

**Attachment A**  
**Agreement for Professional Services between**  
**Vanasse Hangen Brustlin, Inc.**  
**and**  
**Town of Ayer, MA**

**Devens Disposition Planning**

**VHB Contract No. 09394.00**

**April 25, 2005**

Revised May 3, 2005

This Agreement identifies the services to be performed, timing of the services, and compensation of the engagement between the Devens Disposition Executive Board (“Client”) and Vanasse Hangen Brustlin, Inc. (VHB) (“Consultant”). This contract is with the Town of Ayer, Massachusetts under which the activities of the Consultant shall be directed by the Devens Disposition Executive Board (DDEB) and coordinated by the DDEB Coordination Committee.

**PROJECT DESCRIPTION**

The Consultant will provide planning, design and engineering services in support of evaluating disposition options for the former Fort Devens Military Base in the Towns of Ayer, Harvard and Shirley, Massachusetts. The Consultant will conduct various technical assessments of the property in order to enable the Towns to make a successful disposition decision by November, 2006. The Consultant’s assessments will provide the DDEB and its subcommittees (Housing and Transportation; Governance; Land Use and Open Space; and, Finance and Development) with input and guidance necessary to evaluate the various disposition scenarios that are currently being considered.

VHB has engaged the firms of RKG Associates, Inc. and Community Opportunities Group, Inc. to provide additional expertise in support of the market, economic development, financial, housing, governance and regulatory/policy implications related to the assessments of disposition scenarios. The primary responsibilities of each of the consultants are outlined in the following table.

VHB	COG	RKG
Project Management/ Coordination	Community Planning/ Town Services	Market and Economic Development Analysis
Transportation	Governance/Regulatory	Financial Modeling
Infrastructure	Policy Implications	Demographics
Environmental permitting		
Document Preparation and Production		

VHB Vanasse Hangen Brustlin, Inc.  
COG Communities Opportunities Group, Inc.  
RKG RKG Associates, Inc.

## ASSUMPTIONS

VHB has made the following assumptions in the formulation of the scope and fee:

- ™ The Client will identify a single point of contact for purposes of coordinating the Consultants scope of work, including interactions with the DDEB committees.
- ™ The Client will arrange for meetings/interviews with key staff from each community.
- ™ The Client will provide the Consultant with prior reports, studies, financial models, capital improvement plans, school enrollment projections and base mapping necessary to carry out the required scope of services. Data will be provided in an electronic format.
- ™ The Client will provide the Consultant with information on jobs created as a result of development at Devens since closure, and information on existing business entities related to employment levels, job classifications/skill levels and projections of future employment needs.
- ™ The Client has identified a three phased approach for work tasks which are to be initiated by the Consultant upon execution of the contract. Phase I will include Task 1 Project Scoping, Task 3 Municipal Data Analysis, and Task 6 Economic Development Assessment. Phase II will include Task 2 Housing Market Study, and Task 4: Housing Recommendations. Phase III will include Task 5 Land Use and Open Space Assessment, and Task 7 Transportation Assessment.
- ™ The Scope of Work for Phase II, Tasks 2 and 4, and Phase III, Tasks 5 and 7, shall be modified by the Client and the Consultant to conform to the fee schedule outlined below before the work will commence. Phase II shall be modified on or about May 16, 2005 and Phase III shall be modified on or about June 6, 2005.
- ™ Draft reports for Phase I will be substantially completed by June 30, 2005, except for elements that may overlap with any incomplete Phase II work tasks. Draft reports for Phase II will be substantially complete by July 15, 2005.
- ™ It is assumed that work on the Phase I tasks will include one meeting a month with the pertinent committees through June 30, 2005.
- ™ The Client will schedule all meetings and provide access to meeting space.
- ™ The Consultant will not be responsible for event publicity, media purchases, web site design, notification mailings, or mass copying of any support materials.
- ™ The Client will provide legal review of Town Warrant Article and any proposed regulatory changes.
- ™ Other consultants under a separate contract to the Client and MassDevelopment will be responsible for certain work tasks, including but not limited to the following:
  - Land use and open space planning
  - Master Plans for North Post, Vicksburg Square, Salerno Circle
  - GIS mapping and report graphics
  - Preparation of future zoning maps
  - Environmental remediation and use restrictions
  - Evaluation of the Environmental Business Zone and rare species habitat at the North Post
  - Conservation Restrictions/Article 97 Evaluations
  - Preparation and legal review of items pertaining to town governance.
  - Web page design and maintenance.
- ™ State funding for the project is due to expire on June 30, 2005. The Client will seek to extend the funding beyond the June 30<sup>th</sup> deadline.

## **SCOPE OF SERVICES**

The scope of work is broken down into six work tasks:

- ™ Task 1: Project Scoping
- ™ Task 2: Housing Market Study
- ™ Task 3: Municipal Data Analysis
- ™ Task 4: Housing Recommendations
- ™ Task 5: Land Use and Open Space Assessment
- ™ Task 6: Economic Development Assessments
- ™ Task 7: Transportation Assessments

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Draft reports for Phase I will be substantially completed by June 30, 2005, except for elements that may overlap with any incomplete Phase II work tasks. Draft reports for Phase II will be substantially complete by July 15, 2005.

### **Task 1.0: Project Scoping (Phase I)**

The initial task entails the development of a scope of work to be undertaken by the consultant, including identification of roles and responsibilities of the various DDEB subcommittees and consultants hired to undertake various components of the Devens Disposition Planning Project. As part of this task, the Consultant will undertake the following tasks:

- 1.0.1 Assemble, review and assess scope documents prepared by the Housing and Transportation, Governance, Land Use and Open Space, and Finance and Development Subcommittees.
- 1.0.2 Prepare a draft scope and schedule, including assumptions, data needs, and assignment of responsibilities, for review by the DDEB Coordinating Committee.
- 1.0.3 Incorporate comments received from the DDEB Coordinating Committee and finalize the scope document that will become an attachment to the Agreement for Professional Services.

### **Task 1 Products**

- ™ Draft scope document for review and comment by the DDEB Coordinating Committee
- ™ Final scope document

### **Task 2.0: Housing Market Study (Phase I)**

Task 2.0 has been identified by the DDEB Coordinating Committee to assist the Housing and Transportation Committee with evaluation of disposition considerations.

#### **2.1 Market Data Inventory**

The regional market area for housing will be defined to reflect current commuting and housing patterns. From a macro perspective, Middlesex County population and housing trends will be evaluated. A more specific regional market area, which will include towns falling within a general radius of 10 miles of Devens,


will be the primary focus of the tasks described below<sup>1</sup>. The sub-area comprising the towns of Ayer, Harvard, Lancaster, and Shirley, which border Devens, will also be considered. For the region and sub-region the Consultants shall obtain the following information, as well as any additional information that may be required, to conduct an analysis of regional housing needs.

- 2.1.1 Assemble and review available data to be provided by the client.
- 2.1.2 Within the regional and sub-regional housing market areas, the Consultant will review recent residential development trends, as well as other development trends that will affect the marketability of housing at Devens.
- 2.1.3 Identify major existing and proposed residential developments that would be indicative of the competitive residential marketplace.
- 2.1.4 Undertake analysis of demographics trends in the market area, including population, household, household size, age, and income, including cross-tabulation by age and income to identify the likely future demographic patterns in the area. This data will serve as a basis for an analysis of potential housing demand by age, income, and household size.
- 2.1.5 Drawing upon the demographic data, provide estimates of the likely aggregate demand for rental and sales housing in the defined regions based on household age, household income, and propensity to rent or buy in the market area covering the period from 2005 to 2010, with less detailed projections to 2020.
- 2.1.6 Analyze the likely demand by specific sub-market including market-rate, affordable (up to 80% median income), middle income (80%-120% median income), and senior housing for both rental and home ownership.
- 2.1.7 Based upon available data, identify the profile (age, income, household size, etc) of residents attracted to the newer developments in the market area, with emphasis on the characteristics of residents at newer competitive properties in the market area.
- 2.1.8 Review the status of Sylvia's Haven, Veteran's Housing and the Phase One Housing units on Devens and provide an assessment of the status of these facilities with respect to the state's 10% affordable housing mandate under Chapter 40B.

## **2.2 Market Analysis**

Within the housing categories of single-family, condominium and attached-unit for sale, rental apartments, retiree and senior housing, the Consultant shall perform the following tasks as part of the market analysis.

- 2.2.1 Using the above data, identify the potential demand for each housing category, and sub types within each category (e.g. detached single family, cluster housing, attached single family, townhouses, garden apartment, low-rise flats, duplexes, etc.), by age, income, household size, etc.

  
<sup>1</sup> The 14 community regional market area has been chosen to reflect market considerations made by prospective residents. It reflects the general trends of population shifts coming predominantly from the eastern portion of the state, rather than from communities west of Devens. The actual market area to be used may change upon early data collection and discussion with knowledgeable real estate professionals.

- 2.2.2 Analyze the unit characteristics of representative competitive developments in the defined market area in terms of the types of locational characteristics, housing unit mix, unit size and type, typical finishes, development amenities and pricing.
- 2.2.3 Identify those developments, if any, that reflect "smart growth" characteristics such as proximity to transit, clustering, mixed use, zero lot line, and sustainable design (i.e. energy efficiency).
- 2.2.4 Refine analysis of the characteristics of the households attracted to each of the housing categories.
- 2.2.5 Analyze the supply trends for competitive developments in relevant markets.
- 2.2.6 Identify absorption at recent developments in the region by pricing band and unit type and project future absorption rates.

### **2.3 Community Impact Assessment**

The Consultant will assess community impacts of residential development, including the following:

- 2.3.1 The impact of new housing on host communities and Devens due to increased demands for public services (including schools), and the need for additional special housing types (e.g. senior housing, special needs, affordable).
- 2.3.2 Should jurisdiction return to the host communities (Ayer, Harvard and Shirley), or become a separate town, provide an assessment of the amount, type, and rate of absorption of additional housing on Devens that can be accommodated by existing and reasonable expansion of established public facilities.
- 2.3.3 An assessment of the school capacity in the three towns and future expansion potential, as well as future growth projections and local planning to address anticipated needs.
- 2.3.4 An assessment of school facilities needed in the event that Devens becomes a distinct municipality.
- 2.3.5 An assessment of the implications for existing local governance related to disposition options in terms of model governance structures and the provision of municipal services

### **Task 2 Products**

Results of this task will be documented in a series of technical memorandums that present the following:

- ™ Demographic assessment of the project area
- ™ Housing market analysis
- ™ Community and municipal impacts related to residential development.

### **Task 3.0: Municipal Data Analysis (Phase I)**

Task 3 will assist with an evaluation of the economic model prepared by the Development and Finance Committee to estimate the effect of Devens disposition on the municipal finances of the three host towns, as well as on any town that may be formed as part of the disposition process. The work will include reviewing and refining the parameters to be included in the model, including such items as property assessment for taxation, estimates of state and federal aid, assessment of cost factors for servicing federal property, estimates

of infrastructure improvement costs and costs for the reuse or demolition and site remediation of abandoned structures, identification and estimation of costs associated with the transition to municipal government.

- 3.0.1 Undertake a critical review and audit of the existing model to verify the validity of the assumptions used for data input as well as the mathematical relationships within the model structure.
- 3.0.2 Develop estimates of assessed value for various property types at Devens, including the methodologies utilized to determine taxable value, based on commonly accepted appraisal and assessment standards. This will include a review of methods used by each of the host communities through discussions with the assessing officers in each town.
- 3.0.3 Forecast the levels of municipal services required to service the existing and future development at Devens and estimate the costs associated with providing these services under one or more service delivery approaches.
- 3.0.4 Compile estimates of capital cost expenditures required to complete future build-out at Devens including new and replacement infrastructure and utilities, periodic replacement of major elements, on-going maintenance and repairs, etc.
- 3.0.5 Review existing methods of municipal revenue allocation from State and Federal sources and how these estimates are reflected in the model, and project future estimates assuming the continued relevance of current state aid formulas.
- 3.0.6 Run the economic model for a variety of alternative development scenarios and analyze the results.

### **Task 3 Products**

Results of this task will be documented in a technical memorandum that presents the following:

- ™ Recommended inputs to the financial model.
- ™ An assessment of the results of financial modeling related to different disposition scenarios.

### **Task 4.0: Housing Recommendations (Phase II)**

Task 4.0 will provide product recommendations by housing category and type. The analysis will look beyond existing trends to evaluate the extent to which distinctive urban design and architectural principles and techniques, such as mixed-use, clustering, zero lot lines, and green building technologies that could be successfully employed in the development, consistent with the historic development patterns and landscape of the host communities as well as Devens.

- 4.0.1 Based upon the analysis of community needs as well as competitive supply and demand factors in the region, the Consultant will identify the types of housing that would appear attractive from a competitive market perspective and the characteristics of the households that could likely be attracted to Devens, whether as separate town or part of host communities.
- 4.0.2 Based upon the identified potential households that are likely to constitute the demand for housing at Devens, the Consultants will then formulate preliminary program recommendations concerning the types of housing, unit mix, the unit sizes, unit features, unit finishes, project amenities, parking requirements, and preliminary unit pricing.

## **Task 4 Products**

Results of this task will be documented in a technical memorandum that presents considerations for future residential development patterns at Devens.

## **Task 5.0: Land Use and Open Space Assessment (Phase III)**

Task 5.0 will assist the Land Use and Open Space Committee with evaluation of recommendations of certain reuse and redevelopment alternatives for Devens that will be prepared by another consultant under separate contract. The task will also include a review of existing land use regulations and preparation of draft zoning regulations related to the disposition.

### **5.1 Evaluation of Recommendations**

As part of the Committee's efforts to prepare land use recommendations, the Consultant will review and assess the following elements:

- 5.1.1 Estimate water demand from the proposed development scenarios and make any recommendations necessary to ensure that supply of water resources are consistent with demands. Zoning changes or other protection measures will be recommended to protect water resources.
- 5.1.2 Review the Committee's recommendations related to historic resources and will make recommendations for enhanced preservation measures, including municipal zoning regulations.
- 5.1.3 Review the Committee's recommendations for open space protection, including land protected under Article 97, and determine the location and uses of open space lands, and any appropriate changes in the amount or location of lands dedicated for permanent protection.

### **5.2 Permitting and Regulatory Analysis**

As part of the Committee's efforts to prepare dispositions recommendations, the Consultant will conduct the following:

- 5.2.1 Prepare recommendations on the timings of filings for any permits under the Massachusetts Environmental Policy Act (MEPA) in relation to disposition and future projects as they also pertain to local planning and plan approval processes.
- 5.2.2 Assess the continuity of zoning for any jurisdictional changes and make recommendations for any changes after disposition is determined.
- 5.2.3 Depending on the approval of disposition options, prepare draft zoning regulations for future land uses at Devens or the affected communities. The zoning regulations will require review by legal counsel by the local communities. After legal review, the Consultant will bring the draft regulations to the communities for adoption at Town Meeting vote.

## **Task 5 Products**

Results of this task will include the following:

- ™ A technical memorandum of land use recommendations and associated impact considerations
- ™ A technical memorandum of regulatory considerations and draft zoning bylaws.

### **Task 6.0: Economic Development Assessment (Phase I)**

Task 6.0 will provide an assessment of the progress made in accomplishing the goals of the Reuse Plan as well as provide data which can be used to establish new targets for the development of Devens. The regional economic impact area will be defined as including all towns falling within in the area of, or intersected by, a circle drawn at radius of 15 miles from Devens. A sub-area comprising the towns of Ayer, Harvard, Lancaster, and Shirley, which border Devens, will also be analyzed.

- 6.0.1 The Consultant will analyze general employment conditions and changes over time within the market area and the three impacted communities. This will include analysis of current employment by detailed industry sector and trends over the past decade.
- 6.0.2 The Consultant will conduct an assessment of the jobs created as a result of development at Devens since closure, using the same type and wage level classifications defined above, again using original source materials.
- 6.0.3 The Consultant will survey existing business entities and organizations located at Devens to determine employment levels, job classifications/skill levels and future projections of needs.
- 6.0.4 The Consultant will conduct a parcel by parcel assessment of the job creation potential of parcels remaining to be developed at Devens using the job types and wage level classifications used above.
- 6.0.5 The Consultant will determine the types of jobs that can be created to fulfill the goals of the Reuse Plan, compile national and regional competitive wage levels for those jobs, and determine the housing price levels that are accessible for families at these competitive wage levels.
- 6.0.6 The Consultant will utilize the findings of the previous housing market tasks and compare this with the number of units needed to meet projected employment levels and enhanced job creation in the region.
- 6.0.7 The Consultant will conduct a review of housing programs and funding mechanisms, and propose approaches by which, once created, housing which is affordable across a broad spectrum of incomes and family types can be preserved as affordable.
- 6.0.8 The Consultant will assess the infrastructure and other amenities necessary to support the regional job creation goals of the Reuse Plan and identify deficiencies in these areas in the current implementation of the plan that should be corrected to meet those goals.
- 6.0.9 The Consultant will conduct interviews with businesses currently at Devens to assess the importance they attach to the following areas: property tax rates; levels of municipal services; cost and capacity of utilities; infrastructure maintenance and improvement; character of future commercial development; location of future residential housing; environmental clean-up; maintenance of public open spaces; and, preservation of current zoning by-laws.
- 6.0.10 The Consultant shall assemble relevant comparative economic data of competing communities in the region that businesses would typically use when making decisions to locate in Devens.

## **Task 6 Products**

Results of this task will be documented in a technical memorandum that presents considerations for future economic development patterns at Devens.

## **Task 7.0: Transportation Assessment (Phase III)**

Task 7.0 will document the impact of additional housing as well as commercial and industrial development activities on the existing transportation infrastructure. The assessment will identify changes to the transportation system infrastructure that might address those deficiencies or enhance the desirability of various development options. The Consultant will undertake the following tasks:

- 7.0.1 Coordinate with the Montachusett Regional Planning Commission (MRPC) to use the Regional Travel Demand Model to assist in the 15-year traffic projection. The Consultant will review the model inputs for Devens and the surrounding communities for the base condition and the model forecast condition (including population and employment inputs). The model will be used to help determine the daily traffic volumes and the projected 15-year growth on key roadways.
- 7.0.2 Review previously prepared transportation assessments/traffic impact studies for Devens and surrounding towns.
- 7.0.3 Review the Master Plans and build out analyses for Devens and the surrounding towns.
- 7.0.4 Coordinate with the Massachusetts Highway Department and review the Statewide Transportation Improvement Plan (TIP) for the region and include planned/programmed projects in the forecast.
- 7.0.5 Coordinate with the I-495 MetroWest Corridor Partnership to ensure that anticipated growth in the area is included in the projection.
- 7.0.6 Document local road traffic conditions and project the impact of growth at Devens and in the region on local roads for 15 years into the future. This will involve preparing trip generation, trip distribution, mode share, and vehicular trip assignment estimates for the Devens Disposition plan.
- 7.0.7 Compare traffic projections to local road capacity, identify areas of concern, and identify local road as well as mass transit improvements that would address those concerns. This will include the preparation of conceptual cost estimates for the transportation improvements.

## **Task 7 Products**

Results of this task will be documented in a technical memorandum that presents considerations for future transportation patterns at Devens.

## **CLIENT FURNISHED INFORMATION**

In the performance of this scope of services, the VHB Team will coordinate its efforts with other project team members, as required. In addition to the assumptions stated above, the Client shall provide VHB with appropriate project-related data including, but not limited to, the following:

- ™ Base plan mapping (digital format)
- ™ Prior reports/ studies, including but not limited to financial models, capital improvement plans, school enrollment data, etc.
- ™ Access to other consultants working at Devens
- ™ Access to the site
- ™ Available engineering survey data, plans and documents
- ™ Available market/financial, employment, environmental, building condition, traffic and parking utilization data and reports.
- ™ Notification of committee and subcommittee meetings and agendas
- ™ Single point of contact for project coordination

VHB will rely on the accuracy, completeness, and timeliness of Client-furnished information in connection with the performance of work under this scope of services.

## **MEETINGS AND COORDINATION**

The Consultant anticipates meeting and coordinating with the Client and various committees on an as-needed basis during the performance of all tasks. For purposes of this contract, it is assumed that the Consultant will attend one meeting a month for the Phase I work tasks through June 30, 2005, for a total of three meetings. Meetings for Phase II and Phase III work tasks will be attended by the Consultant on an as-needed basis within the available meeting task budget. It is anticipated that meetings will take place with the following groups:

- ™ Devens Disposition Coordinating Committee
- ™ Various working subcommittees (Housing and Transportation, Land Use and Open Space, Governance, Finance and Development)
- ™ Master Plan consultants (Sasaki Associates, Inc).
- ™ Other consultants (i.e. legal counsel, etc.)

If additional meetings above and beyond those assumed here in are requested by the Client, VHB will prepare a contract amendment or other appropriate agreement in order for additional meetings to occur.

## **SCHEDULE**

VHB will undertake the work described above within a 19-month schedule beginning upon execution of a contract. The work will be coordinated with the schedule for Town Meeting, including providing support material necessary for the filing of the Warrant Article prior to Town Meeting (November 2006).

The schedule is dependent upon timely review and response from the Client on draft materials prepared by The Consultant.

## COMPENSATION

The Consultant will perform the Scope of Services contained in this Agreement on a time and expense basis at the standard hourly billing rates in effect at the time the work is performed. The estimated labor upset limit for this Scope of Services is \$175,000 broken down as follows:

Task 1: Project Scoping	\$ 6,550.00
Task 2: Housing Market Study	\$ 56,000.00
Task 3: Municipal Data Analysis	\$ 23,600.00
Task 4: Housing Recommendations	\$ 9,400.00
Task 5 Land Use and Open Space Assessment	\$ 20,000.00
Task 6 Economic Development Assessment	\$ 22,000.00
Task 7: Transportation Assessment	\$ 20,000.00
Meetings and Coordination	\$ 16,800.00
<i>Phase I Tasks (through 6/30/05)</i>	\$ 8,400.00
<i>Phases II and III Tasks (7/1/05 to 11/30/06)</i>	\$ 9,050.00
Total Labor	\$175,000.00
Project Expenses (Reprographics, fax, sustenance, travel, postage, etc.)	\$ 10,300.00
Project Total	\$184,650.00

The Scope of Work for Phase II, Tasks 2 and 4; and Phase III, Tasks 5 and 7, shall be modified by the parties to this agreement to conform to this fee schedule before work commences. Phase II shall be modified on or about May 16, 2005 and Phase III on or about June 6, 2005.

Draft reports for Phase I will be substantially complete by June 30, 2005, except for elements that may overlap with any incomplete Phase II work tasks shall interfere with completion. Draft reports for Phase II will be substantially complete by July 15, 2005.