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January 24, 2017

Jonathan F. X. O'Brien, Chair
Zoning Board of Appeals
Town of Sudbury
Flynn Building
278 Old Sudbury Road
Sudbury, MA 01776

Re: The Coolidge at Sudbury – Phase 2
Clarification Regarding Subdivision of Property

Dear Chairman O'Brien and Members of the Zoning Board of Appeals:

This firm represents B'nai B'rith Housing New England, Inc., as project sponsor, on behalf of its development entity Covenant Commonwealth Corporation (collectively, the "Applicant"), regarding Phase 2 of The Coolidge at Sudbury. It has come to our attention that a question has arisen regarding the need to subdivide the Property located at 189 Boston Post Road, Assessor's Map K100-0012 (the "Property"). More specifically, we understand that there is a concern that the reason the Applicant seeks to subdivide the Property is to circumvent certain requirements of Title 5 of the Environmental Code of Massachusetts, 310 CMR 15.000, *et seq.* The purpose of this letter is to assure you that the need to subdivide the Property has nothing to do with Title 5, the existing septic system at Phase 1 of The Coolidge at Sudbury, or the proposed septic system at the proposed Phase 2 of The Coolidge at Sudbury, and to address the issue of aggregation as set forth in the Title 5 regulations.

The Coolidge at Sudbury (Phase 1) contains 64 units of low-income housing for seniors ages 55 and older. CCC Post Road Limited Partnership is the borrower of Phase 1.

The Applicant seeks to construct and operate Phase 2, which is proposed to include 56 units of housing for seniors, and associated parking and amenities. As stated in the Phase 2 Comprehensive Permit application submitted to your Board, should the Board grant the Comprehensive Permit, the Applicant will assign the Comprehensive Permit to a related yet-to-be designated limited partnership that will be the owner of Phase 2. This limited partnership will be the Phase 2 equivalent of CCC Post Road Limited Partnership.

In order for the Phase 2 owner to finance Phase 2, Phase 2 needs to have its own lenders and investors. To accomplish that, Phase 2 needs to be built on a separate legal lot, so that the Phase

2 lenders can have mortgages on just Phase 2. The Phase 1 property cannot be subject to the Phase 2 financing, and vice versa. That is the reason the Applicant is seeking to subdivide the Property, and it would be seeking to do so even if there were municipal sewer service available for Phase 1 and/or Phase 2. If Phase 2 was not being built on a separate parcel, based on my experience, Phase 2 would not be financeable.

With respect to Title 5 of the State Environmental Code (310 CMR 15.00 et seq.), each phase is a separate "Facility" as defined in 310 CMR 15.002 because each phase is owned by separate owners and under separate control. The proposed subdivision is not an attempt to subvert the "aggregation" policy of the Massachusetts Department of Environmental Protection, set forth in the Title 5 regulations at 310 CMR 15.011. Just as Phase 1 and Phase 2 will be owned by separate limited partnerships, the septic systems will be completely separate and will not be shared. Therefore, it is our opinion that under the Massachusetts Department of Environmental Protection regulations as set forth in the Title 5 regulations at 310 CMR 15.002, 15.010 and 15.011, the two projects will constitute facilities which are in separate ownership and control and are not subject to aggregation which would treat them as a single "facility".

We hope this letter is helpful and allays any concerns raised during the Phase 2 Comprehensive Permit process with respect to the need for a subdivision of the Property. Thank you for your time and attention to this matter. Please let me know if I can answer any questions or help in any way.

Sincerely,

Handwritten signature of Paul E. Bouton in blue ink, with the initials "RHS" written at the end of the signature.

Paul E. Bouton

cc: Susan L. Gittleman
Holly Grace