstrated financial strength to undertake the Project.
- A Passable/Not Advantageous rating will be given to a proposal that in the judgment of the evaluators identifies merely a passable RFP Respondent, ~~and~~ Project Team, financial strength and capacity to undertake and complete the Project (above Unacceptable and below Advantageous).
- An Unacceptable rating will be given to a proposal that in the judgment of the evaluators fails to identify a qualified RFP Respondent, ~~and~~ experienced Project Team, reasonable and demonstrated financial strength and capacity to undertake the Project.

b. **Quality of Design and Construction.**

Each of the categories (~~of~~ 1) Site Planning and Design, (2) Architectural Design, (3) Quality of Materials and (4) Design of the Unit Amenities, Planning and Design, (4) Common Areas and Amenities, Planning and Design, and (5) Community Planning and Design (within the Project and as a gateway in relationship to the larger Wayland community)) shall each be evaluated with the qualitative review criteria as follows:

- A Highly Advantageous rating will be given to a proposal that in the judgment of the evaluators meets and exceeds the qualitative design requirements of the RFP; presents superior merit in terms of architectural features, unit designs and amenities, and the quality of proposed construction; and carefully integrates the development of the Property as a gateway feature to the Town.
- An Advantageous rating will be given to a proposal that in the judgment of the evaluators complies with the design requirements of the RFP and presents an acceptable quality of building and unit design and construction.

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- A Passable/Not Advantageous rating will be given to a proposal that in the judgment of the evaluators identifies merely passable design and quality (above Unacceptable and below Advantageous).
- An Unacceptable rating will be given to a proposal that in the judgment of the evaluators fails to meet the design requirements of the RFP and presents an unacceptable design or quality of buildings, units, amenities, layout or construction.

c. Quality of Community

Each of the categories (1) Unit Amenities, Planning and Design, (2) Common Area Amenities, Planning and Design and (3) Community Planning (including the Project in its relationship to the larger Wayland community) shall each be evaluated with the qualitative review criteria as follows:

- A Highly Advantageous rating will be given to a proposal that in the judgment of the evaluators meets and exceeds the qualitative design requirements of the RFP; presents superior merit in terms of unit designs and amenities, common area design and amenities, and quality of community for residents, internally and as part of the larger Wayland community.
- An Advantageous rating will be given to a proposal that in the judgment of the evaluators complies with the design requirements of the RFP and presents an acceptable quality of unit, common area and community amenities.
- A Passable/Not Advantageous rating will be given to a proposal that in the judgment of the evaluators identifies merely passable design and quality of community (above Unacceptable and below Advantageous).
- An Unacceptable rating will be given to a proposal that in the judgment of the evaluators fails to meet the design requirements of the RFP and presents an unacceptable design or quality of units, amenities, or community.

e. Financial Strength

- A Highly Advantageous rating will be given to a proposal that in the judgment of the evaluators identifies an RFP Respondent with exceptional financial strength, committed and capable financial

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~~partners, and demonstrated capacity to undertake and complete the Project.~~

- ~~• An Advantageous rating will be given to a proposal that in the judgment of the evaluators identifies an RFP Respondent with reasonable and demonstrated financial strength and capacity to undertake the Project.~~
- ~~• A Passable/Not Advantageous rating will be given to a proposal that in the judgment of the evaluators identifies an RFP Respondent with merely passable financial strength and capacity to undertake and complete the Project (above Unacceptable and below Advantageous).~~
- ~~• An Unacceptable rating will be given to a proposal that in the judgment of the evaluators fails to identify an RFP Respondent with reasonable and demonstrated financial strength and capacity to undertake the Project.~~

d. **Feasibility of Proposed Project.**

- A Highly Advantageous rating will be given to a proposal that in the judgment of the evaluators is highly feasible based on an analysis of the pro forma, the demonstrated ability ~~of the Project Team~~ to resolve financial, environmental and permitting issues as they may arise, the likely acceptability of the proposed Project to regulators, lenders and funders, and the likelihood of providing or obtaining proposed financing for Project costs and expenses, and the reasonableness of the pro forma.
- An Advantageous rating will be given to a proposal that in the judgment of the evaluators is feasible based on an analysis of these factors.
- A Passable/Not Advantageous rating will be given to a proposal that in the judgment of the evaluators may or may not be feasible based on an analysis of these factors (above Unacceptable and below Advantageous).
- An Unacceptable rating will be given to a proposal that in the judgment of the evaluators is not feasible based on an analysis of these factors.

e. **Range of Housing OpportunitiesAffordability.**

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- A Highly Advantageous rating will be given to a proposal that in the judgment of the evaluators will ~~develop a vibrant and diverse community (demographically and economically – including a spectrum of individuals, families, and seniors of varying economic means and income levels) that meets or~~ exceeds the affordability and senior housing requirements established by the RFP, the REHOD (Exhibit 3.1) and the River's Edge Design Guidelines (Exhibit 5.2) (collectively the "Affordability and Senior Housing Requirements") and will result in a higher number in the range of 150-190 new rental housing units which are counted toward the Town's Subsidized Housing Inventory.
- An Advantageous rating will be given to a proposal that in the judgment of the evaluators will meet the Affordability and Senior Housing Requirements, ~~will include some demographic and income diversity,~~ and will result in a lower number in the range of 150-190 new rental housing units which are counted toward the Town's Subsidized Housing Inventory.
- A Passable/Not Advantageous rating will be given to a proposal that in the judgment of the evaluators may result in ~~at least fewer than~~ 150 new rental housing units ~~but which fails to identify a proven strategy for 100% of the new rental housing units to be which are~~ counted toward the Town's Subsidized Housing Inventory (above Unacceptable and below Advantageous).
- An Unacceptable rating will be given to a proposal that in the judgment of the evaluators fails to meet the Affordability and Senior Housing Requirements and/or which fails to identify a proven strategy for 100% of the new rental housing units to be counted toward the Town's Subsidized Housing Inventory would result in fewer than 150 new rental housing units which are counted toward the Town's Subsidized Housing Inventory.

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f. Senior Housing.

- A Highly Advantageous rating will be given to a proposal that in the judgment of the evaluators will, in compliance with all applicable federal, state and local laws, provide a higher percentage of age-restricted units than the minimum requirement set forth in the RFP and will provide a desirable and vibrant senior community and program for its residents.
- An Advantageous rating will be given to a proposal that will, in compliance with all applicable federal, state and local laws, in the judgment of the evaluators meet the required minimum percentage of age-restricted units set forth in the RFP and will provide a desirable senior community and program for its residents.
- A Passable/Not Advantageous rating will be given to a proposal that in the judgment of the evaluators may meet the required minimum percentage of age-restricted units set forth in the RFP however which fails to identify how it will provide a desirable senior community and program for its residents (above Unacceptable and below Advantageous).
- An Unacceptable rating will be given to a proposal that in the judgment of the evaluators fails to meet the required minimum percentage of age-restricted units set forth in the RFP.

g.f. Proposed Development Schedule.

- A Highly Advantageous rating will be given to a proposal that in the judgment of the evaluators incorporates an expedited and achievable critical path time schedule for the Project.
- An Advantageous rating will be given to a proposal that in the judgment of the evaluators incorporates a prompt and feasible critical path time schedule for the Project.
- A Passable/Not Advantageous rating will be given to a proposal that in the judgment of the evaluators incorporates a protracted but feasible critical path time schedule for the Project.

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- An Unacceptable rating will be given to a proposal that in the judgment of the evaluators incorporates a dilatory or infeasible critical path time schedule for the Project.

All other things being equal, a Project with a shorter, more achievable development schedule will receive a more advantageous rating on this criterion than a Project with a longer, more questionable development schedule.

h.g. Interviews (If Conducted)

- A Highly Advantageous rating will be given to a proposal based on the interview, when, in the judgment of the evaluators, the Project Team in attendance demonstrated highly professional team leadership, detailed knowledge of the RFP requirements and the Property Information, and a sound and proven strategy and methodology for overcoming impediments and achieving success on the Project.
- An Advantageous rating will be given to a proposal based on the interview, when, in the judgment of the evaluators, the Project Team in attendance demonstrated professional team leadership, working knowledge of the RFP requirements and the Property Information, and a workable strategy and methodology for overcoming impediments and achieving success on the Project.
- A Passable/Not Advantageous rating will be given to a proposal based on the interview, when, in the judgment of the evaluators, the Project Team in attendance demonstrated passable team leadership, a passing knowledge of the RFP requirements and the Property Information, and a potential but unproven strategy and methodology for overcoming impediments and achieving success on the Project.
- An Unacceptable rating will be given to a proposal based on the interview, when, in the judgment of the evaluators, the Project Team in attendance failed to demonstrate sufficient team leadership, even a passing knowledge of the RFP requirements and the Property Information, or a modicum of strategy and methodology for overcoming impediments and achieving success on the Project.

i.h. Preliminary Ranking

After evaluating all proposals on the foregoing factors, the evaluators will arrive at a preliminary recommended ranking of the proposals relative to the

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other proposals **based upon the above criteria**. A proposal which achieves “Highly Advantageous” and/or “Advantageous” rankings in several categories will not necessarily be disqualified simply because it received a Passable/Not Advantageous or an “Unacceptable” ranking in one or more other categories if, in the judgment of the evaluators, the proposal on the whole is “Advantageous” or “Highly Advantageous” to the Town. Any Notice of Award, however, will be contingent upon the project proponent curing any “Unacceptable” criterion ranking prior to the execution of the Land Disposition Agreement. *[How does someone cure without changing their bid? Is this allowed? – check with A&K]*

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j.i. Total Financial Benefits to the Town

After completing the preliminary recommended ranking of the proposals relative to each other as above, the evaluators will open all price proposals; separately rank the proposals in order based on price, on anticipated local real estate tax revenues, and on other financial benefits to the Town; and calculate the total financial benefits to the Town from each proposal based on a combination of price, anticipated local real estate tax revenues, and other financial benefits to the Town. The total financial benefits to the Town alone will not be the determining factor for the award of the RFP to an RFP Respondent. Rather, the evaluators will group the responses into four categories based on total financial benefits to the Town as follows:

- A Highly Advantageous rating will be given to a proposal that in the judgment of the evaluators provides total financial benefits to the Town well above the average of all proposals.
- An Advantageous rating will be given to a proposal that in the judgment of the evaluators provides total financial benefits to the Town that are above the average of all proposals.
- A Passable/Not Advantageous rating will be given to a proposal that in the judgment of the evaluators provides total financial benefits to the Town that are moderately below average to average for all proposals (above Unacceptable and below Advantageous).
- An Unacceptable rating will be given to a proposal that in the judgment of the evaluators provides total financial benefits to the Town that are well below the average of all proposals.

k.j. Final Ranking

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After arriving at the ~~three~~-four categories of price rankings, the evaluators will arrive at a final recommended ranking of the proposals relative to the other proposals taking price into account. All other things being equal, the evaluators may increase the ranking of a proposal that is Highly Advantageous on price and decrease the ranking of a proposal that is Unacceptable on price.

The Selectmen will then make a final determination as to which proposal is most advantageous to the Town taking all factors including price into account. The Selectmen's determination may differ from the recommendations provided by the Committee, and the Selectmen's discretion in this regard shall be final.

The Notice of Award, if any, will be made by the Town based upon the Wayland Board of Selectmen's determination of the most advantageous proposal from a responsible and responsive RFP Respondent, taking into consideration all evaluation criteria set forth in the RFP.

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Appendix II: List of Exhibits

For ease of reference, the Exhibits to the RFP are organized into the following categories and each Exhibit is assigned a sequential decimal number within that category:

CATEGORY	DESCRIPTION
1	Required RFP Forms
2	Required Transactional Documents
3	Town Meeting Votes for REHOD and Property Disposition
4	Property and Title Information
5	Design Guidelines
6	Environmental
7	Wetlands
8	Utilities
9	Affordable Housing
10	Permitting (Traffic etc.)

The Exhibits to the RFP are as follows:

EX.	DESCRIPTION
	Required RFP Forms
1.1	Proposal Form
1.2	Price Summary Form, Project Pro Forma and Estimated Taxes Form
1.3	Project Schedule
1.4	Certificate of Non-Collusion
1.5	Disclosure Statement for Transaction with a Public Agency Concerning Real Property M.G.L. c. 7C, s. 38 (formerly M.G.L. c. 7, s. 40J)
1.6	Non-Delinquency Statement Required by M.G.L. c. 60, § 77B
1.7	Commitment for Payment in Lieu of Taxes Calculated In Accordance with M.G.L. C. 44, § 63A
1.8	Certification as to Payment of Taxes
1.9	Evidence of Authorization/Corporate Resolution
1.10	Form in which the RFP Respondent explains (with supporting documentation as necessary) how the RFP Respondent's Proposal meets or exceeds the comparative evaluation criteria of the RFP
	Required Transactional Documents
2.1	Land Disposition Agreement for the Property
2.2	Escrow Agreement
2.3	Right of Entry and License Agreement (For the Successful RFP Respondent's on-site Due Diligence Investigations)
2.4	Reserved Easement Agreement
2.5	Repurchase Agreement

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2.6	Release for Site Visit
Town Meeting Votes for REHOD and Property Disposition	
3.1	Certified Copy of Article 15 adopted at the 2014 Wayland Annual Town Meeting to "Amend Zoning Bylaw Chapter 198: Rivers Edge Housing Overlay Zoning District," with attached map of Rivers Edge Housing Overlay Zoning District
3.2	Certified Copy of Article 16 adopted at the 2014 Wayland Annual Town Meeting to "Transfer and Dispose of Septage Facility Land and Adjacent Town-Owned Land on Boston Post Road" with attached Map
Title Information	
4.1	Approval Not Required Plan dated [REDACTED], endorsed by the Wayland Planning Board on [REDACTED], recorded in the Registry as Plan No. [REDACTED] of [REDACTED]
4.2	Wayland Assessors Map 22 showing Parcels 22-3, 22-6 and 22-7
4.3	Order of Taking dated January 11, 1971 and recorded with the Middlesex South Registry of Deeds in Book 11943, Page 420, together with the plan recorded in the Registry as Plan Number 27 of 1971
4.4	Order of Taking dated May 15, 1978 and recorded with the Middlesex South Registry of Deeds in Book 13443, Page 177, together with the plan recorded in the Registry as Plan Number 482 of 1978
4.5	Order of Taking dated November 15, 1965 and recorded with the Middlesex South Registry of Deeds in Book 11003, Page 389, together with the plan recorded in the Registry as Plan Number 1582 of 1965
4.6	Surplus Declaration and Transfer of Custody pursuant to M.G.L. c. 40, § 15A, by the Wayland Department of Public Works dated [REDACTED]
Property Information and Design Guidelines	
5.1	Appraisal Report dated [REDACTED]
5.2	River's Edge Design Guidelines
5.3	List of Town Consultants
5.4	Tata & Howard Perk Tests
5.5	Site Plan with site limits and zoning
Environmental	
6.1	Tighe & Bond Phase I Environmental Site Assessment and a Limited Phase II Investigation dated October 2012
6.2	Wayland Board of Health Site Assignment dated February 9, 1979
6.3	Wayland Board of Health Permit to Operate Sanitary Landfill dated June 16, 1980
6.4	Wayland Board of Health [or the Massachusetts Department of Environmental Protection] Decision amending Site Assignment to remove that portion of the Property that is subject to disposition pursuant to this RFP
6.5	DEP Post-Closure Use Permit [If applicable]
Wetlands	
7.1	Abbreviated Notice of Resource Area Delineation ("ANRAD") filed with the Wayland Conservation Commission seeking an Order of Resource Area Delineation ("ORAD")

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7.2	Design requirement guidelines for riverfront issued by the Wayland Conservation Commission for design guidance prior to ORAD issuance
	Utilities
8.1	Water Connection Fees and Rates
8.2	Sewer Connection Fees and Rates
8.3	Utilities Plan
	Affordable Housing
9.1	DHCD's Form of "Local Initiative Program Regulatory Agreement and Declaration of Restrictive Covenants for Rental Project, Local Action Units"
	Permitting (Traffic etc.)
10.1	Wayland Historical Commission dated [REDACTED] as to historical significance

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EXHIBIT 1.1

PROPOSAL FORM

Disposition of Municipal Real Estate – River’s Edge Property

TOWN OF WAYLAND
c/o Town Manager
Town Building
41 Cochituate Road
Wayland, Massachusetts 01778

On behalf of the Person or Business Submitting the Proposal (“the “RFP Respondent”), having been duly authorized, I represent that:

The name and address of the RFP Respondent are:

The name, address, email address, and business phone of the RFP Respondent’s principal contact person for all matters concerning this RFP are:

The RFP Respondent acknowledges receipt of the following Addenda to the RFP:

Addendum _____ dated _____
Addendum _____ dated _____

The RFP Respondent constitutes the following type of entity with the following principals (use separate sheet if necessary):

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If a corporation, the State of Incorporation and the officers and directors are:

If a limited liability company, the state of organization and the manager and members are:

If a partnership or a limited partnership, the state of organization and the general partners are:

If a trust, name of trust, the state of organization, the trustees and the Registry book and page for the recorded trust instrument are:

If an other form of person or entity, specify the type of entity, state of organization and the and its principals:

The following Town of Wayland officials and employees have a financial interest in the RFP Respondent or are related (by blood or marriage) to any of the partners, officers, directors, trustees, managers or employees of the RFP Respondent:

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On behalf of the RFP Respondent, having been duly authorized, I represent and agree that:

1. The RFP Respondent is one of the following (specify yes or no to each):
 - o A public agency (____)
 - o A non-profit organization (____)
 - o A limited dividend organization (____)
 - o A private party that shall form a limited dividend organization for purposes of the acquisition and development of the Property (____) or
 - o None of the above (____).

2. Within 30 days from receipt of the Notice of Award, or such further time as Town may agree in writing, the RFP Respondent will execute the Land Disposition Agreement (Exhibit 2.1), Escrow Agreement (Exhibit 2.2), Right of Entry and License Agreement (Exhibit 2.3), Reserved Easement Agreement (Exhibit 2.4), and Repurchase Agreement (RFP Exhibit 2.5), each in the form attached to the RFP with such amendments thereto as are reflected in the above Addenda (if any) to the RFP or as may otherwise be approved by the Town's Board of Selectmen in accordance with the procedures set forth in the RFP.

3. This Proposal will remain subject to acceptance by the Town of Wayland ("Town") for 180 days after the date of submission of proposals or for such additional time as the Town and the RFP Respondent may agree in writing.

4. The RFP Respondent has enclosed with its proposal a Certified Check payable to the Town of Wayland in the amount of \$10,000. The RFP Respondent understands and agrees that this Certified Check shall be (a) deposited by the Town to general revenues and the \$10,000 amount shall be forfeited to the Town by the RFP Respondent in the event the RFP Respondent receives the Notice of Award for the Project from the Town but fails or refuses to execute the required Land Disposition Agreement and the other documents identified in Section 2 above within 30 days from receipt of the Notice of Award, or (b) deposited by the Town and applied toward the required deposit under Section 2.2 of the Land Disposition Agreement in the event the RFP Respondent receives the Notice of Award for the Project from the Town and timely executes the required Land Disposition Agreement and the other documents identified in Section 2 above, or (c) returned to the RFP Respondent in the event the Town rejects all proposals or rejects the RFP Respondent's Proposal.

Signature

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Name of Person Signing

Title

Name of Business

Address

Date

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EXHIBIT 1.2

**Price Summary Form, Project Pro Forma, and
Statement of Estimated Tax Revenue**

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EXHIBIT 1.2

**PRICE SUMMARY FORM, PROJECT PRO FORMA, AND
STATEMENT OF ESTIMATED TAX REVENUES**

Disposition of Municipal Real Estate – River's Edge Property

TOWN OF WAYLAND
Town Building
41 Cochituate Road
Wayland, Massachusetts 01778

Name of RFP Respondent: _____

PURCHASE PRICE – BASE CASE

The RFP Respondent (as Buyer) agrees to pay to the Town of Wayland (as Seller) the following purchase price for the purchase of the Property identified in the RFP (“Purchase Price”):¹²

Base Case	Purchase Price
Base Case Purchase Price	

Under the Base Case, the RFP Respondent shall purchase the Property and be solely responsible for all costs and expenses of the Project including without limitation all costs and expenses for the RFP Respondent to undertake and complete the Demolition Work concerning the former Wayland/Sudbury Septage Facility, to design and construct the Water Main Extension to connect the Project to the public water supply, and to design and construct the On-Site Package Treatment Plant. The RFP Respondent's [contractor's or engineering estimate](#) of its costs and expenses for each of these three items is as follows (each and [“Engineering Estimate”](#)):

Item	Engineering Estimate
Demolition Work concerning the former Wayland/Sudbury Septage Facility (Contractor's Estimate)	
Water Main Extension (Engineering Estimate)	
On-Site Package Treatment Plant (Engineering Estimate)	

Under the Base Case, in addition to the Purchase Price, the RFP Respondent agrees to pay to the Town:

¹² Capitalized terms are defined below or are defined in the RFP.

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- A. The difference (if greater than \$0.00) between (i) the above ~~Engineering~~ Estimate of the costs and expenses for the Demolition Work concerning the former the Wayland/Sudbury Septage Facility and (ii) the actual costs and expenses incurred for the Demolition Work concerning the former the Wayland/Sudbury Septage Facility accounted for in accordance with RFP Section E.3;
- B. All applicable and lawful taxes, betterments, assessments, connection fees and annual use rates (*i.e.* for public water) assessed by the Town to the Property in accordance with Massachusetts law; and
- C. All closing costs and other charges to be assessed to the Buyer in accordance with the Land Disposition Agreement to be executed with the Town and the RFP Respondent.

Attached hereto as Addendum 1 is the RFP Respondent's Pro Forma for the Project (Base Case). [Please complete in the form attached].

Attached hereto as Addendum 2 is the RFP Respondent's Statement of Estimated Tax Revenues (Base Case). [Please complete in the form attached].

ALTERNATIVES – AT TOWN'S OPTION

In an effort to expedite the Project and assist its connection to public water and public sewer, the RFP identifies three alternatives to the Base Case, each contingent on State funding being provided to the Town and each at the Town's sole and exclusive option. The RFP Respondent must identify its proposed Purchase Price for the Property for each of the three alternatives as follows:

1. Purchase Price – Alternative 1 (As to Public Water):

Alternative 1 is the same as the Base Case except that, at Town's sole and exclusive option and contingent on State funding, the Town may enter into a separate agreement with the RFP Respondent whereby the Town (rather than the RFP Respondent) will design and construct the Water Main Extension.

Alternative	Purchase Price
Alternative 1 Purchase Price	

2. Purchase Price – Alternative 2 (As to Public Sewer):

Alternative 2 is the same as the Base Case except that, in lieu of the RFP Respondent constructing the On-Site Package Treatment Plant, at the Town's sole and exclusive option and subject to a separate agreement among the Town, the RFP Respondent and the

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Wayland Wastewater Management District Commission established pursuant to Chapter 461 of the Acts of 1996 as amended by Chapter 374 of the Acts of 2006 (“WWMDC”), (a) the Town or WWMDC will design and construct the Sewer Extension to connect the Property to and from the Municipal Wastewater Facility; (b) the Property shall be conveyed subject to the Reserved Leaching Field Easement for the benefit of the Town and WWMDC; (c) subject to applicable procurement requirements and contingent on State funding, the Town, WWMDC and/or the RFP Respondent shall construct the Reserved Easement Improvements to the Town’s or WWMDC’s specifications within the Reserved Leaching Field Easement Area, and (d) the RFP Respondent shall pay to the Town or the WWMDC as applicable all lawful sewer betterments, assessments, connection fees and annual use rates for connection to and use of the public sewer.

Alternative	Purchase Price
Alternative 2 Purchase Price	

3. Purchase Price – Alternative 3 (As to Public Water and Public Sewer):

Alternative 3 combines Alternatives 1 and 2. Alternative 3 is at the Town’s sole and exclusive option, contingent on State funding, and subject to the separate agreements referenced in Alternatives 1 and 2.

Alternative	Purchase Price
Alternative 3 Purchase Price	

AUTHORIZED SIGNATURE

This Proposal will remain subject to acceptance by the Town of Wayland for 180 days after the date of submission of proposals or for such additional time as the Town and the RFP Respondent may agree in writing.

Signature

Name of Person Signing

Title

Date

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**ADDENDUM 1 TO PRICE SUMMARY FORM:
PROJECT PRO FORMA**

Name of RFP Respondent: _____

**OPERATING PRO FORMA
FIRST FULL OPERATING YEAR:**

Project Revenues						
Market Units						
# Units	Type	Avg Size	Total SF	Mo Rent	Rent psf/yr	Annual Revenues
	Studio			\$	\$	\$
	1-BR			\$	\$	\$
	2-BR			\$	\$	\$
	3-BR			\$	\$	\$
				<i>Average</i>	\$	\$
				\$	\$	\$
Affordable Units						
# Units	Type	Avg Size	Total SF	Mo Rent	Rent psf/yr	Annual Revenues
	Studio			\$	\$	\$
	1-BR			\$	\$	\$
	2-BR			\$	\$	\$
	3-BR			\$	\$	\$
				<i>Average</i>	\$	\$
				\$	\$	\$
Total Market + Affordable Units						
				<i>Average</i>	\$	\$
				\$	\$	\$
Plus: Miscellaneous Income (tenant fees)						\$
Gross Revenues						\$
Less: 5% vacancy						\$
Effective Gross Income					Revenue/unit	\$

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Operating Expenses		
	Per unit cost	Expenses
Administrative	\$	\$
Marketing & Leasing	\$	\$
Repairs & Maintenance	\$	\$
Payroll (Maintenance & Manager Staff)	\$	\$
Property Management Fee	\$	\$
Insurance	\$	\$
Utilities	\$	\$
Other:	\$	\$
Real Estate Taxes (see attached)	\$	\$
Total Expenses	\$	\$
Expenses as % of Effective Gross Income		%

	Per unit	Total
NET OPERATING INCOME	\$	\$

		Per unit	Total
PROPERTY VALUE	5.0% cap rate	\$	\$

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ADDENDUM 2 TO PRICE SUMMARY FORM:

STATEMENT OF ESTIMATED TAX REVENUES (BASE CASE)

Name of RFP Respondent: _____

Project Revenues	
Gross Revenues (from Pro Forma)	\$
Less: 5% vacancy	\$
Effective Gross Income	\$

Operating Expenses	30%	\$
---------------------------	-----	----

NET OPERATING INCOME	\$
-----------------------------	----

Estimated Property Assessment	8.0% cap rate	\$
--------------------------------------	---------------	----

Estimated Taxes based on FY2015 Tax Rate	\$18.35	\$
---	---------	----

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EXHIBIT 1.3
PROJECT SCHEDULE

River's Edge, Wayland MA

Name of RFP Respondent: _____

The RFP Respondent proposes to commence and complete the Project in accordance with the following critical path time schedule:

Note: Town's required dates are included in the list below. The RFP Respondent can reorder and add to the steps below as it considers appropriate. The RFP Respondent must include proposed milestones for all items below.

- The RFP Respondent will execute the Land Disposition Agreement within 30 days from the Notice of Award from the Town.
- The RFP Respondent will complete all Due Diligence Investigations within 60 days after the execution of the Land Disposition Agreement.
- The RFP Respondent will file for all necessary governmental permits and approvals within ___ days after the execution of the Land Disposition Agreement.
- The RFP Respondent will use its best efforts to obtain all necessary governmental permits and approvals within ___ days after the execution of the Land Disposition Agreement (not including any time necessary to resolve any third party appeals).
- The RFP Respondent will secure any necessary financing for the Project within ___ days after the execution of the Land Disposition Agreement.
- The RFP Respondent will close on the acquisition of the Property within __ days after the issuance of a Building Permit for the Project.
- The RFP Respondent will commence construction within **ninety (90) days** after Closing.
- The Successful RFP Respondent shall complete the construction of the Project not later than **eighteen (18) months** after Closing.

Absent delays caused by third party appeals or other matters beyond the reasonable control of the RFP Respondent, the RFP Respondent anticipates that the critical path time schedule

RFP # 15-24 - RIVER'S EDGE PROPERTY, WAYLAND, MA

from execution of the Land Disposition Agreement until completion of construction will be _____ months.

The RFP Respondent proposes to track the critical path time schedule for the Project using _____ software.

Optional: The RFP Respondent has attached hereto the initial proposed critical path time schedule for the Project prepared in the format of that software program.

Signature

Name of Person Signing

Title

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EXHIBIT 1.4

CERTIFICATE OF NON-COLLUSION

The undersigned certifies under penalties of perjury that the bid or proposal submitted relative to this project is in all respects bona fide, fair and made without collusion or fraud with any other person, joint venture, partnership, corporation or other business or legal entity.

Signature

Name (Person signing Proposal)

(Company)

(Date)

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No agreement to rent or to sell real property to or to rent or purchase real property from a public agency, and no renewal or extension of such agreement, shall be valid and no payment shall be made to the lessor or seller of such property unless a statement, signed, under the penalties of perjury, has been filed by the lessor, lessee, seller or purchaser, and in the case of a corporation by a duly authorized officer thereof giving the true names and addresses of all persons who have or will have a direct or indirect beneficial interest in said property with the commissioner of capital asset management and maintenance. The provisions of this section shall not apply to any stockholder of a corporation the stock of which is listed for sale to the general public with the securities and exchange commission, if such stockholder holds less than ten per cent of the outstanding stock entitled to vote at the annual meeting of such corporation. In the case of an agreement to rent property from a public agency where the lessee's interest is held by the organization of unit owners of a leasehold condominium created under chapter one hundred and eighty-three A, and time- shares are created in the leasehold condominium under chapter one hundred and eighty-three B, the provisions of this section shall not apply to an owner of a time-share in the leasehold condominium who (i) acquires the time-share on or after a bona fide arms length transfer of such time-share made after the rental agreement with the public agency is executed and (ii) who holds less than three percent of the votes entitled to vote at the annual meeting of such organization of unit owners. A disclosure statement shall also be made in writing, under penalty of perjury, during the term of a rental agreement in case of any change of interest in such property, as provided for above, within thirty days of such change.

Any official elected to public office in the commonwealth, or any employee of the division of capital asset management and maintenance disclosing beneficial interest in real property pursuant to this section, shall identify his position as part of the disclosure statement. The commissioner shall notify the state ethics commission of such names, and shall make copies of any and all disclosure statements received available to the state ethics commission upon request.

The commissioner shall keep a copy of each disclosure statement received available for public inspection during regular business hours.

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(9) This Disclosure Statement is hereby signed under penalties of perjury.

PRINT NAME OF DISCLOSING PARTY (from section 4, above)

AUTHORIZED SIGNATURE of DISCLOSING PARTY DATE (MM/ DD/ YYYY)

PRINT NAME & TITLE of AUTHORIZED SIGNER

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EXHIBIT 1.6

Non-Delinquency Statement Required by M.G.L. c. 60, § 77B

I/We, the undersigned, under the pains and penalties of perjury, state that neither I/we nor any person who would gain equity in the Property that is the subject of this RFP Response has ever been convicted of a crime involving the willful and malicious setting of a fire or of a crime involving the aiding, counseling or procuring of a willful and malicious setting of a fire, or of a crime involving the fraudulent filing of a claim for fire insurance; or is delinquent in the payment of real estate taxes to the Town of Wayland, or if delinquent, that a pending application for abatement of such tax, or a pending petition before the appellate tax board or the county commissioners has been filed in good faith.

Signature

Name of Person Signing

Title

Name of Business

Address

Federal Identification Number or Social Security Number

Note: If there is to be more than one grantee of the deed for the Property, each grantee must file such statement, and no such deed shall be valid unless it contains a recitation that the board or officer granting the deed has received such statement. See M.G.L. c. 60, § 77B.

RFP # 15-24 - RIVER'S EDGE PROPERTY, WAYLAND, MA

EXHIBIT 1.7

**Commitment for Payment in Lieu of Taxes Calculated
In Accordance with M.G.L. C. 44, § 63A**

I/We, the undersigned, acknowledge that General Laws Chapter 44, Section 63A, provides as follows:

Whenever in any fiscal year a town, which term, as used in this section, shall include a city, shall sell any real estate, the board or officer executing the deed therefor in the name and behalf of the town shall, as a condition precedent to the power to deliver such deed, receive from the grantee as a payment in lieu of taxes allocable to the days ensuing in said fiscal year after the date of such deed, a sum which shall be equal to such portion of a pro forma tax computed as hereinafter provided as would be allocable to the days aforesaid if such pro forma tax were apportioned pro rata according to the number of days in such fiscal year; provided, however, that whenever the said real estate shall be sold between January second and June thirtieth of the fiscal year, the town shall also receive an additional amount equal to the entire pro forma tax computed as hereinafter provided and allocable as a payment in lieu of taxes for the next succeeding fiscal year. Such pro forma tax shall be computed by applying the town's tax rate for the fiscal year of the sale, or, if such rate is not known, the town's tax rate for the fiscal year next preceding that of the sale, to the sale price after crediting any exemption to which, if the deed had been executed and delivered on January first of such next preceding fiscal year, the grantee would have been entitled under section five of chapter fifty-nine. A recitation in the deed that there has been full compliance with the provisions of this section shall be conclusive evidence of such fact. Sums received under this section shall not be subject to section sixty-three of this chapter or to section forty-three of chapter sixty, but shall be credited as general funds of the town.

If awarded the contract for the disposition of the Property, I/we commit to make at the closing the required Payment in Lieu of Taxes calculated in accordance with General Laws Chapter 44, Section 63A.

Signature

Name of Person Signing

Title

RFP # 15-24 - RIVER'S EDGE PROPERTY, WAYLAND, MA

EXHIBIT 1.8

CERTIFICATION AS TO PAYMENT OF TAXES

Pursuant to G.L. c.62C, § 49A, I, _____, hereby certify under the pains and penalties of perjury that _____ (RFP Respondent) has complied with all laws of the Commonwealth of Massachusetts relating to the payment of taxes and has filed all state tax returns and paid all State taxes required under law.

Date

Signature of Authorized
Representative of RFP Respondent

Federal ID Number of Contractor

Title

RFP # 15-24 - RIVER'S EDGE PROPERTY, WAYLAND, MA

EXHIBIT 1.9

EVIDENCE OF AUTHORIZATION/CORPORATE RESOLUTION

(to be filed if Contractor is a Corporation)

I, _____, certify that I am the duly qualified Secretary of
_____ and I further certify
(Name of Corporation)

that a meeting of the Directors of said Corporation duly called and held on
_____, at which all (or a quorum) of the Directors were present and
voting, _____, holding the position of _____,

was duly authorized to execute on behalf of the Corporation the Proposal Form, Price
Summary Form, Land Disposition Agreement, and related Forms, Contracts, and
Agreements pertaining to RFP # 15-24 for the River's Edge Property, Wayland, MA.

I further certify that the above authority is still in effect and has not changed or modified in
any respect.

By: _____
(Secretary of Corporation)

A True Copy:

Attest: _____
(Notary Public)

My Commission Expires: _____

RFP # 15-24 - RIVER'S EDGE PROPERTY, WAYLAND, MA

EXHIBIT 1.10

Form in which the RFP Respondent explains (with supporting documentation as necessary) how the RFP Respondent's Proposal meets or exceeds the comparative evaluation criteria of the RFP

RFP # 15-24 - RIVER'S EDGE PROPERTY, WAYLAND, MA

EXHIBIT 2.1

Form of Land Disposition Agreement for the Property

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EXHIBIT 2.2

Form of Escrow Agreement

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EXHIBIT 2.3

**Form of Right of Entry Agreement
(for the Successful RFP Respondent's Due Diligence Investigations after Execution of
the LDA and prior to Closing)**

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EXHIBIT 2.4

Form of Reserved Easement Agreement

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EXHIBIT 2.5

Form of Repurchase Agreement

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EXHIBIT 2.6

Form of Release for Site Visit

RFP # 15-24 - RIVER'S EDGE PROPERTY, WAYLAND, MA

RELEASE OF LIABILITY

The undersigned visitor ("Visitor") voluntarily provides this Release of Liability ("Release") to the Town of Wayland (the "Town") on this ___ day of _____, 2015.

WHEREAS, The Town has agreed to provide Visitor with access to the Town's property located at 484-490 Boston Post Road, Wayland, Massachusetts (the "Town Property") for the purpose of Visitor inspecting the Town Property in connection with a potential response to Town Request for Proposals # 15-24.

NOW THEREFORE, in consideration for the Town providing the Visitor with such access, Visitor states and agrees as follows:

1. Visitor acknowledges that physically accessing the Town Property involves the risk of bodily injury to or damage to personal property of the Visitor.
2. Visitor agrees that Visitor has assumed all risk of such access and that the Visitor will not sue the Town or otherwise make any claim against the Town on account of any bodily injury, property damage or otherwise resulting from that access.
3. Visitor on behalf of himself or herself and on behalf of his or her heirs, executors, administrators, trustees, beneficiaries, employers, employees, agents, successors and assigns hereby releases the Town of Wayland and its boards, commissions, committees, employees, agents, attorneys, insurers, successors and assigns from any claims, damages, injuries, causes of action arising out of or relating to such access to the Town Property.
4. Visitor agrees to be solely responsible for his or her own safety and to take every precaution to provide for his or her own safety and well-being while accessing the Town Property. Visitor acknowledges that Visitor is not required to access the Town Property.

I have read this Release and sign it voluntarily and of my own free will.

VISITOR:

DATE: _____, 2015

Name:

Title:

RFP # 15-24 - RIVER'S EDGE PROPERTY, WAYLAND, MA

EXHIBIT 3.1

**Certified Copy of Article 15 adopted at the 2014 Wayland Annual Town Meeting
To "Amend Zoning Bylaw Chapter 198: Rivers Edge Housing
Overlay Zoning District," with attached map of Rivers Edge Housing
Overlay Zoning District**

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EXHIBIT 3.2

**Certified Copy of Article 16 adopted at the 2014 Wayland Annual Town Meeting
To "Transfer and Dispose of Septage Facility Land and Adjacent
Town-Owned Land on Boston Post Road" with attached Map**

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EXHIBIT 4.1

Approval Not Required Plan dated _____, endorsed by the Wayland Planning Board on _____, recorded in the Registry as Plan No. _____ of _____

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EXHIBIT 4.2

Wayland Assessors' Map 22 showing numbered Parcels 22-3, 22-6 and 22-7

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EXHIBIT 4.3

Order of Taking dated January 11, 1971 and recorded with the Middlesex South Registry of Deeds in Book 11943, Page 420, together with the plan recorded in the Registry as Plan Number 27 of 1971

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EXHIBIT 4.4

Order of Taking dated May 15, 1978 and recorded with the Middlesex South Registry of Deeds in Book 13443, Page 177, together with the plan recorded in the Registry as Plan Number 482 of 1978

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EXHIBIT 4.5

Order of Taking dated November 15, 1965 and recorded with the Middlesex South Registry of Deeds in Book 11003, Page 389, together with the plan recorded in the Registry as Plan Number 1582 of 1965

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EXHIBIT 4.6

**Surplus Declaration and Transfer of Custody pursuant to M.G.L. c. 40, § 15A
By the Wayland Department of Public Works dated _____**

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EXHIBIT 5.1

Appraisal Report dated _____

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EXHIBIT 5.2

River's Edge Design Guidelines

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EXHIBIT 5.3

List of Town Consultants

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EXHIBIT 5.4

Tata & Howard Perk Tests

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EXHIBIT 5.5

Site Plan with Site Limits and Zoning

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EXHIBIT 6.1

**Tighe & Bond Phase I Environmental Site Assessment and a Limited Phase II
Investigation dated October 2012**

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EXHIBIT 6.2

Wayland Board of Health Site Assignment dated February 9, 1979

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EXHIBIT 6.3

Wayland Board of Health Permit to Operate Sanitary Landfill dated June 16, 1980

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EXHIBIT 6.4

Wayland Board of Health *[or the Massachusetts Department of Environmental Protection]* Decision amending Site Assignment to remove that portion of the Property that is subject to disposition pursuant to this RFP

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EXHIBIT 6.5

DEP Post-Closure Use Permit

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EXHIBIT 7.1

Abbreviated Notice of Resource Area Delineation (“ANRAD”) filed with Wayland Conservation Commission Seeking Order of Resource Area Delineation (“ONRAD”)

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EXHIBIT 7.2

**Design Requirement Guidelines for Riverfront Issued by the Wayland
Conservation Commission for Design Guidance prior to ORAD Issuance**

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EXHIBIT 8.1

Water Connection Fees and Rates

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EXHIBIT 8.2

Sewer Connection Fees and Rates

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EXHIBIT 8.3

Utilities Plan

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EXHIBIT 9.1

**DHCD's Form of "Local Initiative Program Regulatory Agreement and Declaration
of Restrictive Covenants for Rental Project, Local Action Units"**

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EXHIBIT 10.1

Wayland Historical Commission Dated _____ as to Historical Significance