

December 7, 2022

RECEIVED

Colleen Roy, Chair
Grafton Board of Selectman
30 Providence Road
Grafton MA 01519

DEC 16 2022

**Planning Board
Grafton, MA**

Justin Wood, Chair
Grafton Planning Board
30 Providence Road
Grafton, MA 01519

RE: 244 Worcester Street, Grafton, Massachusetts
43D Priority Development Special Permit (SP2021-05) Site Plan Approval (the "Permit")
Applicant: Garofalo & Associates, Inc.

Dear Chairpersons Roy and Wood:

Please be aware that this office represents Garofalo & Associates, Inc. with regard to the above referenced Special Permit. Our client had been previously retained by Churchill & Banks to pursue the above reference Application.

The original Applicant and Churchill & Banks intend to proceed with the acquisition of the property subject to the Special Permit in January 2023. Consistent with that transfer, the Applicant seeks to transfer the Permit to C & B 99 Chestnut, LLC, a Rhode Island limited liability company having a principal place of business at 10 Greene Street, Providence Rhode Island. Pursuant to the provisions of Section 11.10 of the Grafton Zoning Bylaw, a Chapter 43D Priority Development Permit requires the approval of the appropriate Issuing Authority for the transfer.

We would respectfully request that written confirmation that the Permit may be transferred as indicated above.. We further request that the authorization include specific language authorizing any subsequent transfer of the Permit to any person, firm or entity holding legal title to the property which is the subject of the Permit at 244 Worcester Street, Grafton, Massachusetts.

The Request to Transfer constitutes a Permit Modification and, therefore, shall be governed by the provisions of 400 CMR 2.10 and 400 CMR 2.11.
Please feel free to contact me with any questions. For your convenience, draft approval correspondence is attached.

Very truly yours,

Colleen Roy, Chair
Justin Wood, Chair
December 7, 2022
Page 2

Please feel free to contact me with any questions. For your convenience, draft approval correspondence is attached.

Very truly yours,



Mark L. Donahue
Fletcher Tilton PC
The Guaranty Building
370 Main Street, 11th Floor
Worcester, MA 01608
Tel: 508.459.8029
Email: mdonahue@fletchertilton.com

MLD/mmp
Enclosure

December ____, 2022

Samuel S. Hemingway
Garofalo & Associates Inc.
85 Corliss Street
Providence, RI 02904

RE: 244 Worcester Street, Grafton, Massachusetts
43D Priority Development Special Permit (SP2021-05) Site Plan Approval (the "Permit")
Applicant: Garofalo & Associates, Inc.

Dear Mr. Hemingway:

In response to the correspondence of your council, Mark L. Donahue of Fletcher Tilton PC dated December ____, 2022, this correspondence will confirm the approval for transfer of the above reference permit to C&B 99 Chestnut, LLC, a Rhode Island limited liability company. Further, this correspondence will confirm the approval of the Grafton Planning Board and the Grafton Board of Selectman for subsequent automatic transfer to any person, firm or entity holding record title to the property subject to the Permit.

Grafton Board of Selectman

By:

Grafton Planning Board

By:



GRAFTON
Massachusetts

Natalia Alward <alwardn@grafton-ma.gov>

FW: requested transfer of special permit for 244 Worcester Street

Ginny K. <ginny@kremerlaw.net>

Tue, Dec 27, 2022 at 1:02 PM

To: Evan Brassard <brassarde@grafton-ma.gov>, Fiona Coughlan <coughlanf@grafton-ma.gov>, Natalia Alward <alwardn@grafton-ma.gov>

See counsel's email below – we are all set with waiver of the 20 day limit.

Additionally the pending appeal is the reason that the decision has not been recorded.

Please let me know if you have any questions.

Thanks,

Ginny

From: Mark Donahue <mdonahue@fletcherilton.com>

Sent: Tuesday, December 27, 2022 12:55 PM

To: Ginny K. <ginny@kremerlaw.net>

Subject: RE: requested transfer of special permit for [244 Worcester Street](#)

Ginny:

Thank you for your note. We will plan to appear before the Planning Board on Monday January 9 to answer questions and explain the process and will waive the 20 business time limit to Tuesday January 10.

After we spoke I recalled why I was fuzzy on the decision. There is a pending appeal in the Land Court which precludes recording.

Please feel free to contact me with any questions.

Mark

From: Ginny K. <ginny@kremerlaw.net>
Sent: Thursday, December 22, 2022 2:40 PM
To: Mark Donahue <mdonahue@fletcherilton.com>
Subject: FW: requested transfer of special permit for 244 Worcester Street

CAUTION: EXTERNAL EMAIL

My mistake – it is a 20 business day time limit.

Thanks,

Ginny

From: Ginny K.
Sent: Thursday, December 22, 2022 2:30 PM
To: Mark Donahue <mdonahue@fletcherilton.com>
Subject: requested transfer of special permit for 244 Worcester Street

Hi Mark:

Thanks for your time. As we discussed:

1. The Planning Board did not receive your December 7, 2022 letter until December 16, 2022. I would suggest that you appear before the Planning Board at its January 9th meeting to answer any questions that the Board may have.
2. We are asking that you agree to waive the 30 business day time limit in the event that date falls outside of the time limit set forth in the regulation.
3. Please provide the recording information for the Special Permit decision.

Thanks so much – I will ask Fiona to add this item to the agenda. Please don't hesitate to call with any questions.

Thanks,

Ginny

Ginny S. Kremer, Esq.

Kremer Law, LLC

9 Damonmill Square, Suite 4A4

Concord, MA 01742

To the extent that this communication contains any federal tax-related advice, please be advised that such advice is not intended to be used, and may not be used, for the purpose of: (i) avoiding tax-related penalties under the Internal Revenue Code, or (ii) promoting, marketing or recommending to another party any tax-related matter(s) addressed herein. This e-mail message is generated from the law firm of Fletcher Tilton PC, and may contain information that is confidential and may be privileged as an attorney/client communication or as attorney work product. The information is intended to be disclosed solely to the addressee(s). If you are not the intended recipient, any disclosure, copying, distribution or use of the contents of this e-mail information is prohibited. If you have received this e-mail in error, please notify the sender by return e-mail and delete it from your computer system.



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planningdept@grafton-ma.gov
www.grafton-ma.gov

PLANNING DEPARTMENT

M E M O R A N D U M

TO: Town of Grafton Planning Board
FROM: Fiona Coughlan, Town Planner
CC: Natalia Alward, Planning Assistant (via email)
DATE: December 22, 2022
SUBJECT: Requested Transfer of Special Permit for 244 Worcester Street

This memo has been prepared in response to a request to the Planning Board by the property owner to issue a transfer of the 43D Priority Development Special Permit (SP 2021-05) and written confirmation of said transaction upon completion. The Request to Transfer constitutes a Permit Modification, governed by 400 CMR 2.10 and 400 CMR 2.11.

STAFF ANALYSIS AND RECOMMENDATIONS

The purpose of this memorandum is to recommend voting to approve the Special Permit transfer of 244 Worcester Street from Churchill & Banks to C & B 99 Chestnut, LLC. I recommend this action as I have received confirmation from Town Counsel and Churchill & Bank's legal counsel on December 22, 2022, that conditions imposed by the Planning Board remain applicable despite who acquires the property. Most notably, the conditions that prevent the establishment of an Amazon warehouse/fulfillment center at this site remain applicable. The request for "subsequent automatic transfer" is so this does not happen again in terms of needing an approval while a transaction is pending.

Furthermore, Town Counsel does not see any basis for opposition to the transfer request. Including the subsequent "auto transfer" language is ultimately up to the Board. At this time, Town Counsel asked Mr. Donahue to waive the 20-business day limit to respond to the request. This is due to the Planning Board not receiving the December 7, 2022, letter until December 16, 2022. Mr. Donahue is currently addressing his client with this request and will notify us with a response when available.

Town Counsel suggested Churchill & Bank's legal counsel, Mark Donahue, appear before the Board at their meeting on January 9, 2022, to explain these items and respond to any questions the Board may have.

Thank you.

Fiona Coughlan

January 9, 2023

Samuel S. Hemingway
Garofalo & Associates Inc
85 Corliss Street
Providence, RI 02904

RE: 244 Worcester Street, Grafton, Massachusetts
43D Priority Development Special Permit (SP2012-05) Site Plan Approval (the "Permit")
Applicant: Garofalo & Associates, Inc.

Dear Mr. Hemingway,

In response to the correspondence of your counsel, Mark L. Donahue of Fletcher Tilton PC dated January 9, 2023, this correspondence will confirm the approval for transfer of the above referenced permit to C&B 99 Chestnut LLC, a Rhode Island limited liability company. Further, this correspondence will confirm that all Special Permit conditions imposed by the Planning Board will remain applicable regardless of the owner of the property. This includes without limitation conditions that prevent the establishment of an "Amazon"-like warehouse/fulfillment center at the site. Lastly, this correspondence confirms that the Grafton Planning Board approves your request for subsequent automatic transfers of the Special Permit to any person, firm, or entity who holds record title to the property subject to the Permit.

Grafton Planning Board

By: _____