

## **Chapter 303**

The Commonwealth of Massachusetts

In the Year 2008

An Act Financing Improvements to the  
Commonwealth's Transportation System

**Section 37 Chapter 301 of the Acts of 1998**  
is hereby amended by striking out sections 1 to 31,  
inclusive, and inserting in place thereof the following  
36 sections: -

SECTION 37. Chapter 301 of the acts of 1998 is hereby amended by striking out sections 1 to 31, inclusive, and inserting in place thereof the following 36 sections:-

Section 1. It is hereby found that the closure of the Naval Air Station hereinafter referred to as NAS South Weymouth, by the United States Government in September of 1997 is detrimental to the economic welfare of the citizens of the commonwealth and, in particular, the towns of Abington and Rockland and the city known as the town of Weymouth, hereinafter referred to as the town of Weymouth. The closure of this military installation imposes

upon the commonwealth and its citizens an increased fiscal burden in addition to that incurred by the commonwealth on account of the closure of various other military installations in the commonwealth. It is of considerable importance that the approximately 1,500 acres encompassing the NAS South Weymouth be acquired expeditiously by an entity empowered to fully redevelop the property for the benefit of the towns of Abington, Rockland and Weymouth, the region and the commonwealth. Because the base is located in 3 different jurisdictions, its orderly redevelopment will depend on the formulation of a comprehensive, consensus Reuse Plan and implementation of uniform redevelopment policies for the property. It will be necessary to establish incentives to attract private businesses to locate and expand their operations at NAS South Weymouth, including providing those businesses with tax incentives and relief from inconsistent land use controls. Therefore, it is the purpose of this act to promote the expeditious and orderly conversion and redevelopment of NAS South Weymouth for nonmilitary purposes, including, but not limited to, commercial, housing, industrial, institutional, educational, governmental, recreational, conservation or manufacturing uses in order to prevent blight, economic dislocation and additional unemployment, and to aid and strengthen the local economy, the regional economy and the economy of the commonwealth. In order to achieve these objectives, it is deemed necessary and appropriate to establish a public corporation with full powers and authority to carry out the purposes of this act.

Section 2. It shall be the goal of this act to promote the expeditious acquisition and redevelopment of NAS South Weymouth while addressing the economic, social and environmental needs of the region. This goal shall be accomplished in a manner consistent with the consensus Reuse Plan prepared by the Naval air station planning committee and approved by a majority vote of the town meetings of the towns of Abington, Rockland and Weymouth, on March 23, 1998, March 16, 1998 and March 4, 1998, respectively, and approved by the commonwealth and the United States Department of Defense. The passage of this act shall constitute such approval of the commonwealth and shall constitute approval for amendments to the Reuse Plan as may be approved by the town meetings of the towns of Abington and Rockland and the town council of the town of Weymouth. The Reuse Plan is intended to significantly stimulate economic activity and jobs on the base property while protecting the environment and enhancing the quality of life in the region. The redevelopment is designed to minimize and mitigate negative off-base impacts on the area such as those on water resources, air quality, traffic and noise, and to limit the impacts to those necessary to achieve community reuse goals and objectives. The redevelopment shall be integrated with the United States

government's cleanup of hazardous materials on the base to ensure effective, expeditious and efficient environmental remediation and protection of public health and welfare in accordance with federal and state law and regulation.

Section 3. There is hereby created a body politic and corporate, to be known as South Shore Tri-Town Development Corporation, to carry out this act. The corporation is hereby deemed to be a public instrumentality, and the exercise by the corporation of the powers conferred by this act shall be deemed and held to be the performance of public functions. The corporation shall be included within the definition of a "local governmental unit", as defined in section 1 of chapter 29C of the General Laws, and its bonds and notes shall be included within the definition of "local governmental obligations", as defined in said section 1 of said chapter 29C. The corporation shall be included within the definition of a "governmental entity" for purposes of owning public infrastructure improvements pursuant to chapter 293 of the acts of 2006. The corporation shall be an "eligible applicant" and a municipality for the purposes of the General Laws and the corporation and the town of Weymouth shall both be eligible for any financial or other assistance from the Massachusetts School Building Authority.

To achieve its primary purpose of securing the redevelopment of NAS South Weymouth to the greatest benefit of the towns of Abington, Rockland and Weymouth, the corporation shall be guided in its financing activities with the goal of maximizing the fiscal benefit to the towns stemming from the redevelopment from a long term perspective. The corporation, during its existence, shall attempt to pursue the redevelopment in a manner that imposes no costs on the towns for the provision of police and fire protection, emergency services, water and sewer, schools, road and highway, parking, transportation, telecommunications, lighting, recreation and other municipal services. The corporation shall, to the maximum extent feasible and consistent with the Reuse Plan and zoning by-laws, dispose of all of the property within the NAS South Weymouth Redevelopment Area through sale or other transfer prior to said corporation's termination as provided in section 33.

Section 4. As used in this act, the following words shall, unless the context requires otherwise, have the following meanings:

(a) "Agency", Massachusetts Development Finance Agency, a Massachusetts body politic and corporate established by section 2 of chapter 23G of the Massachusetts General Laws, which is the successor-in-interest to the government land bank under chapter 289 of the acts of 1998.

(b) "Government land bank", the government land bank established by chapter 212 of the acts of 1975, or its successors, including the agency.

(c) "Board", the board of directors of South Shore Tri-Town Development Corporation established by section 9.

(d) "Bond termination date", the latest date on which all amounts outstanding under bonds or notes issued by the corporation pursuant to this act or by the agency pursuant to section 6 of chapter 293 of the acts of 2006, including all obligations of the corporation undertaken in connection with the issuance of such bonds of the agency, have been paid in full, which date shall be no later than December 31, 2053.

(e) "Central redevelopment area", the central portion of the NAS South Weymouth Redevelopment Area as defined in the Reuse Plan and zoning by-laws within which the corporation shall have full and exclusive administration of zoning, licensing, inspection and permitting authority for the implementation of and in accordance with the Reuse Plan and zoning by-laws.

(f) "Commissioner", the commissioner of revenue.

(g) "Corporation", the corporation established by section 3.

(h) "Dissolution and Administration Agreement", the dissolution and administration agreement authorized pursuant to section 33.

(i) "Financing MOA", the Memorandum of Agreement on Financing for the South Shore Tri-Town Development Corporation's Parkway dated as of January 31, 2008, by and between the commonwealth, acting by and through its executive office for administration and finance and its executive office of transportation and public works, and the corporation, as amended from time to time.

(j) "Infrastructure", all infrastructure included in the project.

(k) "Naval air station planning committee", the committee established by governor's Executive Order No. 378, dated September 20, 1995.

(l) "NAS South Weymouth", the military base formerly known as the Naval Air Station South Weymouth, which was disestablished in accordance with the recommendation of the 1995 Base Realignment and Closure Commission, pursuant to 10 U.S.C. § 2687, as amended.

(m) "NAS South Weymouth Region", (a) towns as defined in this act; (b) all municipalities contiguous to the towns; and (c) all municipalities contiguous to the municipalities in subsection (b); provided, however, that the NAS South Weymouth Region shall not include the city of Boston.

(n) "Perimeter area", the outer portions of the NAS South Weymouth Redevelopment Area as specifically defined in the Reuse Plan and zoning by-laws within which each town shall have full and exclusive administration of zoning, licensing, inspection and permitting authority for the implementation of and in accordance with the Reuse Plan and zoning by-laws in its respective sector of the NAS South Weymouth Redevelopment Area.

(o) "Project", the acquisition, development, improvement, construction, expansion, reduction, destruction and renovation of all real and personal property and buildings, structures, utilities and utility services located on, conducted within or otherwise directly associated with the NAS South Weymouth Redevelopment Area, which shall be owned by the corporation, the towns, the commonwealth or an other political subdivision or public instrumentality of the commonwealth including, but not limited to, all infrastructure for the provision of gas; cable television; telephone; storm drainage systems; dams; sewage treatment plants; sewers; water and well systems; roads; highways; bridges; culverts; tunnels; streets; sidewalks; lighting; parking, including garages; schools; public safety; public works and administration buildings; parks; cultural and performing arts facilities; recreational facilities; transportation stations and related facilities; shuttle transportation equipment; fiber and telecommunication systems; facilities to produce and distribute electricity, including alternate energy sources such as co-generation and solar installations; the investigation and remediation associated with the cleanup of actual or perceived environmental contamination in accordance with applicable governmental regulations; and all other programs, services, systems and other activities associated therewith, located on, conducted within or otherwise directly associated with the NAS South Weymouth Redevelopment Area.

(p) "Reuse Plan and zoning by-laws", the Reuse Plan and implementing zoning by-laws for the redevelopment of NAS South Weymouth prepared by the Naval air station planning committee pursuant to governor's Executive Order No. 378, dated September 20, 1995, and approved by the towns pursuant to section 14, and as the same may be amended from time to time. The purpose of the Reuse Plan and zoning by-laws shall be to establish redevelopment objectives, policies and standards to guide public and private decision-making and investment and to ensure the maintenance of quality of life and the protection of natural resources.

(q) "Secretary", the secretary of administration and finance.

(r) "Taxation plan", the plan established under section 15.

(s) "Town", the town of Abington, Rockland or Weymouth, within the corporate boundaries in which NAS South Weymouth is located.

(t) "Towns", the towns of Abington, Rockland and Weymouth.

Section 5. The NAS South Weymouth Redevelopment Area is hereby created. Plans and descriptions detailing the precise boundaries and configuration of the NAS South Weymouth Redevelopment Area, including the precise boundaries of the land of NAS South Weymouth which shall be transferred to the United States Coast Guard and Federal Aviation Administration, the precise

boundaries of the land of each town located within the NAS South Weymouth Redevelopment Area and the precise boundaries of the central redevelopment area and perimeter area, shall be prepared by the corporation, reviewed by the boards of selectmen or town council of the towns, and filed with the secretary and recorded in the Plymouth county registry of deeds and the Norfolk county registry of deeds; provided, however, that the NAS South Weymouth Redevelopment Area shall be comprised of the central redevelopment area and the perimeter area and shall include the lands, including all easements, reservations and rights appurtenant thereto, and all buildings, structures, utilities and improvements located thereon, comprised of the former military base of that name presently located in the towns of Abington, Rockland and Weymouth and now or formerly within the ownership, control and jurisdiction of the United States, including those portions of the base property transferred as of the effective date of this act or to be transferred at some future date to the United States Coast Guard and Federal Aviation Administration pursuant to the federal screening process. The filings shall take place within 180 days of the effective date of this act.

Section 6. The corporation shall have all of the powers necessary or convenient to carry out the purposes and provisions of this act, including the power to:

(a) except as otherwise expressly provided in this act, and subject to section 31 of chapter 44 of the General Laws, exercise the rights provided to municipal governments and agencies under federal laws and regulations and under the constitution, laws and regulations of the commonwealth;

(b) sue and be sued in all courts and to initiate or participate in actions and proceedings, whether judicial, administrative, arbitratative or otherwise;

(c) adopt a seal and alter such seal at its pleasure and use it by causing it or a facsimile to be affixed or impressed or reproduced in any manner;

(d) own, acquire, construct, manage, operate, convey or lease infrastructure improvements or any facilities for the project, including the distribution of public utilities including, but not limited to, electricity, gas, water, waste water and sewer and sewage treatment and disposal, refuse collection and disposal, telecommunications and cable services, and to own, manage, operate or lease the production plant for steam that is located on, conducted within or otherwise directly associated with NAS South Weymouth;

(e) develop, own, manage, operate, regulate or lease wells to procure water from productive aquifers underlying the NAS South Weymouth Redevelopment Area in accordance with sections 38 and 39A of chapter 40 of

the General Laws and determine and collect, or authorize the collection on its behalf of assessments and other charges related to constructing and maintaining such systems, as provided in said chapter 40; provided, however, that the procurement of such water shall not materially adversely affect the supply of water available to a town;

(f) and develop, own, manage, operate, regulate, convey or lease facilities of common sewers and main drains, and facilities for waste water and sewage treatment and disposal and determine and collect, or authorize the collection on its behalf of assessments and other charges related to laying out, constructing and maintaining such systems, as provided in this act and pursuant to chapter 83 of the General Laws;

(g) develop, own, manage, operate, regulate or lease surface water reservoirs within the NAS South Weymouth Redevelopment Area and connect to or otherwise purchase or lease water from the water system of a town, an other municipality or an other governmental or quasi-governmental agency or an other public or private entity for the provision of water within the NAS South Weymouth Redevelopment Area, and develop, own, manage, operate, regulate, convey or lease any and all systems for the delivery of such water within the NAS South Weymouth Redevelopment Area; provided, however, that the procurement of such water does not materially adversely affect the supply of water available to any of the towns;

(h) make and execute agreements with 1 or more of the towns or other appropriate public or private agencies and entities for the provision of police, fire, emergency medical, schools and other municipal services within the NAS South Weymouth Redevelopment Area; provided, however, that, after consideration of public health and safety issues, operational efficiencies and costs, and other relevant considerations, preference in the provision of such municipal services shall be given to the towns before entering into any such agreements with other public or private agencies and entities;

(i) exercise the power of eminent domain within the NAS South Weymouth Redevelopment Area as provided in chapters 79, 79A, 80 and 80A of the General Laws;

(j) appoint, prescribe the qualifications and fix the compensation of corporate officers, agents and employees, and pay the same out of funds of the corporation;

(k) appoint legal counsel and fix compensation for such services rendered to the corporation;

(l) appoint qualified boards, commissions, committees or subcommittees, including those responsible for zoning, subdivision and other land use or permitting approvals whose members need not be directors of the board, and



individuals, in addition to the advisory board established pursuant to section 10, to serve as unpaid advisors under such terms and conditions as it may deem necessary; provided, however, that such boards, commissions, committees, subcommittees and individuals may be reimbursed for incidental expenses determined by the corporation to be necessary and incurred while performing the business of the corporation;

(m) acquire, hold and dispose of personal property within the NAS South Weymouth Redevelopment Area for its corporate purposes;

(n) acquire easements and other interests in land directly associated with the NAS South Weymouth Redevelopment Area in connection with the project;

(o) purchase, receive, take by grant, gift, devise, bequest, lease, or otherwise acquire, own, hold, improve, employ, use or otherwise manage real and personal property or any interest therein, whether tangible or intangible, for its purposes, located within the NAS South Weymouth Redevelopment Area, except for any federally-owned property of the former NAS South Weymouth which shall be or has been transferred to the United States Coast Guard and Federal Aviation Administration; provided, however, that when any of the excepted property is declared to be surplus to the needs of the United States government, the corporation may obtain any and all like interest in the property as described herein;

(p) sell, convey, lease, exchange, transfer, or otherwise dispose of, or mortgage, pledge or create a security interest in the project and all or any of its real or personal property or any interest therein, using procedures adopted by the corporation; provided, however, that any such transaction consummated in fulfillment of the obligations of the Naval air station planning committee assumed by the corporation under clause (iii) of paragraph (b) of section 8 shall be exempt from the public bidding and procurement requirements applicable to bodies politic and corporate of the commonwealth imposed by general or special law, including, without limitation, the requirements of chapter 7 of the General Laws and regulations promulgated thereunder governing the division of capital asset management and maintenance; and provided further, that the corporation may, pursuant to an affirmative vote and by either stating the public convenience and necessity therefor or by determining that consideration in excess of fair market value is being paid therefor or furnished in connection therewith, exempt any other such transaction from these requirements;

(q) apply for and, for the purposes of this act, accept gifts, loans, grants of property, funds, money, materials, labor, supplies or services from a person or from the United States government or its departments or agencies

or from an agency of the commonwealth or a political subdivision thereof, or make agreements with respect to any such gifts, loans or grants, and to do any and all things necessary, useful, desirable or convenient in connection with procuring, accepting or disposing of such gifts, loans or grants;

(r) purchase, take, receive, subscribe for, or otherwise acquire, hold, make a tender offer for, vote, employ, sell, lend, lease, exchange, transfer or otherwise dispose of, mortgage, pledge or grant a security interest in, use or otherwise deal in and with, bonds and other obligations, shares or other securities or interests therein issued by others, whether engaged in a similar or different business or activity;

(s) make and execute agreements, contracts, project labor agreements and other instruments necessary or convenient in the exercise of the powers and functions of the corporation under this act, including contracts with a person, firm, corporation, municipality, commonwealth agency, governmental unit or other entity, foreign or domestic;

(t) assess and collect taxes, assessments, special assessments, betterments and fees within the NAS South Weymouth Redevelopment Area under the General Laws and the powers granted by this act, in order to generate revenues to pay the cost of operations of the corporation, amounts due on outstanding indebtedness of the corporation, maintenance of the property, environmental remediation and monitoring of the property and the construction and maintenance of the project, infrastructure improvements within or associated with the NAS South Weymouth Redevelopment Area in accordance with this act, the General Laws, the Reuse Plan and zoning by-laws approved by the towns, including the funding provisions thereof and for all other purposes for which cities and towns may assess and collect such taxes, assessments, special assessments, betterments and fees, and distribute excess revenues in accordance with section 19. In connection with the foregoing, the corporation shall have all the powers and authority of cities and towns under chapters 59, 60, 60A, 61B and section 3A of chapter 64G of the General Laws, and any powers that require adoption by cities and towns if adopted by the corporation;

(u) administer land use and zoning controls and zoning, subdivision, licensing, inspection, and other municipal permitting, licensing and inspection activities within the central redevelopment area as defined for such administration in the Reuse Plan and zoning by-laws approved by the towns, and to enter into agreements with the towns whereby any such activities which the corporation may determine shall be more effectively administered by a town shall be within such town's administration, subject to such town's agreement to enter into such agreements. Except as otherwise

expressly provided in the zoning by-laws approved by the towns under section 14, (a) in the administration of the activities authorized under this section in the central redevelopment area, the corporation may take action and issue permits, approvals, licenses, orders, determinations and other entitlements in accordance with the procedures and standards from time to time applicable to municipalities and their boards, commissions and agencies so authorized to take such action or to issue any such permit, approval, license, order, determination or other entitlement under the General Laws; provided, however, that the regulations developed and adopted by the corporation under section 14 may provide for expedited permitting under which the time frames for action applicable to municipalities and their boards, commissions and agencies under the provisions of the General Laws are shortened; and (b) all such actions, including a failure to take action, and such permits, approvals, licenses, orders, determinations and other entitlements shall have the legal effect and duration as provided in the General Laws, except for any shortened time frames expressly provided in such regulations. Upon termination of the corporation under section 33, the authority to administer such activities shall be vested in the towns in accordance with the dissolution and administration agreement and the General Laws, but no action or inaction of or permit, approval, license, order, determination or entitlements issued by the corporation prior thereto or any activity undertaken or improvement made in accordance therewith shall be affected thereby. Any and all municipal powers which do not involve the administration by the corporation of such land use and zoning controls and zoning, subdivisions, licensing, permitting, or inspection activities shall remain with the towns in which the applicable real property is located unless expressly granted to said corporation in this act or elsewhere;

(v) develop, adopt, amend, implement and enforce by-laws and regulations for the general administration of the NAS South Weymouth Redevelopment Area pursuant to sections 21 through 33 of chapter 40 of the General Laws or as otherwise permitted by law;

(w) issue a maximum of 15 alcoholic beverage licenses within the NAS South Weymouth Redevelopment Area in accordance with chapter 138 of the General Laws and the Reuse Plan and zoning by-laws; provided, however, that said licenses shall not diminish the number of licenses permitted by the commonwealth to be granted by the towns; provided however that the licenses shall be limited as follows: (i) 10 licenses shall be available for issuance to qualified applicants operating sit-down restaurants and associated bar areas and bars located within and as part of hotels, function halls, conference centers, public and private social and recreational clubs,

shopping centers and related entertainment venues and cinemas; and (ii) 1 license shall be available for issuance to a qualified applicant operating a clubhouse or like facility associated with a golf course if one is established in the NAS South Weymouth Redevelopment Area; provided further, that none of the remaining 4 alcoholic beverage licenses may be issued by said corporation to any applicant for any of the purposes authorized by this subsection unless said corporation first requests and receives approval of the appropriate licensing board or authority in the applicable town to issue one or more of said licenses; provided further, that none of the licenses authorized by this section shall be transferable outside the NAS South Weymouth Redevelopment Area; and provided further, that the corporation may issue entertainment licenses and temporary alcoholic beverage licenses as it deems necessary and appropriate;

(x) borrow money at such rate or rates of interest as the corporation may determine; issue its notes, bonds or other obligations to evidence such indebtedness, and secure any of its obligations by pledging any of its taxes, assessments, betterment fees, rents, fees or other revenues or by mortgage or pledge of all or any of its property, or any interest therein, tangible or intangible, whether then owned or thereafter acquired, as provided in this act, and exercise all other rights and powers of cities and towns under chapter 44 of the General Laws; provided, however, that chapter 44 of the General Laws shall not be applicable to the manner of voting or the limitations as to the amount and time of payment or other details of debts incurred by the corporation and, in the event of a conflict between the provisions of this act and chapter 44 of the General Laws, the provisions of this act shall apply;

(y) arrange for guaranties of its notes, bonds or other obligations by the federal government, the commonwealth, the towns or by any private insurer or otherwise, and to pay any premiums therefor;

(z) issue such short and long term notes, bonds or other obligations, whether or not the interest to the holders is exempt from taxation;

(aa) purchase notes, bonds or other obligations of the corporation at such price or prices, in such manner, and upon such terms, as the corporation may determine;

(bb) invest and reinvest its funds in such investments as may be lawful for fiduciaries in the commonwealth, and take and hold property as security for the payment of funds so invested, as provided in section 55 of chapter 44 of the General Laws;

(cc) procure insurance against any loss in connection with its property or the project in such amounts and from such insurers, including the federal

government, and directors and officers liability insurance, as it may deem necessary or desirable, and to pay any premiums therefor;

(dd) enter into and perform contracts, project labor agreements, and other agreements, whether or not they may be deemed to constitute indebtedness under applicable law, for the joint or separate planning, financing, construction, purchase, operation, maintenance, use, sharing costs of, ownership, mortgaging, leasing, sale, disposal of, or other participation in facilities, products or services of any person who engages in business on property owned or controlled by the corporation;

(ee) maintain a principal office within the NAS South Weymouth Redevelopment Area;

(ff) make any inquiry, investigation, survey, feasibility study or other study which the corporation may deem necessary or advisable to enable it to carry out effectively this act;

(gg) apply to the appropriate agencies and officials of the federal government and the commonwealth for licenses, permits or approvals, as are ordinarily applied for by cities and towns, of its plans or the project as it may deem necessary or advisable, and to accept such licenses, permits or approvals as may be tendered to it by such agencies or officials, upon such terms and conditions as it may deem appropriate;

(hh) make by-laws and establish committees for the management and regulation of its affairs as it may deem necessary or advisable and, subject to agreement with bondholders, make rules pursuant to its own procedures for the use of the project and its property, and establish and collect assessments, rentals, fees and all other charges for the use of the project under the jurisdiction of the corporation and for services or commodities sold, furnished or supplied by the corporation;

(ii) design, construct, maintain, operate, improve and reconstruct the project as shall be consistent with the purposes and provisions of the approved Reuse Plan and zoning by-laws, including without limitation the maintenance and development of all infrastructure improvements necessary or convenient in connection with the project, and to contract for the environmental remediation, construction, operation or maintenance of any parts thereof, or for services to be performed thereon, and rent parts thereof and grant concessions thereon, on such terms and conditions as the corporation may determine, in accordance with the Reuse Plan and zoning by-laws; provided, however, that any such transaction shall be exempt from the public bidding and procurement requirements applicable to bodies politic and corporate of the commonwealth imposed by general or special law, including without limitation, the requirements of chapters 7, 30 and chapter 149 of the

General Laws, but excluding sections 28 and 29 of said chapter 149, and regulations promulgated thereunder so long as the corporation has, pursuant to an affirmative vote and by stating the public convenience and necessity therefor, exempted any such transaction from such requirement;

(jj) designate the depositories of its money within the commonwealth;

(kk) establish its fiscal year to commence on July 1 and end on June 30 of each year and change the fiscal year from time to time as the corporation may deem necessary and appropriate;

(ll) take such other actions and exercise such other powers as it may deem necessary, advisable and convenient in the furtherance of the purposes of this act;

(mm) apply for and be eligible for any and all available financial and other assistance, consistent with the Reuse Plan, without further approval of any agency of the commonwealth pursuant to chapters 40R and 40S of the General Laws and similar statutes of the General Laws as a town would be so eligible pursuant to said chapters; provided, however, that the NAS South Weymouth Redevelopment Area shall be deemed to be an approved smart growth zoning district under said chapter 40R, entitling the corporation to all funds available under said chapters 40R and 40S in connection therewith, including without limitation density bonus payments and zoning incentive payments; and provided further, that the designation of the NAS South Weymouth Redevelopment Area as a smart growth zoning district shall have no effect on the ability of the towns to otherwise obtain approvals for other land under said chapter 40R;

(nn) establish, construct, maintain, regulate, discontinue and otherwise own, manage and operate any street, public way or public use of a private way within the NAS South Weymouth Redevelopment Area, including any sewers, drains, sidewalks and other utilities and infrastructure located in any streets and ways;

(oo) assume responsibility for maintaining, monitoring and conducting other activities imposed by any condition of any license, permit or approval, or by any institutional control arising under any environmental law or regulation with respect to the project; and

(pp) provide, directly or indirectly, for the public educational needs of all kindergarten, primary and secondary school-age children within the NAS South Weymouth Redevelopment Area whereby all such children shall be deemed to be residents of the town of Weymouth for such purposes; provided, however, that in providing these public educational services to these children on behalf of the corporation, the town of Weymouth shall not be deemed to have

accepted or adopted any school choice program under chapter 76 of the General Laws.

Section 7. The corporation shall not be obligated to maintain, operate, improve or provide services, including police and fire protection, for those portions of the NAS South Weymouth which remain in federal ownership, nor shall the corporation bear any responsibility or be liable for any injury, damage or loss arising out of or in connection with any activities which may occur on such federal property, nor as a result of any improvements, damage, deterioration or environmental hazards occurring thereon. The corporation may enter into agreements with the federal government to provide any services to areas of the NAS South Weymouth Redevelopment Area remaining in federal ownership which the corporation may provide elsewhere in the NAS South Weymouth Redevelopment Area.

Section 8. (a) In addition to any other duties set forth in this act, the corporation shall coordinate with, and provide information to, the United States and any officials or employees thereof, regarding any matter relating to the ownership, condition, closure, conversion, redevelopment or future use or operations of the NAS South Weymouth Redevelopment Area as required by the Defense Base Realignment and Closure Act. Notwithstanding any other provision of law, the corporation shall be the only person or entity in the commonwealth authorized to negotiate, purchase or otherwise obtain on behalf of itself, the commonwealth or any of its political subdivisions, any fee ownership, easement, lease, license or other interest in any property in or on the NAS South Weymouth Redevelopment Area from the United States, except that a governmental entity of the commonwealth may acquire an interest from the corporation to such property, if such acquisition and use of the property by a governmental entity of the commonwealth is consistent with the Reuse Plan and zoning by-laws. Prior to the disestablishment of the Naval air station planning committee as specified in subsection (e) of section 14, such committee may request, on behalf of the corporation, that the government land bank act as its agent to conduct implementation negotiations with the United States government until the corporation is fully staffed with the capacity to pursue such negotiations for itself. The corporation may request continuing assistance of the government land bank in pursuing such negotiations with the United States government.

(b) The corporation shall be obligated to: (i) assume and perform the government land bank's obligations with respect to the less than fair market interim master lease between the United States of America and Government Land Bank d/b/a Massachusetts Development Finance Agency for the Naval Air Station South Weymouth, which the Naval air station planning committee requested the

government land bank enter into on its behalf; (ii) assume and perform the government land bank's obligations with respect to any subleases which the government land bank enters into pursuant to the less than fair market interim master lease at the Naval air station planning committee's request; and (iii) assume any and all obligations, including, without limitation, any letters of intent to lease or sell real estate, entered into by the Naval air station planning committee, or the government land bank at the committee's request with respect to the NAS South Weymouth Redevelopment Area.

Section 9. (a) The powers and management of the corporation, which include all rights and powers of a town council or board of selectmen or mayor of a city or town, shall be vested in a board of 5 directors to be appointed as follows:

(i) 1 member appointed by the board of selectmen of the town of Abington;

(ii) 2 members appointed by the board of selectmen of the town of Rockland; and

(iii) 2 members appointed by the mayor of the town of Weymouth.

The board shall appoint a chairman from among its members who shall serve in that capacity at the pleasure of the board.

(b) Directors shall serve for terms of 5 years; provided, however, that of those initially appointed, 1 by the town of Weymouth shall be appointed for a term of 3 years, 1 by the town of Rockland and 1 by the town of Weymouth shall be appointed for terms of 4 years, and 1 by the town of Abington and 1 by the town of Rockland shall be appointed for terms of 5 years. All directors shall be eligible for reappointment at the expiration of their terms and may be removed for good cause by their respective appointing authority. Vacancies shall be filled by the board of selectmen or mayor, as applicable, of the town that appointed the director.

(c) All directors of the corporation shall have demonstrated expertise or education and experience in 1 or more of the following areas: real estate development, housing, finance, business, environment, planning, engineering, transportation or municipal government. The towns shall cooperate to assure the appointment of directors from as many of the foregoing disciplines as possible.

(d) Four members of the board shall constitute a quorum. A minimum of 3 affirmative votes of the quorum shall be required for any action of the board.

(e) Directors may receive compensation as determined from time to time by the advisory board established by section 11. Directors shall receive reimbursement of such incidental expenses determined by the board to be



necessary; provided, however, that the annual compensation of the directors shall not exceed \$6,250 or 80 per cent of the total combined average of the annual salaries of the town councilors of the town of Weymouth, whichever is higher.

(f) Directors shall be residents of the commonwealth. No director shall be a local elected public official of the town of Abington, Rockland or Weymouth, except that residents of the towns of Abington and Rockland who participate in their respective town meetings shall not be restricted from service as a director of the corporation.

(g) Public employees or appointed officials of the federal government and the commonwealth and its political subdivisions may serve as directors of the corporation so long as their service as director does not constitute a conflict of interest with their duties as public employees or appointed officials.

(h) Directors shall be subject to chapter 268A of the General Laws.

(i) The directors may, from time to time, by majority vote designate employees of the corporation, consultants and other individuals to participate on boards, commissions, committees and other organizations established by the corporation or otherwise related to the project as a representative of the directors.

(j) The directors may, from time to time, by majority vote, authorize a person, other than a majority of the board, to issue endorsements, certificates and other ministerial documents in furtherance of actions taken by the board.

(k) The officers and directors of the corporation shall have the full protections afforded by section 13 of chapter 258 of the General Laws to the same extent as municipal officers in a city or town which has accepted said section 13 of said chapter 258.

Section 10. If a director, or member of his immediate family shall be interested either directly or indirectly, or shall be a director, officer or employee of or have an ownership interest in a firm or corporation interested directly or indirectly, in a contract or other matter involving the corporation, such interest shall be disclosed to the board and shall be set forth in the minutes of the board. The member having such interest shall not participate on behalf of the corporation in any proceeding or decision relating to such contract or matter. For the purpose of this section, immediate family shall include spouse, parent, parent-in-law, brother, brother-in-law, sister, sister-in-law, son, son-in-law, daughter, daughter-in-law and the parent or child of any of such individuals.

Section 11. (a) There shall be an advisory board to the corporation consisting of: (i) 1 voting representative appointed by the town of Abington and 1 voting representative appointed by the town of Hingham; (ii) 2 voting representatives appointed by the town of Rockland and 2 voting representatives appointed by the town of Weymouth; (iii) 1 voting representative of the metropolitan area planning council who shall be a member of and be designated by the board of the council and who shall reside in Norfolk county; (iv) 1 voting representative of the Old Colony planning council who shall be a member of and be designated by the board of the council and who shall reside in Plymouth county; and (v) 3 voting representatives to be appointed by the governor, 1 of whom shall have skill and expertise in matters relating to environmental protection, 1 of whom shall have skill and expertise in matters relating to real estate development and 1 of whom shall be a member of the board of the South Shore chamber of commerce. The members of the advisory board representing a town shall be appointed by, and serve at the pleasure of, the mayor of the town of Weymouth or board of selectmen of each such other town. The members of the advisory board appointed by the metropolitan area planning council and the Old Colony planning council shall serve at the pleasure of the councils. The members of the advisory board appointed by the governor shall serve at the pleasure of the governor.

(b) The total voting membership of the advisory board shall be 11 votes, equally weighted. The advisory board may act at regular periodic meetings called in accordance with its by-laws or at a special meeting called by the corporation or by 6 or more members of the advisory board. A quorum of the advisory board shall consist of 6 representatives. The advisory board may act by the affirmative vote of a majority of the representatives present that constitute a quorum.

(c) For the conduct of its business the advisory board shall adopt and may revise and amend its own by-laws. The advisory board shall annually elect from among its members a chairperson, a vice chairperson and a secretary and such other officers as the advisory board may determine. Each such officer shall serve in such capacity at the pleasure of the advisory board and may be removed from such position by majority vote of the advisory board. In the event of a vacancy, the appointing authority shall fill the vacancy for the unexpired term. Each member of the advisory board shall serve without compensation but may be reimbursed for all reasonable expenses incurred in the performance of his or her duties as approved by the advisory board and the corporation.

(d) The purposes of the advisory board shall be as follows:

(i) to review the annual report of the corporation and to prepare comments thereon for the benefit of the corporation, the governor and the towns, and to make such examinations of the reports on the corporation's records and affairs as the advisory board deems appropriate;

(ii) to hold regular meetings twice annually with the board of directors of the corporation and, at the discretion of the advisory board and with the concurrence of the board of directors of the corporation, special meetings with the board of directors of the corporation as it deems necessary and appropriate on matters relating to the corporation, and to hold meetings at other times as the advisory board may determine;

(iii) to make recommendations to the corporation on its annual budget;

(iv) to make recommendations to the governor, the general court and the towns regarding the corporation and its programs; and

(v) to determine, from time to time, compensation for directors of the board.

(e) The corporation shall provide such reasonable administrative and staff support to the advisory board as may be necessary for the efficient discharge of the advisory board's responsibilities pursuant to this act.

Section 12. The board may from time to time appoint an executive director, who shall devote his full time during business hours to the duties of his office, who shall receive compensation as the board may determine, and who shall serve at the pleasure of the board; a chief financial officer, who shall be the chief financial and accounting officer of the corporation and shall be in charge of its funds, books of accounts and accounting records; and such other officers and employees as are necessary to the orderly functioning of the corporation. The executive director shall be well qualified to serve in this capacity and shall have, at a minimum, professional education in public administration or a related academic discipline and at least 10 years of demonstrated experience in positions of comparable responsibilities. The chief financial officer shall, at a minimum, have both education and at least 10 years of demonstrated experience in the field of finance. Officers and employees of the corporation shall not be subject to the provisions of chapter 30 of the General Laws or section 9A, 45, 46, 51 or 52 of chapter 31 of the General Laws. Officers and employees of the corporation shall be subject to the provisions of chapter 268A of the General Laws. Compensation for employees of the corporation, including the executive director and chief financial officer, shall be set by the board.

Section 13. The corporation may hire, fix and pay compensation, prescribe duties and qualifications and establish personnel policies without regard to any personnel or civil service law or personnel or civil service

rule of the commonwealth. The employees of the corporation shall not be classified employees of the commonwealth. An individual employed by the corporation shall be deemed an employee at will and shall serve at the pleasure of the corporation.

Section 14. (a) The Reuse Plan prepared by the Naval air station planning committee and approved by majority vote of the towns of Abington, Rockland and Weymouth, and the zoning by-laws approved by a two-thirds vote of the towns of Abington, Rockland and Weymouth, shall govern the corporation's redevelopment of the NAS South Weymouth Redevelopment Area. The zoning by-laws shall be effective on the date that the last of the 3 towns gives its approval of the same; provided, however, that neither the towns nor the corporation may initiate or undertake any redevelopment activity within the NAS South Weymouth Redevelopment Area, unless and until the 3 towns approve the zoning by-laws in accordance with this section. Once effective, such zoning by-laws shall supersede the existing zoning by-laws of the towns except to the extent the existing zoning by-laws are incorporated in the zoning by-laws. Adoption of the Reuse Plan and newly adopted zoning by-laws by the towns shall constitute final acceptance of the same for the purposes of this act.

(b) A revision to the Reuse Plan or zoning by-laws considered to be substantial as that term is defined in the Reuse Plan and zoning by-laws shall not be effective until the towns, following public hearings, approve the revision. Notwithstanding the foregoing, revisions to the zoning by-laws which merely change the boundaries of zoning districts but do not alter or amend the Reuse Plan shall not be considered substantial if the board determines that such boundary revisions are warranted by: (i) the department of highway's determination of the location of "East-West Parkway" at NAS South Weymouth; or (ii) requests from the Natural Heritage and Endangered Species Program for minor relocations of the proposed golf course at NAS South Weymouth. Within 90 days of receipt of a proposed substantial revision to the Reuse Plan or zoning by-laws, the mayor of the town of Weymouth shall convene a meeting of the town council of the town of Weymouth and the boards of selectmen of each of the towns of Abington and Rockland shall convene a town meeting for such towns for the purpose of adopting by majority vote of such town council and each town meeting the substantial revision to the Reuse Plan, or adopting by two-thirds vote of the town council and each town meeting the substantial revision to the by-laws, as the case may be. Each town shall vote to adopt or disapprove the substantial revision to the Reuse Plan or zoning by-laws as submitted. No amendments to the proposed substantial revision to the Reuse Plan or zoning by-laws shall be made by the

towns. Each town shall, within 30 days of adoption or rejection of a proposed substantial revision to the Reuse Plan or zoning by-laws at either a town council meeting or a town meeting, provide the secretary with a written notification stating whether the town council or town meeting adopted or rejected the proposed substantial revision to the Reuse Plan or zoning by-laws. Until such time as all 3 towns have adopted the proposed substantial revision to the Reuse Plan or zoning by-laws, the change to the Reuse Plan or zoning by-laws shall have no force or effect. Revisions to the Reuse Plan or zoning by-laws not considered substantial pursuant to the guidelines set forth in the Reuse Plan or zoning by-laws shall be effective upon approval thereof by the corporation. Prior to approving any revision not considered substantial, the corporation shall formally notify and consult with the towns and the advisory board, publish a notice of public hearing in a newspaper of general circulation within the NAS South Weymouth Region, hold at least 1 public hearing in the NAS South Weymouth Redevelopment Area or in any one of the towns, and afford the opportunity for public comment at which the proposed revision to the Reuse Plan or zoning by-laws not considered substantial shall be considered and voted upon. Such regulations may provide for expedited permitting under which the time frames for actions, including a failure to take action, applicable to municipalities and their boards, commissions and agencies under the provisions of the General Laws may be shortened. Nothing in this section shall require the corporation to be governed by the requirements of chapter 30A of the General Laws.

(c) The procedures set forth in this section for the adoption of the Reuse Plan and zoning by-laws, whether such adoption occurs prior to or subsequent to the effective date of this act, and for adopting revisions to the Reuse Plan and zoning by-laws shall be exclusive notwithstanding any general or special law to the contrary.

(d) Regulations for the effective implementation and enforcement of the Reuse Plan and zoning by-laws and revisions thereof shall be developed and adopted by the corporation, pursuant to section 6. No regulation shall be adopted by the corporation without first publishing notice of same in a newspaper of general circulation within the NAS South Weymouth Region, holding at least one public hearing in the NAS South Weymouth Redevelopment Area or in any one of the towns, and affording the opportunity for public comment. Nothing in this section shall require the corporation to be governed by the requirements of chapter 30A of the General Laws.

(e) Except where the General Laws establish jurisdiction of another court or agency to act on appeal from such determination or approval when otherwise made by a municipal board, commission or official, a person

aggrieved by a determination or approval of the corporation, whether or not previously a party to the proceeding, may appeal to the superior court or land court by bringing an action within 20 days after the corporation has filed its decision in each of the 3 towns' clerk's offices. The 20 day period shall commence only after all such filings have been completed. The court shall hear all pertinent evidence and shall annul the determination of the corporation if it finds that the determination is unsupported by substantial evidence or exceeds the authority of the corporation, or it may remand the case for further action by the corporation or may make such other decree as is just and equitable.

(f) The Naval air station planning committee shall be disestablished on the 120th day following the effective date of enactment of this act or upon the appointment of the 5 members of the board of the corporation, whichever occurs first.

Section 15. The corporation shall prepare a taxation plan, consistent with the Reuse Plan and zoning by-laws approved by the towns, for the corporation's assessment of property taxes and other taxes over which the department of revenue has regulatory oversight for municipalities under the General Laws. The taxation plan shall provide for the imposition and levy of such taxes that may be adjusted from time to time by the corporation, upon persons, residents and estates lying within the NAS South Weymouth Redevelopment Area including both the central redevelopment area and the perimeter area consistent with the General Laws that are applicable to municipalities. Upon approval of the taxation plan by the secretary and the commissioner, the corporation shall exercise all the powers granted pursuant to this act and to municipalities in the commonwealth to enable the collection of such taxes and other charges. In connection with the foregoing, the corporation shall have all the powers and authority of cities and towns under chapters 40, 59, 60, 60A, 61B and section 3A of chapter 64G of the General Laws, and may accept a local option under a general or special law related to the assessment, exemption or enforcement of property taxes and excises that cities and towns may accept. The towns shall not be entitled to assess a fees or taxes on property, persons or businesses located in the NAS South Weymouth Redevelopment Area unless a town has, by agreement with the corporation, undertaken to issue specific licenses and permits to persons, businesses or other entities within the NAS South Weymouth Redevelopment Area. In such cases, the town issuing the licenses or permits may assess and collect a reasonable fee for the issuance of such licenses and permits from the licensees or permittees. The towns shall not be required to incur any costs or expenses related to the provision of municipal services within the

NAS South Weymouth Redevelopment Area or to provide municipal services therein except pursuant to written agreement for the provision of the same between the corporation and one or more of the towns. Each town shall be responsible for furnishing or funding the cost of municipal services furnished to any land within the NAS South Weymouth Redevelopment Area owned or leased by the towns.

Section 16. The executive office for administration and finance and the executive offices of housing and economic development and of labor and workforce development shall identify a senior staff member who shall assist the corporation with establishing a method for coordinating 1-stop licensing for all businesses and developments to be located within the NAS South Weymouth Redevelopment Area for the purpose of expediting the process for obtaining commonwealth licenses, permits, certificates, approvals, registrations, charters and meeting any other requirements of law. The corporation shall assist prospective developers by centrally coordinating the submission of licensing and permitting requests to the permitting agencies.

Section 17. Each public agency in the commonwealth involved in the development or financing of economic development projects shall develop a coordinated 1-stop program for businesses, institutions and private parties that may intend to locate in the NAS South Weymouth Redevelopment Area in order to enable development activities within the NAS South Weymouth Redevelopment Area to be more effectively promoted by the commonwealth.

Section 18. (a) The corporation may fix, revise, charge, collect, levy and abate betterments, assessments, special assessments and fees, and other charges for the cost, administration and operation of the infrastructure improvements. In providing for the payment of the cost of the infrastructure improvements or for the use of the infrastructure improvements, the corporation may avail itself of the General Laws relative to the assessment, apportionment, division, fixing, reassessment, revision, abatement and collection of infrastructure charges, including betterments, assessments, special assessments and fees by municipalities, or the establishment of liens therefor and interest thereon, and the procedures set forth in sections 5 and 6 of chapter 254 of the General Laws for the foreclosure of liens, as it shall deem necessary and appropriate for purposes of the assessment and collection of such infrastructure improvement charges. Notwithstanding any general or special law to the contrary, the corporation may pay the entire cost of any infrastructure improvements, including the acquisition thereof, during construction or after completion, or the debt service of notes or bonds used to fund such costs, from betterments, assessments, special assessments, fees, or other charges, and may establish the betterments,

assessments, special assessments, fees or other charges, prior to, during or within 1 year after completion of construction or acquisition of any infrastructure improvements. The corporation may establish a schedule for the payment of betterments, assessments, special assessments, fees or other charges, not to exceed 35 years. The corporation may determine the circumstances under which the betterments, assessments, special assessments, fees and other charges, may be increased, if at all, as a consequence of delinquency or default by the owner of that parcel or any other parcel within the NAS South Weymouth Redevelopment Area.

(b) The betterments, assessments, special assessments, fees and other charges of general application authorized by this act may be increased in accordance with the procedures to be established by the corporation for assuring that interested persons are afforded notice and an opportunity to present data, views and arguments. The initial schedule of assessments, special assessments, fees and other charges, may be adopted by the corporation at any scheduled meeting of the board, provided that notice of the meeting, and the proposed schedule, is sent to each owner of a parcel within the NAS South Weymouth Redevelopment Area, by registered or certified mail at least 7 days prior to the meeting. Thereafter, the corporation shall hold at least 1 public hearing on a revision to its schedule of betterments, assessments, special assessments, fees and other charges thereof prior to adoption by the corporation, notice of which revisions shall be delivered to the towns and shall be published in a newspaper of general circulation in each of the towns at least 1 month in advance of the hearing. No later than the date of such publications, the corporation shall make available to the public and deliver to the towns the proposed revisions to the schedule of special assessments, fees, betterments, assessments and other charges. The betterments, assessments, special assessments, fees and other charges established by the corporation shall not be subject to supervision or regulation by any department, division, commission, board, bureau or agency of the commonwealth or its political subdivisions, including without limitation, the towns, except for the approval of the taxation plan and any amendments thereof requiring approval by the secretary and commissioner.

(c) The betterments, assessments, special assessments, fees and other charges established by the corporation in accordance with this act shall be fixed and adjusted in respect of the aggregate thereof so as to provide revenues at least sufficient: (i) to pay the principal of, premium, if any, and interest on bonds, notes or other evidences of indebtedness issued by the corporation under this act as the same become due and payable; (ii) to create and maintain such reasonable reserves as may be reasonably required by a



trust agreement or resolution securing bonds or notes; (iii) to provide funds for paying the cost of necessary repairs, replacements and renewals of the infrastructure improvements; and (iv) to pay or provide for an amount that the corporation may be obligated to pay or provide for by law or contract, including a resolution or contract with or for the benefit of the holders of its bonds and notes, provided that the corporation shall not be required to increase any mandatory betterments, assessments, special assessments, fees or other charges by virtue of an individual proprietor delinquencies.

(d) As an alternative to levying betterments, assessments, special assessments, fees and other charges under this act or the General Laws, the corporation may levy special assessments on real estate within the NAS South Weymouth Redevelopment Area to finance the cost, administration and operation of the infrastructure improvements. In determining the basis for and amount of the special assessment, the cost, administration, maintenance and operation of the infrastructure improvements, including the cost of the repayment of the debt issued or to be issued by the corporation to finance the improvements, may be calculated and levied using any of the following methods that result in fairly allocating the costs of the infrastructure improvements to the real estate in the NAS South Weymouth Redevelopment Area:

- (1) equally per length of frontage, or by lot, parcel or dwelling unit, or by the square footage of a lot, parcel or dwelling unit;
- (2) according to the value of the property as determined by the corporation; or
- (3) in any other reasonable manner that results in fairly allocating the cost, administration and operation of the infrastructure improvements, according to the benefit conferred or use received including, but not limited to, by classification of commercial or residential use or distance from the infrastructure improvements.

(e) The corporation may also provide for the following:

- (1) a maximum amount to be assessed with respect to any parcel;
- (2) a tax year or other date after which no further special assessments under this section shall be levied or collected on a parcel;
- (3) annual collection of the levy without subsequent approval of the corporation;
- (4) the circumstances under which the special assessment levied against a parcel may be increased, if at all, as a consequence of delinquency or default by the owner of that parcel or any other parcel within the NAS South Weymouth Redevelopment Area; and
- (5) procedures allowing for the prepayment of betterments, assessments, special assessments, fees and other charges under this act.

(f) Betterments, assessments, special assessments, fees and other charges levied under this act shall be collected and secured in the same manner as property taxes, betterments, assessments and fees owed to the towns unless otherwise provided by the corporation and shall be subject to the same penalties and the same procedure, sale and lien priority in case of delinquency as is provided for such property taxes, betterments and liens owed to the towns.

(g) The appellate tax board shall have jurisdiction within the NAS South Weymouth Redevelopment Area pursuant to chapter 58A of the General Laws to the same extent as its jurisdiction in cities and towns.

Section 19. (a) Excess revenues of the corporation, as that term is defined in the Reuse Plan and zoning by-laws, shall be distributed by the board annually within 120 days following the end of the corporation's fiscal year to the towns of Abington, Rockland and Weymouth in the following percentages: 12 per cent to Abington; 42 per cent to Rockland and 46 per cent to Weymouth. These percentages are based upon the ratio of the land area of each town located within the boundaries of the NAS South Weymouth Redevelopment Area to the total acreage of the NAS South Weymouth Redevelopment Area.

(b) The sharing of tax and non-tax revenues generated in the NAS South Weymouth Redevelopment Area shall continue based on the formula in subsection (a) in perpetuity following termination of the corporation in accordance with 33.

Section 20. (a) The corporation may provide by resolution of the board for the issuance of bonds and notes of the corporation for the purposes of paying all or any part of the cost of the project and its infrastructure improvements. Such cost shall include the cost of: (1) construction, reconstruction, renovation and acquisition of all lands, structures, real or personal property, rights, rights-of-way, franchises, easements and interests acquired or to be acquired by the corporation, the towns, the commonwealth or any other political subdivision thereof; (2) all machinery and equipment including machinery and equipment needed to expand or enhance services from the towns, the commonwealth or a political subdivision thereof to the corporation; (3) financing charges and interest prior to and during construction, and for a period not exceeding 1 year after completion of the construction, interest and reserves for principal and interest, including costs of municipal bond insurance and any other type of financial guaranty and costs of issuance; (4) extensions, enlargements, additions and enhancements to infrastructure improvements; (5) architectural, engineering, financial and legal services; (6) plans, specifications, studies, surveys and

estimates of costs and of revenues; (7) administrative expenses necessary or incident to the construction, acquisition, financing, operation and maintenance of the project; and (8) other expenses as may be necessary or incident to the construction, acquisition, operation, maintenance and financing of the infrastructure improvements, including the cost of issuing bonds or notes. The corporation may issue up to \$110,000,000 of its bonds which are secured by ad valorem property taxes to be collected by the corporation. The corporation may issue bonds which are secured by such other revenues and security as the board may determine, which shall not be subject to the \$110,000,000 limitation. The corporation may issue bonds pursuant to chapter 40Q of the General Laws without the approval of any of the towns, which shall be subject to the \$110,000,000 limitation. A bond issued pursuant to said chapter 40Q shall not be subject to the adjustment for the "inflation factor" described in said chapter 40Q. The corporation may issue revenue bonds secured in whole or in part by betterments, assessments, special assessments, fees and other charges, notes, debentures, long term capital leases, grants and governmental assistance and long-term contracts, which shall not be subject to any maximum dollar amount. The principal of and interest on such bonds shall be payable solely from the funds which are identified by the corporation and are permitted by this act to provide for such payment. The bonds of each issue shall be dated, shall bear interest at such rates, which may be variable or fixed, and shall mature at times not exceeding 35 years from their dates of initial issuance, as the corporation may determine, and may be made redeemable before maturity, at the option of the corporation, at such prices and under such terms and conditions as the corporation may fix prior to the issuance of the bonds. The corporation shall determine the form of the bonds and the manner of execution of the bonds, and shall fix the denominations of the bonds and the places of payment of principal and interest, which may be at a bank or trust company within or without the commonwealth and such other locations as designated by the corporation. In the event an officer whose signature or a facsimile of whose signature shall appear on any bonds shall cease to be an officer before the delivery of the bonds, the signature or facsimile shall nevertheless be valid and sufficient for all purposes as if such officer had remained in office until the delivery. The bonds shall be issued in registered form. The corporation may sell the bonds in a manner and for a price, either at public or private sale, as it may determine to be for the best interests of the corporation.

(b) Prior to the preparation of definitive bonds, the corporation may, under like restrictions, issue interim receipts or temporary notes, with or

without coupons, exchangeable for definitive bonds when such bonds have been executed and are available for delivery. The corporation may also provide for the replacement of bonds that shall become mutilated or shall be destroyed or lost. The corporation may issue, from time to time, notes of the corporation in anticipation of federal, state or local grants for the cost of the project and acquiring, constructing or improving the infrastructure improvements. The notes shall be authorized, issued and sold in the same manner as provided in, and shall otherwise be subject, this act. Such notes shall mature at such times as provided by the issuing resolution of the corporation and may be renewed from time to time; provided, however, that all such notes and renewals thereof shall mature on or before 20 years from their date of issuance. Bonds and notes may be issued under this act subject only to those proceedings, conditions or things that are specifically required by this act.

(c) The corporation may provide by resolution for issuance of refunding bonds of the corporation for the purpose of refunding bonds then outstanding at maturity or upon acceleration or redemption. Refunding bonds may be issued at such times prior to the maturity or redemption of the refunded bonds as the corporation deems to be in the public interest. Refunding bonds may be issued in sufficient amounts to pay or provide for the principal of the bonds being refunded under this act, and the payment of a redemption premium thereon and interest accrued or to accrue to the date of redemption of such bonds, and, if deemed advisable by the corporation, for the additional purpose of paying any cost of the project, including the acquisition, constructing or reconstructing the infrastructure improvements. The issuance of such bonds, the maturities and other details thereof, the rights of the holders thereof, and the duties of the corporation in respect to the same shall be governed by this act insofar as the same may be applicable.

(d) While bonds issued by the corporation remain outstanding, the powers, duties or existence of the corporation shall not be diminished or impaired in any way that will adversely affect the interests and rights of the holders of such bonds.

(e) The board may by resolution delegate to a person, other than a majority of the board, the power to determine any of the matters set forth in this section.

(f) Bonds and notes issued under this section, unless otherwise authorized by law, shall not be deemed to constitute a debt of the commonwealth or of the towns, or a pledge of the faith and credit of the commonwealth or of the towns, but such bonds shall be payable solely from the funds of the corporation or as otherwise provided in this act. Unless the towns or the commonwealth subsequently agree to pay the bonds or notes of the

corporation, such bonds and notes shall contain on their faces a statement to the effect that neither the commonwealth nor the towns shall be obliged to pay the same or the interest thereon and that neither the faith and credit nor taxing power of the commonwealth or the towns is pledged to the payment of the principal of or the interest on such bonds or notes.

(g) All bonds or notes issued under this act shall have all the qualities and incidents of negotiable instruments as defined in section 3-104 of chapter 106 of the General Laws.

(h) Prior to the issuance of bonds with a maturity date later than the date the corporation is required to be terminated pursuant to section 33, the mayor of the town of Weymouth and boards of selectmen of the towns of Abington and Rockland, in consultation with the corporation, shall enter into an intermunicipal debt service agreement acceptable to the corporation, which shall provide for the continued payment of principal and interest on such bonds and the maintenance of all required reserves and any other obligations as may be set forth in the applicable bond instruments from ad valorem property taxes, betterments, assessments, special assessments, fees, other charges and other revenues generated in the NAS South Weymouth Redevelopment Area and the corporation and the towns may enter into and perform their respective obligations under such debt service agreement; provided, however, that such agreement shall not extend the duration of the corporation past the date on which it is to be terminated pursuant to section 33.

Section 21. (a) In the discretion of the corporation, bonds, refunding bonds or notes may be secured by a trust agreement by and between the corporation and a corporate trustee, which may be a trust company or bank having the powers of a trust company within or without the commonwealth. Such trust agreement may pledge or assign the revenues to be received, but shall not convey or mortgage the project or a part thereof.

(b) Either the resolution providing for the issuance of bonds or notes or the trust agreement may contain provisions for protecting and enforcing the rights and remedies of the bondholders as may be reasonable and proper and not in violation of law, including, without limiting the generality of the foregoing, provisions defining defaults and providing for remedies in the event thereof, which may include the acceleration of maturities and covenants setting forth the duties of, and limitations on, the corporation in relation to the acquisition, construction, improvement, enlargement, alteration, equipping, furnishing, maintenance, operation, repair, insurance and disposition of property, custody, safeguarding, investment, application of moneys, use of any surplus bond or note proceeds and establishment of reserves. Such resolution or trust agreement may contain, but shall not be

limited to, covenants by the corporation in relation to the following: (i) the establishment, revision and collection of such taxes, betterments, assessments, special assessments, fees and other charges for services or facilities furnished or supplied by the corporation as shall provide revenues which together with other revenues of the project, if any, are sufficient to pay (1) the cost of maintaining, repairing and operating the project and of making renewals and replacements in connection therewith, (2) the principal of and the interest on the bonds or notes, as the same shall become due and payable, (3) payments in lieu of taxes, betterments, assessments, special assessments, fees and other charges and (4) reserves for all such purposes; (ii) the purposes for which the proceeds of the sale of the bonds or notes shall be applied and the use and disposition thereof; (iii) the use and disposition of the gross revenues of the corporation from the project, additions thereto and extension and the infrastructure improvements thereof, including the creation and maintenance of funds for working capital and for renewals and replacements to the project; (iv) the amount, if any, of additional bonds or notes payable from the revenues of the project and the limitations, terms and conditions on which such additional bonds or notes may be issued; and (v) the operation, maintenance, management, accounting and auditing of the project and of the income and revenues of the corporation.

(c) It shall be lawful for a bank or trust company within or without the commonwealth to act as depository of the proceeds of bonds or revenues and to furnish such indemnifying bonds or to pledge such securities as may be required by the corporation. Such trust agreement may set forth the rights and remedies of the bondholders and of the trustee and may restrict the individual right of action by bondholders as is customary in trust agreements or trust indentures securing bonds and debentures of corporations. Such trust agreement may contain other provisions as the corporation may deem reasonable and proper for the security of the bondholders. All expenses incurred in carrying out the provisions of such trust agreement may be treated as a part of the cost of the operation of the project. The pledge by any such trust agreement or resolution shall be valid and binding from the time when the pledge is made. The revenues or other moneys so pledged and then held or thereafter received by the corporation shall immediately be subject to the lien of such pledge without a physical delivery thereof or further act. The lien of any such pledge shall be valid and binding as against all parties having claims of any kind in tort, contract or otherwise against the corporation, irrespective of whether such parties have notice thereof. The financing document by which any pledge is created by the corporation shall not be required to be filed or recorded to perfect such pledge except in the

official records of the corporation and no Uniform Commercial Code filing shall be required to be made. A pledge or assignment made by the corporation is an exercise of its political and governmental powers, and revenues, funds, assets, property and contract or other rights to receive the same and the proceeds thereof which are subject to the lien of a pledge or assignment created under this act shall not be applied to purposes not permitted by the pledge or assignment.

(d) In addition to other security provided herein or otherwise by law, bonds, notes or obligations issued by the corporation under this act may be secured, in whole or in part, by a letter of credit, line of credit, bond insurance policy, liquidity facility or other credit facility for the purpose of providing funds for payments in respect of bonds, notes or other obligations required by the holder thereof to be redeemed or repurchased prior to maturity or for providing additional security for such bonds, notes or other obligations. In connection therewith, the corporation may enter into reimbursement agreements, remarketing agreements, standby bond purchase agreements and any other necessary or appropriate agreements. The corporation may pledge or assign the corporation's revenues as security for the reimbursement by the corporation to the providers of such letters of credit, lines of credit, bond insurance policies, liquidity facilities or other credit facilities of any payments made under the letters of credit, lines of credit, bond insurance policies, liquidity facilities or other credit facilities.

(e) In connection with, or incidental to, the issuance of bonds, notes or other obligations, the corporation may enter into such contracts as it may determine to be necessary or appropriate to place the bonds, notes or other obligations of the corporation, as represented by the bonds or notes, or other obligations in whole or in part, on such interest rate or cash flow basis as the corporation may determine, including without limitation, interest rate swap agreements, insurance agreements, forward payment conversion agreements, futures contracts, contracts providing for payments based on levels of, or changes in, interest rates or market indices, contracts to manage interest rate risk, including without limitation, interest rate floors or caps, options, puts, calls and similar arrangements. Such contracts shall contain such payment, security, default, remedy and other terms and conditions as the corporation may deem appropriate and shall be entered into with such parties as the corporation may select, after giving due consideration, where applicable, for the creditworthiness of the counter parties, including a rating by a nationally-recognized rating agency, the

impact on a rating on outstanding bonds, notes or other obligations or other criteria the corporation may deem appropriate.

(f) The corporation shall have the power to purchase its bonds or notes out of any funds available therefor. The corporation may hold, pledge, cancel or resell such bonds or notes, subject to and in accordance with agreements with bondholders.

(g) Any moneys received by the corporation, whether as proceeds from the issuance of bonds or notes, or as revenue or otherwise, may be designated by the board as trust funds to be held and applied solely as provided in this act.

Section 22. Bonds, refunding bonds and notes issued under this act shall be securities in which all public officers and public bodies of the commonwealth and its political subdivisions, all insurance companies, trust companies and their commercial departments and within the limits set forth in chapter 172 of the General Laws, banking associations, investment companies, executors, trustees and other fiduciaries, and all other persons whatsoever who are now or may hereinafter be authorized to invest in bonds or other obligations of a similar nature may properly and legally invest funds, including capital in their control or belonging to them; and such bonds are shall be obligations that may properly and legally be made eligible for the investment of savings deposits and the income thereof in the manner provided in chapter 168 of the General Laws. Such bonds shall be securities that may properly and legally be deposited with and received by a state or municipal officer or an agency or political subdivision of the commonwealth for a purpose for which the deposit of bonds or other obligations of the commonwealth is now or may hereafter be authorized by law.

Section 23. A holder of bonds or notes issued under this act and a trustee under a trust, except to the extent the rights herein given may be restricted by the trust agreement, may, either at law or in equity, by suit, action, mandamus or other proceeding, protect and enforce all rights under the laws of the commonwealth or granted hereunder or under the trust agreement, and may enforce and compel the performance of all duties required by this act or by the trust agreement, to be performed by the corporation or by an officer thereof.

Section 24. The towns and the commonwealth are pledged to agree with the holders of the bonds or notes that neither the towns nor the commonwealth shall limit or alter or cause to limit or alter the rights hereby vested in the corporation to acquire, construct, reconstruct, improve, maintain, equip and furnish the project or infrastructure improvements, to establish and collect ad valorem property taxes, except as is currently or may be



applicable to municipalities, betterments, assessments, special assessments, fees and other charges and to fulfill the terms of an agreements made with the holders of the bonds or notes nor impair the rights and remedies of the bondholders or noteholders, until the bonds or notes, together with interest thereon, with interest on any unpaid installments of interest and all costs and expenses in connection with an action or proceeding by or on behalf of the bondholders or noteholders, are fully met and discharged.

Section 25. (a) The creation of the corporation and the carrying out of its corporate purposes shall be for the benefit of the people of the commonwealth and shall be a public purpose, and the corporation shall be regarded as performing a governmental function in the exercise of the powers conferred upon it by this act and shall be required to pay no taxes or assessments upon any of the property acquired by it or under its jurisdiction, control or supervision or upon its activities.

(b) A bonds issued under this act, including an exchange, sale or transfer of such bonds, and any income derived therefrom, and the property of the agency shall at all times be free from taxation by the commonwealth or any political subdivision or entity thereof.

(c) Bonds or notes may be issued under this act without obtaining the consent of a department, division, commission, board, bureau or agency of the commonwealth or the towns, and without a proceedings or the happening of any other conditions or things other than those proceedings, conditions or things that are specifically required thereof by this act, and the validity of and security for bonds or notes issued by the corporation shall not be affected by the existence or nonexistence of any such consent or other proceeding conditions, or things.

Section 26. The corporation shall be liable in contract and in tort in the same manner as a municipal corporation. The directors, officers, employees and agents of the corporation, including members of the advisory board established pursuant to section 10, shall not be liable as such on their contracts or for torts not committed or directly authorized by them. The property or funds of the corporation shall not be subject to attachment or to levy and sale on execution, but if the corporation refuses to pay a judgment entered against it in a court of competent jurisdiction, the superior court, sitting within and for Norfolk county or Plymouth county, may direct the treasurer of the corporation to pay such judgment. The real estate owned by the corporation shall not be subject to liens under chapter 254 of the General Laws but sections 28 and 29 of chapter 149 of the General Laws shall be applicable to any construction work by the corporation.

Section 27. Notwithstanding any general or special law to the contrary, the corporation shall be deemed to be a public employer for purposes of chapter 258 of the General Laws.

Section 28. (a) The corporation may, if appropriate, make application to the United States Department of Housing and Urban Development or, as necessary, any other federal agency, to designate all or a portion of the NAS South Weymouth Redevelopment Area as an enterprise zone, pursuant to 42 U.S.C. § 11501 et seq., as amended, or an existing or successor statute for the purpose of creating jobs and encouraging development in the NAS South Weymouth Redevelopment Area.

(b) The NAS South Weymouth Redevelopment Area and the towns of Abington, Rockland and Weymouth are hereby designated economic target areas as defined in section 3D of chapter 23A of the General Laws. Pursuant to such designation, certain development project within the NAS South Weymouth Redevelopment Area and the entirety of the towns of Abington, Rockland and Weymouth shall be eligible for tax deductions, credits and abateements and other economic incentives as provided for in sections 3E to 3G of said chapter 23A. The corporation shall render such certifications as are required by law for the project within the central redevelopment area, including the designation of economic opportunity areas, and each town shall render such certifications within its respective sector of the perimeter area and portions of the towns not included in the NAS South Weymouth Redevelopment Area. The designation of the NAS South Weymouth Redevelopment Area and the towns of Abington, Rockland and Weymouth as economic target areas shall be in addition to the economic target areas that may be established pursuant to paragraph 5 of said section 3E of said chapter 23A.

Section 29. The corporation shall be subject to all laws applicable to municipal redevelopment authorities created under section 4 of chapter 121B of the General Laws.

Section 30. The corporation or its agents may enter into project labor agreements covering construction performed on and during redevelopment of the NAS South Weymouth Redevelopment Area pursuant to paragraphs (t) and (ee) of section 6 of this act.

Section 31. The corporation shall keep an accurate account of its activities including its receipts and expenditures. The corporation shall prepare annual reports of its activities in the NAS South Weymouth Redevelopment Area during the preceding fiscal year and submit such reports to the governor, secretary, general court, advisory board, mayor of the town of Weymouth, the town manager of the town of Abington, the town administrator of the town of Rockland, the town council of the town of Weymouth, the boards

of selectmen of the towns of Abington and Rockland and the town clerk of each of those towns. Each report shall set forth a complete operating and financial statement covering the corporation's operations in the NAS South Weymouth Redevelopment Area during the previous year. The corporation shall cause an audit of its books and accounts relating to the NAS South Weymouth Redevelopment Area to be made at least once in each fiscal year by certified public accountants. The audit shall be filed with the state auditor annually not later than 120 days after the end of the corporation's fiscal year and shall be in a form prescribed by the state auditor. The state auditor shall audit the corporation's books and accounts at least once every 2 fiscal years. The state auditor may investigate the budget, finances, transactions and relationships of the corporation at any time and may examine the corporation's records and prescribe methods of accounting and the rendering of periodic reports. The audits of the corporation shall be public records; provided, however, that the mayor of the town of Weymouth, the town manager of the town of Abington, or the town administrator of the town of Rockland may each conduct annual audits at the expense of the respective towns.

Section 32. Chapter 40B of the General Laws shall not apply to the provision of affordable housing within the NAS South Weymouth Redevelopment Area. Such affordable housing within the NAS South Weymouth Redevelopment Area shall be governed by the Reuse Plan and zoning bylaws and the regulations adopted thereunder. None of the land located within the NAS South Weymouth Redevelopment Area, nor any of the housing which may be constructed thereon from time to time, shall be included in any calculation applicable to said chapter 40B with respect to any of the towns. This section shall continue in full force and effect following the dissolution of the corporation pursuant to section 33.

Section 33. (a) The corporation shall be dissolved upon: (i) the bond termination date; and (ii) the approval of the dissolution and administration agreement by the towns as described in subsection (b); provided, however, that in no event shall the corporation be dissolved prior to August 13, 2018.

Within 30 days after: (i) the bond termination date; and (ii) such approval of the dissolution and administration agreement, the board shall file a certificate acknowledging such dissolution with the state secretary. The dissolution of the corporation shall take effect upon the filing of such certificate, subject to the applicable provisions of section 51 of chapter 155 of the General Laws. In connection with the application of said section 51 of said chapter 55, any real property owned by the corporation at the time of dissolution shall be deemed to be distributed automatically to and become the property of the town in which it is located, consistent with the

dissolution and administration agreement, and the personal property of the corporation shall be equitably allocated to the towns according to the terms of the dissolution and administration agreement; provided, however, that the corporation shall not issue any bonds after the date that the redevelopment of the NAS South Weymouth Redevelopment Area contemplated in the Reuse Plan and zoning by-laws is completed.

(b) At least 24 months prior to the bond termination date, the board shall prepare and distribute to the towns a dissolution and administration agreement. The dissolution and administration agreement shall provide, but shall not be limited to, the following: (i) provisions for the disposition of all real and personal property within the NAS South Weymouth Redevelopment Area which the corporation owns or has an interest in on the bond termination date; (ii) provisions for the assumption of all contractual obligations, including all lease agreements of the corporation, which do not expire on the bond termination date; (iii) provisions for the assessment, collection and distribution of tax and nontax revenues to the towns in accordance with section 19; (iv) provisions for the reimbursement of municipal services furnished by the towns to the NAS South Weymouth Redevelopment Area which continue after the bond termination date; (v) provisions for the transfer and assumption by the towns of the corporation's zoning administration, licensing and permitting authorities; and (vi) provisions for the resolution of any other matters relating to the corporation which may affect the interests of the towns. Within 120 days after receipt of the dissolution and administration agreement, the mayor of the town of Weymouth shall convene a meeting of the town council of the town of Weymouth and the boards of selectmen of the towns of Abington and Rockland shall convene a town meeting of their respective towns for the purpose of adopting by majority vote of the town council and each town meeting the dissolution and administration agreement. Each town shall vote to adopt or disapprove the agreement as submitted. No amendments to the agreement shall be made by the towns. Each town shall, within 30 days after adoption or rejection of the agreement at a town council meeting or a town meeting, as the case may be, provide the corporation with a written notification stating whether the town council or town meeting adopted or rejected the agreement. Any town that has rejected the agreement shall have 1 year from the date of such disapproval to reconsider its decision and rescind its rejection and adopt the dissolution and administration agreement. Once a town adopts the agreement, it shall not thereafter vote to disapprove or reject it. If all 3 towns have not adopted the agreement at least 1 year prior to the bond termination date, the corporation shall remain in existence and carry out its functions consistent

with this act. If the towns fail to adopt the agreement, the general court may, at any time after the bond termination date, terminate the corporation's existence, provide for the distribution of the its assets and determine other provisions as required for the dissolution and administration agreement.

Section 34. Notwithstanding any provision of this act to the contrary, the corporation may enter into and perform its obligations under the Financing MOA and the Financing Agreement referenced therein, including without limitation, reimbursement to the commonwealth of any "deficiency payment," as defined in the Financing MOA, which obligation of the corporation shall constitute a general obligation of the corporation for which the full faith and credit of the corporation shall be pledged for the benefit of the commonwealth. The betterments, assessments, special assessments, fees and other charges established by the corporation in accordance with this act shall be fixed and adjusted so as to provide revenues at least sufficient to pay, in addition to all other amounts set forth in section 18, any amounts that the corporation may be obligated to pay or provide for, pursuant to the Financing MOA or the financing agreement referenced therein. The corporation may collect the data described in sections 3 and 4 of the Financing MOA for the purposes described therein. The corporation may also obtain a blanket performance bond or other security satisfactory to the secretary for administration and finance and payable to the agency securing the corporation's obligation to complete the project in an amount at least equal to the amount of bonds to be issued by the agency to finance the project.

Section 35. The South Shore Tri-Town Development Corporation shall offer new bonds after December 31, 2030 only upon a two-thirds majority vote from the town council of the town of Weymouth and the boards of selectmen of the towns of Abington and Rockland.

Section 36. Sections 23A to 23C, inclusive, of chapter 39 of the General Laws shall apply to the corporation.

SECTION 78. Section 37 shall take effect on the effective date of this act.

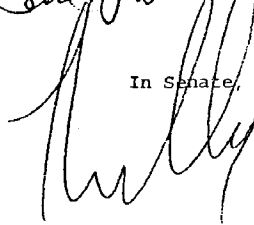
House of Representatives, July 31, 2008.

Preamble adopted,

 , Speaker.

In Senate, July 31, 2008.

Preamble adopted,

 , President.

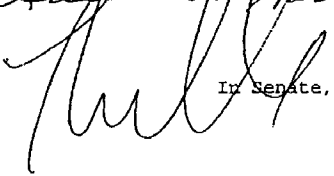
House of Representatives, July 31, 2008.

Bill passed to be enacted,

 , Speaker.

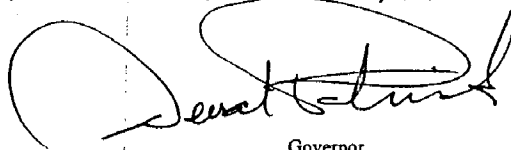
In Senate, July 31, 2008.

Bill passed to be enacted,

 , President.

Approved, August 8, 2008

at 9 o'clock and 38 minutes, A.M.



Governor