

**City of Waltham Massachusetts
Community Preservation Act
Historic, Open Space and Recreation
Funding Application WCPA-1**



APPLICANT INFORMATION

Name of Applicant ⁽¹⁾ City of Waltham

Name of Co-Applicant, if applicable ⁽¹⁾ _____

Contact Name Jeannette A. McCarthy, Mayor

Mailing Address 610 Main Street, Waltham, MA 02452

Daytime Phone (i.e. of Proposal Applicant) (781) 314-3100

PROJECT BASICS

Address of Project (or Assessor's Parcel ID) 200 Trapelo Road, Waltham, MA - Fernald, CERC and Shriver parcels

(With the exception of the Power Plant and adjacent area which is not subject to this funding request.)

CPA Category (check all that apply):

- ☒ Open space
- ☒ Historic preservation
- ☒ Open space recreation
- ☐ Community Housing (You must also complete Application WCPA-2)

CPA Funding Requested \$3,630,000

Total Cost of Proposed Project \$3,730,000

PROJECT DESCRIPTION

Attach answers to the following questions. Applications will be returned as incomplete if all requested information is not provided. Include supporting materials as necessary.

GOALS: What are the goals of the proposed project?

COMMUNITY NEED: Why is this project needed? Does it address needs identified in existing City plans?

COMMUNITY SUPPORT: What is the nature and level of support for this project? Include letters of support and any petitions.

TIMELINE: What is the schedule for project implantation? Include a timeline for all critical items for their

completion.

CREDENTIALS: How will the experiences of the Applicant(s) contribute to the success of this project?

Success Factors: How will the success of this project be measured? Be specific.

BUDGET: What is the total budget for this project? How will the CPA funds portion be spent? All items of expenditure must be clearly identified and justified. Detail the hard and soft costs. Identify contingencies.

OTHER FUNDING: What additional funding sources are available, committed, or under consideration? Include commitment letters if available. Identify all sources of other funding which have been sought for this project and the status of the requests.

MAINTENANCE: If ongoing maintenance is required for your project, how will it be funded? (Note that CPA Funds may not be used for maintenance, but maintenance is an important consideration for all projects.)

ADDITIONAL INFORMATION

Provide the following additional information, *as applicable*.

DOCUMENTATION: Provide written documentation that you have control over the site, such as Purchase and Sale Agreement, option, or deed.

CONSTRUCTION OR REHABILITATION: ⁽²⁾ For projects with construction or rehabilitation, provide floor plans, elevations including the existing and proposed site plan(s), and any additional drawings or photographs which visually describe the project.

ZONING: Provide evidence that the project is in compliance with the current City Zoning Ordinance as Amended, as well as all other laws and regulations. If zoning relief is required, note the parts of the proposal not in compliance with the Zoning Ordinance, and when an application will be made to the Zoning Board of Appeals.

CITY APPROVALS: Provide evidence that the appropriate City Boards and Commissions approve of the project (Waltham Historical Commission for Historic, Conservation Commission for Open Space, Park & Recreation Board for Recreation, and Waltham Housing Authority for Community Housing). As an example, a project in a City park would require that the Park & Recreation Board accept the project.

HAZARDOUS MATERIALS: Provide evidence that the proposed site is free of hazardous materials or that there is a plan for remediation in place.

PROFESSIONAL STANDARDS: Provide evidence that appropriate professional standards will be followed if construction, restoration, or rehabilitation is proposed.

LEVERAGED ADDITIONAL BENEFITS: Provide information indicating how this project can be used to achieve additional community benefits.

Notes:

(1) City Property: If the proposal is located on City-owned land, either the Applicant or Co-Applicant must be the City Board, Commission or Department that has custody of the land.

(2) Appraisals: If the requested funds are for a real estate acquisition, an independent appraisal will be required which the Applicant will be required to fund. No funding decisions will be made without an independent appraisal. Additional appraisals may be required for final approval.

FOR COMMUNITY PRESERVATION COMMITTEE USE ONLY

Application received on _____

Application received by _____

Date Project presented to CPC for Submission Acceptance Process _____

Was Project accepted for Consideration? _____

If accepted for Consideration, Project Public Hearing date _____

Following meeting Date for decision to recommend for funding _____

Was project recommended for funding to the City Council? _____

Was project funded by the City Council? _____

If project funded by the City Council, for how much? _____

Date funding Contract signed with applicant _____

APPLICATION SUBMISSION REQUIREMENTS

Proposals for Community Preservation Act funding must be submitted using the City of Waltham's Application forms WCPA-1 and WCPA-2.

If the proposal is exclusively a community housing project, applicants must submit WCPA-2. If the proposal combines community housing with any other funding category, both WCPA-2 and the WCPA-1 must be submitted. Otherwise applicants can submit just WCPA-1.

All information requested on the application forms must be included with the proposal at the time of submission or it will not be accepted for consideration. Applications may not include any handwritten information.

Applications and all supporting documentation must be submitted as hardcopy with eleven (11) copies (including one unbound for reproduction) to the official mailing address as specified in Article VI. If an Application is recommended for funding by the CPC, then an additional 17 copies must be provided for use by the City Council.

Applicants are encouraged to include any maps, diagrams, and/or photographs pertaining to the project. Letters of support for the project from community organizations or other sources may also be submitted.

Applicants will also submit an electronic version of each and every document submitted in their application if available, either on CD or USB flash drive, preferably in Portable Document Format (PDF) or other commonly used file formats (eg. .doc, .docx, .xls, .xlsx, .jpeg).

Applicants should include actual quotes for project costs whenever possible. If not available, estimates may be used, provided the basis of the estimate is fully explained.

Applicants should pursue matching or supplemental funds from state, federal and/or private sources when available.

Applicants should detail who will be responsible for project implementation and management. Their relevant experience should be included in the narrative. Please be sure that project management costs have been included in the overall project budget.

CITY OF WALTHAM
COMMUNITY PRESERVATION ACT
HISTORIC, OPEN SPACE AND RECREATION
FUNDING APPLICATION WCPA -1
FOR FERNALD, CERC AND SHRIVER PARCELS

PROJECT DESCRIPTION

GOALS

To purchase Fernald parcels including the CERC and Shriver parcels from Commonwealth of Massachusetts.

To delineate and replicate any wetlands on site to reduce/prevent flooding in the Tip Top Terrace/Shirley Road neighborhoods and downstream, i.e. Waverley Oaks Road and Beaver Brook.

To demolish any surplus buildings and excess pavement to accomplish the above.

See Attached Scope of Work. Planning Map A dated October 20, 2009 is available to the Committee if desired.

COMMUNITY NEED

The Fernald, CERC and Shriver parcels have long been sought after and identified in the City's Plans. Trapelo Road is a densely populated area, and overdevelopment of the parcels by third parties would negatively impact North Waltham and the entire City of Waltham.

COMMUNITY SUPPORT

The Waltham City Council, Mayor and various community groups/individuals have supported acquisition of these parcels.

TIME LINE: ASAP

According to DCAMM, our Legislative Delegation must file the legislation by June 30, 2014, and hopefully it will be approved before the end of the current State Legislative Session, which ends July 31, 2014. The price of \$3,700,000.00 is contingent upon a closing on the properties prior to December 31, 2014.

CREDENTIALS

The City of Waltham has successfully acquired the former Met State parcel, the former Gaebler Hospital parcel and the former Lot 1 parcel from the Commonwealth and has successfully worked with DCAMM to get the Fernald acquisition to this point.

BUDGET

| | |
|--|-------------------|
| Acquisition Cost (includes 3% Commonwealth Fee \$111,000.00) | \$3,700,000.00 |
| Associated Closing Costs | <u>30,000.00</u> |
| Total | \$3,730,000.00 |
| Less City Contribution | <u>100,000.00</u> |
| Balance of amount requested from CPA | \$3,630,000.00 |

OTHER FUNDING

\$100,000.00 City contribution pending City Council approval.
City also paid for title search.

MAINTENANCE

Land and buildings will be in the City's General Inventory.

DOCUMENTATION

Please see DCAMM letter and City Council Order #_____.

CONSTRUCTION OR REHABILITATION

None.

ZONING

Conservation/Recreation District.

CITY APPROVALS

See City Council Order #_____.
Special Act of the Legislature and Governor required.

HAZARDOUS MATERIALS

TechLaw Inc. Draft Environmental Assessment Report dated October 22, 2009 and GZA GeoEnvironmental, Inc. draft Evaluation of Environmental Conditions report dated July 2010 are available if desired.

PROFESSIONAL STANDARDS

Although the buildings selected for demolition are not on the National Historic Register, Fernald itself has been designated as an Historic District and many of the buildings are on the National Historic Register and will require compliance with the same by hiring of environmental, architectural and/or historic experts. National Historic Register documents regarding Fernald are available to the Committee if desired.

LEVERAGED ADDITIONAL BENEFITS

Reduction/prevention of neighborhood and downstream flooding.

Proposed state legislation is determining the value of the property for acquisition purposes.



City of Waltham

Jeannette A. McCarthy
Mayor

SCOPE OF WORK

If the City Council authorizes me to sign DCAMM's letter of May 1, 2014 and legislation is passed by the State Legislature and Governor, I will undertake the following steps:

INITIAL SCOPE OF WORK:

1. Purchase the property;
2. Hire a security company (by appropriate process) to patrol the approximate 200 acres;
3. Take necessary steps to secure the buildings. (In anticipation of closing on the parcels, I will obtain from MIIA and the City's Purchasing Agent recommendations regarding insuring any buildings);

SUBSEQUENT SCOPE OF WORK:

(An additional CPA Application will be filed.)

4. Hire an expert (by appropriate process) to delineate the wetlands (mapping etc.) and identify which buildings should be demolished and which roadway and parking lot pavings should be removed to reduce/prevent the flooding in the Tip Top Terrace/ Shirley Road neighborhoods and downstream, i.e. Waverley Oaks Road and Beaver Brook. These buildings were previously identified as "the 11 cottages" and Site 5 in the northwest section of the property, the "Nurse's Hall" in the northeast section of the property and possibly the CERC building in the northern section of the property. See Map A. Upon receipt of said report, it will be forwarded to the Waltham City Council, and appropriate petitions with ConCom, DEP and Army Corps of Engineers will be made, where necessary;
5. Seek declaration of surplus from the Waltham City Council and then put a bid out to demolish any surplus buildings. Attached is a 2010 memo regarding the cost of demolition of other state buildings at Gaebler and Met State;
6. Put a bid out to reconstruct the wetlands and remove any unnecessary roadway and parking lot pavings; and
7. Simultaneously conduct the next planning steps with the Waltham City Council and Mayor through public processes including meetings involving the abutting neighborhoods, the general public and city departments.

Scorzella, Nancy

From: Vokey, Ronald
Sent: Wednesday, January 06, 2010 9:06 AM
To: Scorzella, Nancy
Cc: Mayor
Subject: Demo costs

The cost to demolish Gaebler – bid price – was \$647,500 which included asbestos abatement.

The cost to demolish the "Nurses Residence" - was \$434,000, again including asbestos abatement.

Scorzella, Nancy

From: Harrell, Dana (DCP) <dana.harrell@state.ma.us>
Sent: Thursday, May 01, 2014 4:23 PM
To: Mayor
Cc: Barrett, Mike (SEN); Lawn, John (HOU); Stanley, Thomas (HOU); Cornelison, Carole (DCP); Randolph, Dolores A (DCP); Grigsby, Taran (DCP); McMahon, Martha (DCP); Billera, John (DCP); Tsapalis, Nicholas (DCP); Harrell, Dana (DCP)
Subject: FERNALD SALE/PARTNERSHIP TERM SHEET LETTER
Attachments: Final Term Sheet Letter 05012014.docx.pdf

Mayor McCarthy,

DCAMM is pleased to provide you with the Term Sheet for the sale of the Fernald site (attached). As requested, we have marked the document "CONFIDENTIAL" in respect of the fact that the proposed terms of the transaction must be presented to Waltham's City Council before the information is made public. Hard copies of the document will be hand-delivered to you tomorrow, Friday, 5/2/2014. Please let us know if you have any questions or comments and what additional information you might require.

We look forward to working with you on this exciting project.

Thank you,
Dana

Dana J. Harrell
Deputy Commissioner
Division of Capital Asset Management and Maintenance

One Ashburton Place(15th floor)
Boston, MA 02108
(617) 727- 8090 x520
dana.harrell@state.ma.us



DEVAL L. PATRICK
GOVERNOR

The Commonwealth of Massachusetts
Executive Office for Administration and Finance
Division of Capital Asset Management and Maintenance
One Ashburton Place

Boston, Massachusetts 02108

Tel: (617) 727-4050

Fax: (617) 727-5363

"CONFIDENTIAL"

GLEN SHOR
SECRETARY, ADMINISTRATION
& FINANCE

CAROLE CORNELISON
COMMISSIONER

May 1, 2014

Ms. Jeannette A. McCarthy
Mayor
City of Waltham
600 Main Street
Waltham, Massachusetts 02452

**Re: City of Waltham purchase of the Walter E. Fernald Development Center, 200 Trapelo Road,
Waltham, MA**

Dear Mayor McCarthy:

The Commonwealth of Massachusetts, Division of Capital Asset Management and Maintenance ("Seller") proposes to sell a 100% fee simple interest in the improved real property more fully described in Paragraph 1 below (the "Property") on an "as is" basis to the City of Waltham ("Buyer"):

1. PROPERTY

The Property consists of the unrestricted fee simple interest in the former Walter E. Fernald Regional Center, including the CERC and Shriver parcel most recently under the care and control of the University of Massachusetts Medical School all located at 200 Trapelo Road in Waltham, Massachusetts including all easements, licenses, permits, agreements, rights-of-way and appurtenances to the land and improvements. The Property to be sold, listed on the National and State Registers of Historic Places, consists of approximately 195 +/- acres improved with 66 +/- major structures totaling approximately 1.35 million +/-SF. The final boundaries will be determined through a survey completed by the Division of Capital Asset Management and Maintenance in consultation with the City of Waltham.

The Commonwealth further proposes to license back on an "as is" and "where is" net basis the Marquardt Skilled Nursing Center (1 building comprising approximately 32,116 s.f.), Malone Park (4 buildings

comprising 16,492 s.f.), Green Building (1 building comprising 113,000 s.f.) and Site 7 (1 building comprising 8,827 s.f.) until such time as the properties are no longer required by the Commonwealth.

2. PURCHASE PRICE

Three Million, Seven Hundred Thousand Dollars or the actual sunk cost expenditures which includes a 3% one-time Commonwealth fee (calculated as 3% of the final purchase price) at the time of closing. The payment can be made to the Commonwealth as a single lump sum payment at the time of closing or through a deduct mechanism to the City of Waltham's "cherry sheet aid" in a method to be determined by the Secretary of Administration and Finance.

Seller would also be entitled to a percentage of any net resale/ground lease proceeds from the sale of the total Property or any portion thereof. Seller's percentage of net resale proceeds shall be determined after Buyer receives a 50% share plus any additional percentages Buyer may earn by achieving certain milestones set forth herein as "Redevelopment Incentives"

3. REDEVELOPMENT INCENTIVES

Buyer shall be entitled to a base percentage of 50% of any net resale/ground lease proceeds. As an incentive, the Buyer can earn up to an additional 20% of the net resale/ground lease proceeds according to the following breakdown listed below:

- A. Additional 10% if the Buyer resells/ground leases the Property within 1 - 2 years of original Closing Date.
- B. Additional 5% if the Buyer resells/ground leases the Property within 3- 5 years of the Closing Date.
- C. Additional 2.5% if the Buyer completes a comprehensive market study to inform land use decisions including zoning for the site.
- D. Additional 2.5% if the Buyer adopts by right zoning (to be informed by a market study) on the site a portion of which must be for residential housing of at least 4 units per acre for single family units and 8 units per acre for multifamily units.
- E. Additional 2.5% if the Buyer adopts 43D of the Acts of 2006, Section 11 of Chapter 205 entitled "Local Expedited Permitting" which provides for expedited permitting (180 day) on a redevelopment site.
- F. Additional 2.5% if the Buyer adheres to the Commonwealth's sustainable development principles (found at http://mass.gov/envir/smart_growth_toolkit/pdf/patrick-principles.pdf) in the planning of future development of the site.

4. TITLE AND CONVEYANCE

Subsequent to agreement on sale purchase terms, City Council approval and the enactment of authorizing legislation, Seller will convey title via a release deed.

5. DUE DILIGENCE

Seller will provide Buyer with the previously commissioned environmental assessment report performed by GeoEnvironmental and dated July 21, 2010 as well as any other related documents and correspondence held by the Seller. Buyer will present the terms of this Sale Partnership Agreement at a Special City Council Meeting to be held in May, 2014.

6. TIMING

Buyer and Seller shall use reasonable efforts to close the transaction within sixty (60) days after the completion of the procedures established by authorizing legislation.

7. NATURE OF AGREEMENT

THE PURPOSE OF THIS DOCUMENT IS TO MEMORIALIZE CERTAIN BUSINESS POINTS. THE PARTIES MUTUALLY ACKNOWLEDGE THAT THEIR AGREEMENT IS QUALIFIED AND THAT THEY, THEREFORE, CONTEMPLATE THE DRAFTING AND EXECUTION OF A MORE DETAILED AGREEMENT. THEY INTEND TO BE BOUND ONLY BY THE EXECUTION OF SUCH AN AGREEMENT AND NOT BY THIS PRELIMINARY DOCUMENT.

Completion of this transaction is subject to the completion of the procedures and documents established by authorizing legislation.

If Buyer concurs that the terms and conditions set forth herein are satisfactory, please execute and date this letter in the space provide below.

We look forward to your acceptance of this offer to sell and the opportunity to work together on this transaction.

Sincerely,

Seller: **Commonwealth of Massachusetts**

Signature:

Title: **Commissioner, Division of Capital Asset Management and Maintenance**

Date:

Buyer: **City of Waltham**

Signature:

Title: **Mayor, City of Waltham**

Date:



City of Waltham

Jeannette A. McCarthy
Mayor

May 5, 2014

TO: The City Council
RE: Fernald Parcels Addendum

Dear Councillors:

I met with Dana Harrell today, and he indicated that if we close by December 31, 2014 and the sunk cost expenditures are greater than the estimates, we won't pay more than \$3.7M.

He also indicated that if we close by December 31, 2014 and the sunk cost expenditures are less than the estimates, we would pay less than the \$3.7M.

Sincerely,

Jeannette A. McCarthy
JAM/ns