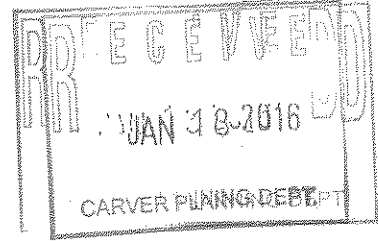




Massachusetts Housing Finance Agency
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January 8, 2016

Draper Homes and Improvements, LLC
Mr. Michael Draper
40 Sachem Road
Plymouth, MA 02360

**Re: Tall Timbers, Carver
Project Eligibility/Site Approval
Project #797**

Dear Mr. Draper:

This letter is in response to your application as "Applicant" for a determination of Project Eligibility (Site Approval) pursuant to Massachusetts General Laws Chapter 40B ("Chapter 40B"), 760 CMR 56.00 (the "Regulations") and the Comprehensive Permit Guidelines issued by the Department of Housing and Community Development ("DHCD") (the "Guidelines" and, collectively with Chapter 40B and the Regulations, the "Comprehensive Permit Rules"), under the New England Fund ("NEF") Program ("the Program") of the Federal Home Loan Bank of Boston ("FHLBB").

You have proposed to build 39 homeownership units (the "Project") on 17.81 acres of land located on Plymouth Street (the "Site") in Carver, MA (the "Municipality").

In accordance with the Comprehensive Permit Rules, this letter is intended to be a written determination of Project Eligibility ("Site Approval") by MassHousing acting as Subsidizing Agency under the Guidelines, including Part V thereof, "Housing Programs In Which Funding Is Provided By Other Than A State Agency."

MassHousing has performed an on-site inspection of the Site, which local boards and officials were invited to attend, and has reviewed the pertinent information for the Project submitted by the Applicant, the Municipality and others in accordance with the Comprehensive Permit Rules.

Municipal Comments

Pursuant to the Regulation, the Municipality was given a thirty (30) day period, in which to review the Site Approval application and submit comments to MassHousing. The Carver Board of Selectmen submitted a letter to MassHousing on November 22, 2015, summarizing comments from municipal officials, staff and members of the public. The following concerns were identified in their town comments:

- The Municipality is concerned with the proposed development's fire protection distribution system (hydrants and mains) and the number of waivers requested for roadway width, length of dead-end road, cross section and turning radii.
- The Carver Conservation Commission requests that wetlands are properly delineated on the proposed Site and any additional resources are clearly identified. In addition, given that the property is located within an area mapped by Natural Heritage and Endangered Species program, the Commission requests a copy of the letter of determination.
- The Municipality is concerned with nitrate pollution and the risk of methemoglobinemia on private wells that abut the proposed development.

MassHousing Determination and Recommendations

MassHousing staff has determined that the Project appears generally eligible under the requirements of the Program, subject to final review of eligibility and to Final Approval. As a result of our review, we have made the findings as required pursuant to 760 CMR 56.04(1) and (4). Each such finding, with supporting reasoning, is set forth in further detail on Attachment 1 hereto. It is important to note that Comprehensive Permit Rules limit MassHousing to these specific findings in order to determine Project Eligibility. If, as here, MassHousing issues a determination of Project Eligibility, the Developer may apply to the Zoning Board of Appeals of the Municipality for a comprehensive permit. At that time local boards, officials and members of the public are provided the opportunity to further review the Project to ensure compliance with applicable state and local standards and regulations.

Based on MassHousing's site and design review, and in light of feedback received from the Municipality and members of the community, the following issues should be addressed in your application to the Carver Zoning Board of Appeals, and you should be prepared to explore them more fully during the public hearing process:

- Development of this site will require resolution of all environmental conditions per laws, regulations and standards applicable to existing conditions and to the proposed use, including but not limited to compliance with all applicable regulatory restrictions relating to floodplain management, the protection of wetlands (WPA), river and wildlife habitats/conservation areas as well as local and state environmental protection requirements relating to the protection of the public water supply, storm water runoff, wastewater treatment, and hazardous waste safety. The Applicant should provide evidence of such compliance prior to the issuance of a building permit for the project.
- The Applicant should be prepared to address Municipal concerns regarding on-site circulation and parking to ensure compliance with public safety standards and good design practice relative to drive-aisle widths, turning radii and sight distances along the site drive and the parking areas through which it passes. The Applicant should be prepared to address concerns about provisions for safe pedestrian access and pedestrian/vehicular separation within the Site, sufficiency of resident and guest parking, and plans for snow storage.

- The Applicant should be prepared to describe plans for the provision of water (both potable and for the purposes of fire suppression) for the Project.

MassHousing has also reviewed the application for compliance within the requirements of 760 CMR 56.04 (2) relative to Application requirements, and has determined that the material provided by the Applicant is sufficient to show compliance.

This approval is expressly limited to the development of no more than thirty-nine (39) homeownership units under the terms of the Program, with not less than ten (10) of such units restricted as affordable homeownership units for low and moderate income persons or families as required under the terms of the Guidelines. It is not a commitment or guarantee of NEF financing and does not constitute a site plan or building design approval. Should you consider, prior to obtaining a Comprehensive Permit, the use of any other housing subsidy program, the construction of additional units or a reduction in the size of the Site, you may be required to submit a new Site Approval application for review by MassHousing. Should you consider a change in tenure type or a change in building type or height, you may be required to submit a new Site Approval application for review by MassHousing.

For guidance on the Comprehensive Permit review process, you are advised to consult the Guidelines. Further, we urge you to review carefully with legal counsel the M.G.L. c.40B Comprehensive Permit Regulations and 760 CMR 56.00.

This approval will be effective for a period of two years from the date of this letter. Should the Applicant not apply for a Comprehensive Permit within this period or should MassHousing not extend the effective period of this letter in writing, this letter shall be considered to have expired and no longer be in effect. In addition, the Applicant is required to notify MassHousing at the following times throughout this two year period: (1) when the Applicant applies to the local ZBA for a Comprehensive Permit, (2) when the ZBA issues a decision and (3) if applicable, when any appeals are filed.

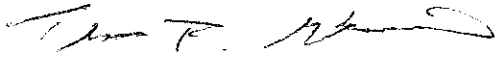
Should a comprehensive permit be issued, please note that prior to (i) commencement of construction of the Project or (ii) issuance of a building permit, the Applicant is required to submit to MassHousing a request for Final Approval of the Project (as it may have been amended) in accordance with the Comprehensive Permit Rules (see especially 760 CMR 56.04(07) and the Guidelines including, without limitation, Part III thereof concerning Affirmative Fair Housing Marketing and Resident Selection). Final Approval will not be issued unless MassHousing is able to make the same findings at the time of issuing Final Approval as required at Site Approval.

Please note that MassHousing may not issue Final Approval if the Comprehensive Permit contains any conditions that are inconsistent with the regulatory requirements of the New England Fund Program of the FHLBB, for which MassHousing serves as Subsidizing Agency, as reflected in the applicable regulatory documents. In the interest of providing for an efficient review process and in order to avoid the potential lapse of certain appeal rights, the Applicant may wish to submit a "final draft" of the Comprehensive Permit to MassHousing for review. Applicants who avail themselves of this opportunity may avoid

significant procedural delays that can result from the need to seek modification of the Comprehensive Permit after its initial issuance.

If you have any questions concerning this letter, please contact Michael J. Busby at (617) 854-1219.

Sincerely,



Thomas R. Gleason
Executive Director

cc: Chrystal Kornegay, Undersecretary, Department of Housing and Community
Development
Ronald E. Clarke, Chairman, Carver Board of Selectmen
Stephen G. Grey, Chairman, Carver Zoning Board of Appeals

Attachment 1.

760 CMR 56.04 Project Eligibility: Other Responsibilities of Subsidizing Agency
Section (4) Findings and Determinations

Tall Timbers, Carver, MA #797

After the close of a 30-day review period and extension, if any, MassHousing hereby makes the following findings, based upon its review of the application, and taking into account information received during the site visit and from written comments:

(a) that the proposed Project appears generally eligible under the requirements of the housing subsidy program, subject to final approval under 760 CMR 56.04(7);

The Project is eligible under the NEF housing subsidy program and at least 25% of the units will be available to households earning at or below 80% of the Area Median Income, adjusted for household size, as published by the U.S. Department of Housing and Urban Development ("HUD"). The most recent HUD income limits indicate that 80% of the current median income for a four-person household in Carver is \$69,700. The Applicant has a letter of financial interest from Randolph Savings Bank, a member bank of the FHLBB under the NEF Program.

(b) that the site of the proposed Project is generally appropriate for residential development, taking into consideration information provided by the Municipality or other parties regarding municipal actions previously taken to meet affordable housing needs, such as inclusionary zoning, multifamily districts adopted under c.40A, and overlay districts adopted under c.40R, (such finding, with supporting reasoning, to be set forth in reasonable detail);

Carver does not have a current Housing Production Plan approved by DHCD. Carver has 146 Subsidized Housing Inventory (SHI) units (3.2% of its housing inventory) which is 305 SHI units shy of the 10% SHI threshold. The property is currently zoned for Residential and Agricultural use.

(c) that the conceptual project design is generally appropriate for the site on which it is located, taking into consideration factors that may include proposed use, conceptual site plan and building massing, topography, environmental resources, and integration into existing development patterns (such finding, with supporting reasoning, to be set forth in reasonable detail);

In summary, based on evaluation of the site plan using the following criteria, MassHousing finds that the proposed conceptual project design is generally appropriate for the Site. The following plan review findings are made in response to the conceptual plan, submitted to MassHousing:

Relationship to Adjacent Building Typology (Including building massing, site arrangement, and architectural details):

The Developer intends to build 39 New England style single family homes. The homes will range in size from 1,650 to 2,058 square feet. The adjacent building types include a mix of

residential housing that is similar in character and size to what is proposed for this Site. The Developer's objective is to create a New England Village-style development which features traditional architectural details, front porches and attractive landscaping. The massing of the Project will be mitigated by the efforts to modulate the perceived height, bulk and scale of the proposed residential structures to create an appropriate transition to adjoining neighborhoods.

Relationship to Adjacent Streets

The relationship of the proposed site access and egress to Plymouth Street, the "Old Route 44" does not present any discernable public safety impacts. There appears to be adequate lines of sight for vehicles entering and exiting the proposed Site. The proposed development is similar in height and scale to many subdivisions built in Carver and surrounding towns and compatible to their relationship to existing streets. The proposed development is able to successfully integrate with existing development patterns.

Density

The applicant proposes to build 39 homes on 17.81 acres, all of which are buildable. The resulting density is 2.18 units per buildable acre, which is acceptable given the proposed housing type.

Conceptual Site Plan

The proposed Development will consist of 39 single family residences on a 17.81 acre parcel. The proposed roadway layout and circulation patterns appear to provide adequate access and egress to Plymouth Street. In order to buffer the adjacent neighborhood the roadway will extend 200 feet into the Site before any homes are visible. The site plan includes an acre dedicated to a resident common area with a gazebo and an additional 4.45 acres of open space.

Topography

The natural topography of the site is rolling with moderate elevation changes and the lot is irregular in shape. These factors do not pose any impediment to development of the Site in accordance with the proposed plans.

Environmental Resources

This project will be served by public water from the town of Middleborough. The soil is sandy and the land is generally 20 to 30 feet above groundwater which will allow each home to be serviced by individual septic systems. There are no delineated jurisdictionally protected resources on Site that would affect development potential.

Proposed Use

Based on MassHousing staff's site inspection, internal discussions, and a thorough review of the application, MassHousing finds that the Site is suitable for residential use and development and that such use would be compatible with surrounding uses.

(d) that the proposed Project appears financially feasible within the housing market in which it will be situated (based on comparable rentals or sales figures);

The Project appears financially feasible based on a listing of comparable sales provided by the

Applicant that was submitted with the application.

(e) that MassHousing finds that an initial pro forma has been reviewed, including a land valuation determination consistent with the Department's Guidelines, and the Project appears financially feasible and consistent with the Department's Guidelines for Cost Examination and Limitations on Profits and Distributions (if applicable) on the basis of estimated development costs;

The initial pro forma has been reviewed for the proposed residential use and the Project appears financially feasible with a projected profit margin of 10.3%. In addition, a third party appraisal commissioned by MassHousing has determined that the "As Is" land value for the Site of the proposed Project is \$607,000.

(f) that the Applicant is a public agency, a non-profit organization, or a Limited Dividend Organization, and it meets the general eligibility standards of the housing program; and

The Applicant must be organized as a Limited Dividend Organization prior to applying for Final Approval. MassHousing sees no reason this requirement could not be met given information reviewed to date. The Applicant meets the general eligibility standards of the NEF housing subsidy program and has executed an Acknowledgment of Obligations to restrict their profits in accordance with the applicable limited dividend provisions.

(g) that the Applicant controls the site, based on evidence that the Applicant or a related entity owns the site, or holds an option or contract to acquire such interest in the site, or has such other interest in the site as is deemed by the Subsidizing Agency to be sufficient to control the site.

The Applicant controls the entire 17.81 acre Site under a purchase and sales agreement with no expiration date.