



Town of Montville, Connecticut

Department of Land Use & Development

Planning & Zoning
Inland Wetlands & Watercourses
Economic & Community Development



Director's Report

To: Planning & Zoning Commission

Subject: All of Us at North, LLC: Residences on the Thames (857 Units)

Prepared by: Dennis Goderre, PLA, AICP; Director of Land Use & Development

Date: April 1, 2026; issued for April 2, 2026 Special Meeting

Summary

After further review, I cannot make a recommendation to the Commission to support or not support the extension of utilities to enable the development along Massapeag Side Road. Simply put, more due diligence is necessary on the part of the developer and collaboration with the Town and State.

Development along Route 32 is permitted as of right under our zoning. I encourage the developer to pursue an application as they indicated they would do.

A focus of my review has been gaining an understanding the State process, how the Town's decision factors into their timing, and where the State stands in their vetting/decision process of this development. It has become clear over the last 48 hours that the State is far from making any decision to provide financial support for this project. This is explained below.

Staff has also worked to understand items associated with the development itself. I issued comments to the development team, whom responded midafternoon Wednesday. I have attached both correspondences to this report. The developer will review thier response during their presentation Thursday.

On Monday, Chairman Pieniadz issued a letter to David Kooris of the CT Municipal Development Authority (attached). CMDA is a quasi-public agency and assists communities with redevelopment. They are not a state agency but may advise on matters related to community development. The Chairman's letter asked several questions specific to the State process. Mr. Kooris responded to me via email and his response is attached. Based upon this correspondence and our preceding telephone communication, it became apparent there is a substantial amount of due diligence the developer must complete for the State to seriously consider this funding request.

In addition, I spoke with CT DECD Deputy Commissioner Matthew Pugliese. He confirmed a 'rural infrastructure' fund with ~\$30 million exists, however, it must be approved by the Bond Commission prior to use. There are no foreseen plans to place this 'fund' on the Bond Commission agenda and no project has been identified for funding. Allocating money from this fund is based upon a competitive process, a process which at the moment has no identified timeline to even commence. All indications point to a very schedule.

While there have been preliminary discussions between DECD and the developer, additional information requested from the developer is necessary and to date not received by DECD. Please refer to my email to Mr. Pugliese and I am expecting a written reply from him as well.

Considerations

My recommendation to the Commission is to neither support or not support this contemplated infrastructure improvement which is necessary to support the proposed development upon Massapeag Side Road.

1. Timing

With respect to the units on Massapeag Side Road, the developer should come back to the Town with this request when the State has made these funds available through their competitive process.

2. POCD

The town's POCD does not mention support for extending water or sewer in this area.

3. Lack of Certainty/Risk Management

Such a funding request would require the Town's acceptance of funds. The Town needs further input from the State on its process, willingness and position. This includes the Town's obligations of accepting money, administering this project and our risks associated with possible construction overages, errors and omissions.

4. Public Benefit

The Commission, and Town Council, should have a clear understanding of the public benefit as the Town will bear the burden of staff time administering the funds, along with risks as noted above.

5. Priority of Immediate Housing Opportunities

There are other immediate housing opportunities which may be better positioned to support the region's housing needs. For example, the Village Apartments (ECHO) project at 82 Jerome Road represents a shovel-ready initiative in need of funding. This project includes over 200+ units

located in the Town Center and is supported by existing infrastructure. We embrace the opportunity to work with the State to move such infill projects forward immediately. They align with our current CIF-funded revitalization goals for the Town Center and Palmertown areas. Infill developments along existing infrastructure and bus transit lines with nearby community services is smart growth. We have opportunities to help with regional housing needs.

6. Respect for the Regulatory Process

The developer maintains the right to apply for land use permits based on current zoning or to file for a zoning amendment to meet their objectives. The Commission's judgment will be reserved for a formal application that follows the statutory regulatory process, including required public hearings and technical staff reviews, as may be required.

7. Integration with On-going Planning Initiatives

The extension of public utilities into a predominantly undeveloped area has broad, permanent implications for the Town. A decision of this magnitude cannot be responsibly made in a condensed timeframe. The Commission needs an evaluation period over the next 18–24 months to ensure the project is weighed against the following ongoing municipal initiatives:

- a. Water and Sewer Capacity. Ensure the town has a comprehensive understanding of water availability and sewer capacity to support current obligations and long-range growth suitable for the Town.
- b. CIF Funded Revive and Renew (RT 163/32): Evaluation of the final recommendations of this CIF-funded study to determine their appropriateness for adoption to be completed June 2026.
- c. Municipal Housing Plan: Completion of the plan in conformance with HB 8002; schedule June 2026-September 2027.
- d. POCD & Regulatory Updates: The comprehensive update of the Plan of Conservation and Development and the modernization of zoning/subdivision regulations to address new density and which is anticipated to commence in July, 2026 with anticipated end date of December 2027.

There will be a public participation process and the developer is welcome to participate in all planning efforts.

8. Strategic Alignment & Fiscal Impact

The Commission must determine if focusing intensive infrastructure in a greenfield area—at the potential expense of our established village centers—is the most fiscally responsible path for Montville. The POCD and Housing Plan will allow for a comprehensive assessment of the impacts on our schools, Parks & Recreation facilities, and public safety staffing, ensuring that any large-scale growth does not result in a net deficit for current residents.

Motions for Support or Not in Support

Should the Commission choose to support or not to support this utility extension, I have provided the following motions for your consideration:

Not in support

I make a motion to not support the State's extension of water and sewer along Fort Shantock Road, Massapeag Side Road and Derry Hill Road.

In Support

I make a motion to support the extension of water and sewer along Fort Shantock Road, Massapeag Side Road and Derry Hill Road. This support is conditioned upon the following:

- a. Applications shall be filed to all land use boards and commissions and which applications may or may not be approved.
- b. Clarity shall be provided to the Town with respect to the sizing of the new infrastructure, specially if the system will support growth upon adjacent land, should the additional capacity be available in the new system;
- c. Senate Bill 151, specifically its requirement that lots be permitted to be subdivided into 5,000 SF or less when along public water and sewer, or planned water and sewer, does not pass or will not have an adverse impact on the subject neighborhood;
- d. The state shall require the developer to construct a minimum number of units to ensure housing diversity and return on investment of the bond; the town shall be including g in this decision process to ensure community needs are achieved;
- e. The development includes a diverse housing type mixed as defined by middle housing, excluding architecturally incompatible quadplex and perfect sixes, and as the State has mandated the town to accommodate under HB 8002;
- f. The capacity of water and sewer to support development in areas currently served by water and sewer is not adversely impacted, as adversely impacted is determined by the commission based upon final evaluation of the systems by WPCA and the developer;
- g. Should water and sewer capacity be adversely impacted, funds shall be provided by a source other than the Town to upgrade the WPCF and obtain additional water supply from Groton Utilities;
- h. The developer works with the town, at the developer's expense, to define a legislative master plan review process that will be applied to the entirety of the proposed development, excluding the parcels fronting RT32 which currently have access to water and sewer;
- i. The developer provides recreational fields, sidewalks, multi-use path (pending feasibility), trails, full riverfront access along parcels owned by the developer and during initial phases and subsequent phases, said schedule of development subject to legislative approval during the master plan review process noted above;
- j. The housing mix offered is diverse in product type and offers the following:
 - i. A minimum 10% of the units of home ownership options in the form of townhomes;

- ii. A minimum 10% of the units be established in as set aside for senior housing (62) and older;
- iii. As stated by the developer, 30% of the market rate, homeownership and senior housing units be set aside as affordable for 80% and 60% AMI (15%/15%)



Town of Montville, Connecticut

Department of Land Use & Development

Planning & Zoning
Inland Wetlands & Watercourses
Economic & Community Development



March 30, 2026

Mr. David Korris

Executive Director

Connecticut Municipal Development authority

----VIA EMAIL----

RE: 800-1000 Unit Montville Development

Dear Mr. Korris,

The Town of Montville Planning and Zoning Commission is considering the infrastructure extension investment proposed by the State to support development in the vicinity of Massapeag Side Road. To assist the Commission, I am requesting a detailed response from an appropriate State of Connecticut representative regarding the below items. The Commission will hold a special meeting on Thursday April 2 at 6pm for this matter. We appreciate a reply by close of business Wednesday to allow the commission 24 hours to consider the reply and leading up to this meeting. Please be aware we have also submitted several questions, some related to the below, to the developer and which are attached for your reference.

1. Developer Commitment: What assurances exist that the developer will remain committed to the project following a decision of support AND land use approvals? Is the State entering into an agreement with the developer to ensure such long term commitment?
2. The Town recently expended significant resources evaluating a 200-unit development on RT 32 that was subsequently sold to the Mohegan Tribe. Will an agreement be in place to prevent a similar occurrence with this project prior to, and leading up to, the filing of land use applications. We recognize approval will increase land value, making it more enticing for a 'flip'.
3. State Mandates: Will the State require additional housing units for Montville under the HB 8002 mandates to be allocated later this year? The Town must understand if this will further increase the burden on our schools, services, and overall infrastructure.
4. Housing Type and Affordability: Will the developer be required to build specific housing types and restricted to certain income levels to support a needed diverse housing stock in Montville?
5. Transit Community Middle Housing: Will the State require Transit Community Middle Housing such as HB 8002 is requiring of each municipality in the State?
6. Funding Implementation: What are the specific sources of funding, and what caveats will be in place to ensure these funds are utilized for full implementation over time? The

Town seeks 100% commitment from the State to see this infrastructure through to completion.

7. Utility System Capacity & Growth: We are told the funds are reportedly linked to housing growth. Water availability and sewer treatment capacity is finite:
 - a. Will all capacity in the water and sewer system be sized to accommodate the full potential growth of this area, inclusive of commercial and residential beyond this one project, and will those specific improvements be fully funded?
 - b. Does this funding include the necessary expansion at the Water Pollution Control Facility (WPCF)?
 - c. If necessary, will there be additional allocation of water supply which is brought from Groton Utilities and will the state burden this cost?
8. Engineering Verification: Preliminary water and sewer plans submitted on March 27 have not been independently verified for appropriateness of size and design:
 - a. Will the funds for infrastructure expansion also cover the full sizing of the system necessary to accommodate ALL potential growth, including commercial and additional housing?
9. Public Service Impacts. Will the state provide additional financial resources to the town for the increased demands on services? In particular, will the State support the Town in understanding the overall impact and prior to the land use applications associated with this development?

Please do not hesitate to contact Dennis Goderre, Director of Land Use and Development, should you have any questions.

Sincerely,



Bill Pieniadz

Chairman, Planning and Zoning Commission

w/ attachement



Town of Montville, Connecticut

Department of Land Use & Development

Planning & Zoning
Inland Wetlands & Watercourses
Economic & Community Development



March 30, 2026

David F. Sherwood
Moriarty, Paetzold & Sherwood
2230 Main Street
P.O. Box 1420
Glastonbury, Connecticut 06033-6620

RE: 800-1000 Unit Montville Development

Dear Attorney Sherwood,

The following questions have been posed to me from members of the Planning and Zoning Commission. As you are aware, this matter will be reviewed with your team at a special meeting to be held at Town Council Chambers on April 2 at 6pm. Please be prepared to address these comments. We respectfully request you provide written responses by close of business Wednesday, April 1, so the Commission members have sufficient time to consider this matter.

Developer Specific Questions:

1. Relevant Experience & Proven Success
 - a. Please provide detailed profiles of completed projects of similar scale (600–1,000 units) and complexity (involving major utility extensions and workforce housing components).
 - b. For these projects, highlight the timeline from inception to certificate of occupancy, the ultimate density achieved, and the current management structure of those facilities.
 - c. Provide examples of where you have successfully partnered with a municipality and a State agency to deliver public-private infrastructure improvements.
2. Entity Structure & Technical Team
 - a. Identify the managing members and principals of All of Us at North, LLC, including their individual professional backgrounds in large-scale land development.
 - b. Disclose any joint-venture partners, equity firms, or secondary development entities involved in this specific project.
 - c. List the lead architectural firm currently retained to move this proposal from the "contemplated" stage to the "executable" stage.
3. Financial Capacity & Funding Strategy

- a. Beyond the requested State infrastructure funding, please detail the anticipated financing structure for the vertical construction of the 1,000+ units.
 - b. Identify the primary financial institutions or private equity sources that will be backing the development.
 - c. Provide an overview of the entity's capacity to maintain the project through potential market fluctuations, particularly given the anticipated multi-phase build-out.
4. Legal & Regulatory History
 - a. Please provide a summary of any past or pending legal matters involving the principals or the development entity. This should include, but is not limited to, land use litigation, contract disputes, or environmental enforcement actions.
 - b. For any resolved matters, please provide a brief description of the outcome and how the resolution reflects the entity's commitment to regulatory compliance and community partnership.
 5. Commitment
 - a. Describe commitment to the project and community Montville. How will the town be assured the project will not be sold at any stage pre or post development, especially in early stages. This would be a commitment and relationship with the town with substantial time commitment to staff resources and board and commission member time.

Additional questions are as follows:

6. Explain the break down of EB housing needs related to the various employment numbers which appear conflicting, accounting for attrition.
7. What are the impacts of this developments 1,000 units, in conjunction with all recent approved projects and possible build out of existing higher density zoned lands including the nearly complete Revive and Renew project upon: schools, public safety needs (fire and Police), public services (town hall), water/sewer, recreation, and full build resulting from the water and sewer extensions
8. It seems we need a master plan and/or assessment not just for the Massapeag area, but the impact this has town wide.
9. Are the water and sewer extensions sized to accommodate a 'full build out' of the area which the new water and sewer will serve?
10. The FEIS should accurately account for the 1,000 units, not 750 units.
11. In general, how will this limit the towns growth?
12. Does the \$20-30 million account for improvements at the WPCF to ensure future growth is not impeded?
13. At least 200 units age restricted this will help with influx of students. The town is in need of elderly housing.
14. Provide phased in construction to allow the town time to adapt to services gradually. What will the phasing of development be?

15. Nearby recreation is necessary to accommodate such a population; active and passive.
16. How long will these units stay affordable? Do they revert?
17. Will impact fees be provided to offset costs of schools, roads and public safety needed for all the added residents?
18. Any CEPA or NEPA requirements with this funding? If so, how does this impact overall timeline?
19. What are traffic impacts? Reference was made to a study underway, is it available?
20. Define the following sewer and water demand and availability considering the below listed Approved and Possible Projects:
 - a. Current Flows/Demands: Sewer GPD/water GPD
 - b. Current Capacity/Availability: Sewer GPD/water GPD
 - c. Project Demands: Sewer GPD/water GPD
 - d. Approved Projects Demand: Meredith to provide the list of projects with unit #
 - e. Mohegan Allocation:
 - f. Rand Whitney Allocation:
 - g. Capacity remaining: Sewer GPD/water GPD
21. What does this mean for the WPC Facility? And how much expansion capacity is available before and after?
22. Will funds (\$20-30M) include expansion at the WPCF?
23. Will present owners along the expansion be required to connect to the water and sewer? If so, who will pay the connection and installation fees? A mention was made by the engineer at the 3/24 meeting that there is an option to connect to water. What about sewer?
24. How will this project impact the to-be-determined State's mandated affordable housing allocation which will be assigned to Montville under HB 8002? Meaning:
 - a. Will this achieve the future mandate?
 - b. Will additional funding be provided to expand water and sewer that may be needed for not only mandated affordable housing units, but market rate and commercial development we wish to achieve (see below)?
25. How will the following proposed and approved projects and town initiatives be impacted by this development? This is a valid concern since sewer and water is not in place to support the density contemplated with the Massapeag project.

CIF Grant Funded Study: Preferred Growth Areas

- RT 163/32 Revive and Renew Study: We have identified 500+/- unit potential, plus 75,000 SF of commercial, ¼ food service.

Possible future development

- Vicinity of RT 163 250 units w/ 3 bedrooms each (filing with WPCA occurred)
- Assumed development RT 32 north: large retail and restaurant use
- North end of RT 32 possible 225 units

Approved Multi-Family no built or started

- 82 Jerome Road (Village Apartments) - 214 units
- 90 Maple Avenue – 87 units
- 1758-1790 Route 32- 200 units
- 145 Route 32 – 11 units

Under Construction Multi-Family

- 245 Route 32 – 22 “Condo” Units – 6 built
- Millwood - 46 MFH for 55 and older – 5 additional MFH to be built
- 2268 - 2284 Route 32 - 57 units
- 26 Platoz Drive - 2 units – Individual wells with sewer

Approved Subdivision not built

- 1108 Old Colchester Road – 3 lot - Wells with Sewer
- 581 Route 163 – 2 lots – Wells with sewer
- 47 Sharp Hill Road – 23 lots wells with sewer
- 257 Chesterfield Road – 4 lots wells with sewer

Recently Built Subdivision/Multi Family

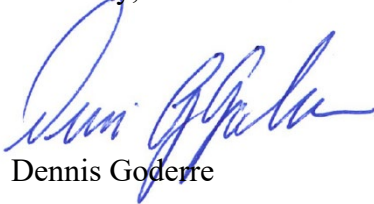
- 42 Pink Row – 72 Affordable Units; connected to system and operational
- 303 Route 32 – 16 units (2 2 bedroom, 14 one bedroom)

Site Plan Approvals – mixed use not built

- 480 Route 32 – vet offices with 3 apartments above
- 2227 Route 32 – retail space with 16 units above

Thank you for your on-going cooperation and assistance. Please do not hesitate to contact me with any questions.

Sincerely,



Dennis Goderre

Director of Land Use & Development



Re: Qs for Montville 800-1000 Unit Development

From David Kooris <david.kooris@wearecmda.org>

Date Tue 3/31/2026 5:03 PM

To Dennis Goderre <dgoderre@montville-ct.org>

Cc David Sherwood <dfsherwood@gmail.com>

CAUTION: This email originated from outside the organization. Do not click links or open attachments unless you recognize the sender and know the content is safe.

Dennis,

I appreciate the thoughtful questions posed here by the Planning and Zoning Commission Chair, but I'm not sure that I'm the right person to answer them on behalf of the state.

The CT Municipal Development Authority is a quasi-public authority that is a creature of, but distinct from, the state government. We engage in partnerships with member municipalities and we do not currently have a partnership with Montville (though I know one is being considered and we are hopeful for a future relationship); and so we are not empowered to play any role regarding development within the community. Nor do we have a role in implementing the policies that the questions relate to.

That said, I would be happy to facilitate a connection with the relevant state representatives from the various departments that engage with municipalities on housing and economic development who may be in a position to answer these questions and engage in the appropriate dialogue with town staff and commission members.

It is my understanding that there have been conversations between the development team and the state but that no formal application for funding has yet been made nor awarded. I don't believe that it's accurate to characterize the infrastructure as a state proposal as indicated in the opening of the letter.

Don't hesitate to be in touch if you'd like any help connecting to the right people at the state as the town assesses this development proposal and I'm happy to do so.

Thanks,
David

From: Dennis Goderre <dgoderre@montville-ct.org>

Date: Monday, March 30, 2026 at 10:20 AM

To: David Kooris <david.kooris@wearecmda.org>

Cc: David Sherwood <dfsherwood@gmail.com>

Subject: Qs for Montville 800-1000 Unit Development

David K. Please see attached letter from Chairman Pieniadz. Thank you!

Help us Revive & Renew Routes 163 & 32; [See what's happening!](#)



Dennis Goderre PLA, AICP CUD
Director of Land Use and Development
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1,000-Unit development: Montville

From Dennis Goderre <dgoderre@montville-ct.org>

Date Wed 4/1/2026 1:14 PM

To matthew.pugliese@ct.gov <matthew.pugliese@ct.gov>

Cc Leonard Bunnell Sr. <lbunnell@montville-ct.org>; Cindy Breton <cbreton@montville-ct.org>

Bcc Billy Pieniadz PLZ <bill@pandhconstruction.com>

Dear Deputy Commissioner Pugliese,

Senator Osten suggested I reach out to you regarding the above referenced development proposed by All of Us at North, LLC. It is being represented to us by the development team that the state is seriously considering investing \$20-30 million to extend water and sewer into a neighborhood which is currently not served, or is envisioned to be served, by such public utility. While zoned for a range of commercial and residential uses, they would need to be served by on-site systems.

As noted above, the developer has represented that the state is seriously considering this investment, with this matter being considered for placement upon the Bond commission's agenda following an endorsement from the Town. We are not sure that is the case.

In any event, the Planning and Zoning Commission is evaluating this matter and will convene at a Special Meeting on Thursday. Through David Kooris, it is my understanding the State has not conducted detailed evaluations of this request, if any at all. Is there any traction at the state level supporting this matter as has been represented by the developer?

In short, we are hopeful that you can take a moment to convey the state's views on this matter to provide clarity on what has been represented to us. I can be reached by email or phone below.

Thank you!

Help us Revive & Renew Routes 163 & 32; [See what's happening!](#)



Dennis Goderre PLA, AICP CUD

Director of Land Use and Development

Town of Montville

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Uncasville, CT 06382

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March 30, 2026

David F. Sherwood
Moriarty, Paetzold & Sherwood
2230 Main Street
P.O. Box 1420
Glastonbury, Connecticut 06033-6620

RE: 800-1000 Unit Montville Development

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Developer Specific Questions:

1. Relevant Experience & Proven Success
 - a. Please provide detailed profiles of completed projects of similar scale (600–1,000 units) and complexity (involving major utility extensions and workforce housing components).
 - b. For these projects, highlight the timeline from inception to certificate of occupancy, the ultimate density achieved, and the current management structure of those facilities.
 - c. Provide examples of where you have successfully partnered with a municipality and a State agency to deliver public-private infrastructure improvements.

RESPONSE: Please see the developments listed on Attachment A. Construction timelines vary based on type of build (commercial, industrial, residential, multifamily, specialty). All developments listed have been completed and have certificates of occupancy.

2. Entity Structure & Technical Team
 - a. Identify the managing members and principals of All of Us at North, LLC, including their individual professional backgrounds in large-scale land development.
 - b. Disclose any joint-venture partners, equity firms, or secondary development entities involved in this specific project.
 - c. List the lead architectural firm currently retained to move this proposal from the "contemplated" stage to the "executable" stage.

RESPONSE: All of Us at North, LLC, 297 Nort Street, Hyannis, Massachusetts 02601, is a Massachusetts limited liability company owned by the Bornstein family. Its Managers are Stuart Bornstein and his sons Aaron Bornstein and Ethan Bornstein. Please see Attachment B.

The Bornstein family develops its properties through its wholly owned affiliate, Holly

Management & Supply Corporation. Holly Management, which has been in business for over 50 years, serves as general partner in the construction and management of the developments listed in Attachment A.

Holly Management Company has an established relationship with several major architectural firms, which are selected based on project classification and availability. No architectural firm has yet been selected for the proposed development. Holly Management's in-house designers have prepared preliminary elevations for several of the buildings which will be refined as the development proceeds.

3. Financial Capacity & Funding Strategy
 - a. Beyond the requested State infrastructure funding, please detail the anticipated financing structure for the vertical construction of the 1,000+ units.
 - b. Identify the primary financial institutions or private equity sources that will be backing the development.
 - c. Provide an overview of the entity's capacity to maintain the project through potential market fluctuations, particularly given the anticipated multi-phase build-out.

RESPONSE: All of Us at North, LLC and its affiliates typically self-finance their development projects. Holly Management, which has a relationship with TD Bank, may use credit lines for the construction of all or part of single buildings.

Confidential financial statements have been provided to the Department of Economic and Community Development in connection with efforts to obtain State funding for the development infrastructure.

4. Legal & Regulatory History
 - a. Please provide a summary of any past or pending legal matters involving the principals or the development entity. This should include, but is not limited to, land use litigation, contract disputes, or environmental enforcement actions.
 - b. For any resolved matters, please provide a brief description of the outcome and how the resolution reflects the entity's commitment to regulatory compliance and community partnership.

RESPONSE: Neither All of Us at North, LLC nor its affiliates is currently involved in any land use litigation, contract disputes, or environmental enforcement actions.

5. Commitment
 - a. Describe commitment to the project and community Montville. How will the town be assured the project will not be sold at any stage pre or post development, especially in early stages. This would be a commitment and relationship with the town with substantial time commitment to staff resources and board and commission member time.

RESPONSE: All of Us at North, LLC has already demonstrated its commitment to the Montville community by its ownership of the property, by its very significant investment in assembling a team of professionals and planning for the design and development of the property, and in its efforts to obtain State funding for the required infrastructure, the primary beneficiary of which will be the Town of Montville.

Additional questions are as follows:

6. Explain the break down of EB housing needs related to the various employment numbers which appear conflicting, accounting for attrition.

RESPONSE: In the letter from Shawn P. Coyne, Director of Public Relations & Community Engagement, Electric Boat to Mayor Bunnell dated March 24, 2026, Mr. Coyne indicates that “[o]ur current hiring plan will double our Groton trade workforce over the next 3 years to over 6,000 employees.” We have no further or more recent information regarding Electric Boat housing needs from Mr. Coyne.

1. What are the impacts of this developments 1,000 units, in conjunction with all recent approved projects and possible build out of existing higher density zoned lands including the nearly complete Revive and Renew project upon: schools, public safety needs (fire and Police), public services (town hall), water/sewer, recreation, and full build resulting from the water and sewer extensions.

RESPONSE: The developer has submitted a “Fiscal and Economic Impact Study (February 2025) evaluating potential impacts of the proposed development.

The development is consistent with the following provisions of the 2022 Montville Plan of Conservation and Development. The 2022 POCD identifies the need for affordable housing as a primary goal (pp. 2, 3, 21, 90), encourages cluster developments (p. 21), and labels the peninsula east of Route 32 as an area for “Infrastructure Investment.” (p. 86). “Integration of planning across all levels of government to address issues on a local, regional and state-wide basis,” another stated goal, will be implemented if this development proceeds, because of pressing state, regional and local needs for additional housing due to the Electric Boat expansion.

2. It seems we need a master plan and/or assessment not just for the Massapeag area, but the impact this has town wide.

RESPONSE: Please see the response to question 7, above.

3. Are the water and sewer extensions sized to accommodate a 'full build out' of the area which the new water and sewer will serve?

RESPONSE: After consultation with the State, it appears that funding of the infrastructure will be directed to that necessary to support the 724 units of housing proposed on the peninsula, although we anticipate that the design will incorporate significant additional capacity for both water and sewer connections.

The proposed 12” looped water main has sufficient capacity to likely meet both current requirements for the proposed development as well as those of other properties along the route requested public water.

The proposed sanitary sewer pump stations serving the “A” and “B” properties are sized to meet the demands of the proposed development, but can be expanded in the future to accept flows from adjacent properties as well.

4. The FEIS should accurately account for the 1,000 units, not 750 units.
RESPONSE: Dr. Poland’s “Fiscal and Economic Impact Study (February 2025)” evaluates the impact of the addition of 750 units of multi-family housing, which is the number of additional units to be served by the proposed infrastructure improvements.

The proposed development consists of a total of 857 units, 129 of which will be located on the two parcels with frontage on Route 32, leaving a total of 724 units to be serviced by the proposed infrastructure improvements. The 129 units to be constructed on Route 32 have access to existing sewer and water lines and are located in the R-20 and R-20-M zones. The Planning and Zoning Commission “[a]pproved a R-20-M Zone (1/2 acre) to allow high density multifamily housing,” which is what is proposed on the southerly parcel on Route 3 (see 2022 POCD, p. 21)

5. In general, how will this limit the towns growth?

RESPONSE: We do not anticipate that the development will impact growth of the Town of Montville other than as a result of the addition of nonresidents occupying the housing units proposed. If the development proceeds, Montville will benefit from an influx of technicians, engineers and other professionals who we anticipate will make significant positive contributions to the community. There will be an anticipated net positive fiscal impact of \$2,232,589 per year, local businesses will benefit from increased demand, and the community's affordable housing needs will be addressed.

6. Does the \$20-30 million account for improvements at the WPCF to ensure future growth is not impeded?

RESPONSE: The State funding will primarily be directed to the infrastructure required for the proposed development, although we anticipate some excess capacity.

7. At least 200 units age restricted this will help with influx of students. The town is in need of elderly housing.

RESPONSE: The first floor of all buildings in the proposed development will be fully handicapped-accessible. All buildings will be condominiums. The development will provide one- and two- bedroom housing opportunities, including affordable housing opportunities, for seniors who wish to downsize and avoid maintenance responsibilities otherwise associated with home ownership.

The "Fiscal and Economic Impact Study (February 2025)" estimates public school enrollment will increase by 136 children, well within the capacity of the existing school system.

8. Provide phased in construction to allow the town time to adapt to services gradually. What will the phasing of development be?

RESPONSE: Please see the "Residences on the Thames Montville, Connecticut Phasing Plan," attached as Attachment C.

9. Nearby recreation is necessary to accommodate such a population; active and passive.

RESPONSE: The developer is cognizant of the need to provide recreational opportunities for new residents and will incorporate both passive and active recreational features into its site plans.

10. How long will these units stay affordable? Do they revert?

RESPONSE: In the proposed development will incorporate "not less than thirty per cent of the dwelling units will be conveyed by deeds containing covenants or restrictions which shall require that, for at least forty years after the initial occupation of the proposed development, such dwelling units shall be sold or rented at, or below, prices which will preserve the units as housing for which persons and families pay thirty per cent or less of their annual income, where such income is less than or equal to eighty per cent of the median income. In a set-aside development, of the dwelling units conveyed by deeds containing covenants or restrictions, a number of dwelling units equal to not less than fifteen per cent of all dwelling units in the development shall be sold or rented to persons and families whose income is less than or equal to sixty per cent of the median income and the remainder of the dwelling units conveyed by deeds containing covenants or restrictions shall be sold or rented to persons and families whose income is less than or equal to eighty per cent of the median income." C.G.S. § 8-30g.

11. Will impact fees be provided to offset costs of schools, roads and public safety needed for all the added residents?

RESPONSE: Development impact fees are not authorized under Connecticut law. Please see the attached Office of Legislative Research Report 2002-R-0582 on “Development Impact Fees” dated August 5, 2002. Please see Attachment D. In any event, they should be unnecessary. The “Fiscal and Economic Impact Study (February 2025)” estimates that the proposed development will yield an anticipated net positive fiscal impact of \$2,232,589 per year to the Town of Montville.

12. Any CEPA or NEPA requirements with this funding? If so, how does this impact overall timeline?

RESPONSE: If the Connecticut Environmental Policy Act is implicated the evaluation of the anticipated environmental impact would be limited to the infrastructure improvements, the object of the State funding. NEPA review should not be triggered.

13. What are traffic impacts? Reference was made to a study underway, is it available?

RESPONSE: The developer will hire Joseph Balskus, PE, PTOE, RSP1, Director of Transportation Systems, Vanasse Hangen Brustlin, Inc., 100 Great Meadow Rd # 200, Wethersfield, CT 06109. If the development proceeds, required road improvements would be covered by State funding.

14. Define the following sewer and water demand and availability considering the below listed Approved and Possible Projects:

- a. Current Flows/Demands: Sewer GPD/water GPD
- b. Current Capacity/Availability: Sewer GPD/water GPD
- c. Project Demands: Sewer GPD/water GPD
- d. Approved Projects Demand: Meredith to provide the list of projects with unit #
- e. Mohegan Allocation:
- f. Rand Whitney Allocation:
- g. Capacity remaining: Sewer GPD/water GPD

RESPONSE: Other than with respect to Question 20 (c), this information is not available to us. The response to Question 20 (c) is included in the attached Memorandum Dated March 26, 2026 from James Ericson of Haley Ward.

15. What does this mean for the WPC Facility? And how much expansion capacity is available before and after?

RESPONSE: Please see the response to Question 20.

A preliminary meeting between Jamesd Ericson and the WPCA indicates wastewater treatment capacity exists to accept anticipated flows from the proposed development. Further, the addition of residential wastewater flows from the proposed development will actually help thre plant by balancing other higher BOD (Biological Oxygen Demand) inputs from current non-residential users.

16. Will funds (\$20-30M) include expansion at the WPCF?

RESPONSE: No, they will not. As noted above, such expansion is unnecessary.

17. Will present owners along the expansion be required to connect to the water and sewer? If so, who will pay the connection and installation fees? A mention was made by the engineer at the 3/24 meeting that there is an option to connect to water. What about sewer?

RESPONSE: Present owners will not be required to connect unless their current systems are failing. If they do connect, they will be charged connection fees payable to the Town of Montville as would any other Town resident.

18. How will this project impact the to-be-determined State's mandated affordable housing allocation which will be assigned to Montville under HB 8002? Meaning:
- a. Will this achieve the future mandate?
 - b. Will additional funding be provided to expand water and sewer that may be needed for not only mandated affordable housing units, but market rate and commercial development we wish to achieve (see below)?

RESPONSE: House Bill No. 8002 has not been adopted by the Legislature. Under current law, municipalities are subject to the appeals procedure set forth in C.G.S. § 8-30g if less than 10 percent of their total housing units qualify as "affordable" under the statute (see response to Question 16). As of 2025, Montville has 472 units of affordable housing, or 6.38 percent of its total housing stock. If this development proceeds as proposed, 257 additional units of affordable housing will be added, bringing the total number of affordable units in Montville to 729, or 9.8 percent. Please see the "Department of Housing 2025 Affordable Housing Appeals List – Non Exempt Municipalities," attached as Attachment E.

19. How will the following proposed and approved projects and town initiatives be impacted by this development? This is a valid concern since sewer and water is not in place to support the density contemplated with the Massapeag project.

RESPONSE: The proposed development is consistent with both the current Route 32 Overlay Zone Zoning and the Plan of Conservation and Development, and will greatly benefit the Town of Montville, the southeast region, and the State of Connecticut by providing sorely needed workforce housing for employees of a critical defense contractor as well as others in the community. Its impact on proposed and approved projects and town initiatives is best evaluated by the Planning and Zoning Commission.

CIF Grant Funded Study: Preferred Growth Areas

- RT 163/32 Revive and Renew Study: We have identified 500+/- unit potential, plus 75,000 SF of commercial, ¼ food service.

Possible future development

- Vicinity of RT 163 250 units w/ 3 bedrooms each (filing with WPCA occurred)
- Assumed development RT 32 north: large retail and restaurant use
- North end of RT 32 possible 225 units

Approved Multi-Family no built or started

- 82 Jerome Road (Village Apartments) - 214 units
- 90 Maple Avenue – 87 units
- 1758-1790 Route 32- 200 units
- 145 Route 32 – 11 units

Under Construction Multi-Family

- 245 Route 32 – 22 “Condo” Units – 6 built
- Millwood - 46 MFH for 55 and older – 5 additional MFH to be built
- 2268 - 2284 Route 32 - 57 units
- 26 Platoz Drive - 2 units – Individual wells with sewer

Approved Subdivision not built

- 1108 Old Colchester Road – 3 lot - Wells with Sewer
- 581 Route 163 – 2 lots – Wells with sewer
- 47 Sharp Hill Road – 23 lots wells with sewer
- 257 Chesterfield Road – 4 lots wells with sewer

Recently Built Subdivision/Multi Family

- 42 Pink Row – 72 Affordable Units; connected to system and operational
- 303 Route 32 – 16 units (2 2 bedroom, 14 one bedroom) Site

Plan Approvals – mixed use not built

- 480 Route 32 – vet offices with 3 apartments above
- 2227 Route 32 – retail space with 16 units above

Thank you for your on-going cooperation and assistance. Please do not hesitate to contact me with any questions.

ATTACHMENT A

	A	B	C	D	E	F	G	H	I	J	K	L	M	N	O	P	Q	R
	Developer's Name			Project Name				Project Address				Construction Start/Permit Date		Construction Type				
1								32 Pleasant Hill Rd., Hyannis, MA				Planning stages		New construction, residential				
2								75 Perseverance, Hyannis, MA				Planning stages		New construction, self-storage facility				
3	Front End Construction Corp			Dockside Residences				110 & 115 School St., Hyannis, MA				September 18, 2024		New construction, residential				
4																		
5																		
6																		
7																		
8																		
9	Front End Construction Corp			310 Barnstable Road Residences				310 Barnstable Rd., Hyannis, MA				May 30, 2023		Converted office to residential				
10																		
11																		
12																		
13																		
14	Front End Construction Corp			Starbucks				451 Iyannough Rd., Hyannis, MA				April 20, 2022		Tenant fit out, commercial				
15																		
16																		
17																		
18																		
19	Front End Construction Corp			Walgreens Store				467 Iyannough Rd., Hyannis, MA				June 30, 2021		New construction, commercial				
20																		
21																		
22																		
23																		
24	Front End Construction Corp			Tractor Supply				1174 Pitcher's Way, Hyannis, MA				October 6, 2020		New construction, commercial				
25																		
26																		
27																		
28																		
29	Front End Construction Corp			Main Street Times Residences				319 Main St., Hyannis, MA				June 26, 2020		Renovation/Conversion				
30																		
31																		
32																		
33																		
34	Front End Construction Corp			Cape Cod Custom Storage				104A & B Falmouth Rd., Mashpee, MA				November 21, 2016		Wine, Car & Self-storage facility				
35																		
36																		
37																		
38																		
39	Suffield Management Corporation			Holiday Inn				1127 Iyannough Rd., Hyannis, MA				January 1, 2015		Renovation				
40																		
41																		
42																		
43																		

	A	B	C	D	E	F	G	H	I	J	K	L	M	N	O	P	Q	R
44	Suffield Management Corporation				Doubletree Hotel				287 Iyannough Rd., Hyannis, MA				January 1, 2012	Renovation				
45																		
46																		
47																		
48																		
49	Suffield Management Corporation				The Residences at South Cape Beach				Quinn's Way, Mashpee, MA				August 1, 2006	New construction, residential				
50																		
51																		
52																		
53																		
54	Suffield Management Corporation				Town Fair Tire				1140 Iyannough Rd., Hyannis, MA				August 16, 2005	New construction				
55																		
56																		
57																		
58																		
59	Sippewissett Construction Corp				Ice House Condominiums				501 Commercial St., Provincetown, MA				December 28, 1984	New construction, residential				
60																		
61																		
62																		
63																		
64																		
65																		
66	In the last 12 years, we have built over 1,000 houses in various subdivisions on Cape Cod. We have also rehab'd/built out over 100 offices for tenants, including Cape Cod Hospital,																	
67	and various state agencies. Also, we currently own all the properties.																	
68																		
69	Note: Holly Management and Supply Corporation has several different entities under it's umbrella - all wholly owned by HM&SC, and as such, we have developed these properties under																	
70	different entity names.																	

Apartments/Condominiums

Marstons Mills, MA

Windmill Square Apartments, 3821 Falmouth Rd.

4 apartments built over commercial/retail space

Cotuit, MA

Cotuit Center Residences, 671 Main St.

This was the whaling port before the civil war - a historical site. No has 12 units plus one old antique house

Mashpee, MA

36-single story townhouses (was in limbo for 3 years before we were able to finish because it is on old indian reservation)

Windchimes condominium community - 164 residential units on the Mashpee River - required extensive tree removal and road work

Willowbend - 4 houses priced between \$1.5-2M on Willowbend Golf Course

Apartments/Condominiums

New Seabury

The Residences at South Cape Beach, Quinn's Way

A gated community with 24 residences bordering the New Seabury Golf Course and the Waquoit Bay Estuarine Reserve

Barnstable, MA

153 Freezer Rd.

18,000 sf house on Barnstable harbor

Has the largest private dock built on Cape Cod

43,000 lineal feet of revetment

The tide swings 13' up and down, so building this was an interesting project

Yarmouth, MA

Commercial/Retail

Hyannis, MA	
80 Airport Rd.	
Warehouse	
Michael's Craft Store, 88 Enterprise Rd.	
22,000 sf big box in the middle of Hyannis, around the corner from the Cape Cod Mall	
One Financial Place, 297 North St.	
67,000 sf of office and retail center - 3 all brick, 3-story buildings reminiscent of Faneuil Hall in Boston, MA on historic Freedom Trail	
New Market Place, 973 Iyannough Rd.	
20,000 sf office building - we took over project and finished it. Most expensive office to build on Cape Cod	
Commercial building, 400 Kidd's Hill Rd.	
158,000 sf industrial warehouse and offices. This was an existing building we re-roofed and some structural work.	
Enterprise Corner, 11 Enterprise Rd.	
Six retail units completely gutted and rebuilt	
Whole Health Pharmacy, 596 West Main St.	
Bank converted to a Pharmacy	
Walgreens Store, 467 Iyannough Rd.	
In the gateway area of Cape Cod - took over 3 years to get permitting to build.	
Starbucks, 451-A Iyannough Rd.	
Wingstop, 451-C Iyannough Rd.	
Tractor Supply Store, 1174 Pitchers Way	
Took 4 years to get approved and required removal of Native American artifacts	

Commercial/Retail

Marstons Mills, MA

Windmill Square, 3821 Falmouth Rd.

12,000 sf of commercial/retail space between 9 buildings

Foreclosure taken over from bank

Cotuit, MA

Mashpee, MA

Cape Cod Climate Controlled Storage, 104 A & B Falmouth Rd.

Wine, Car & Self-storage facility - two buildings, 2-stories and 50,000 sf each

Boston Interior; Ferguson Kitchen/Bath Supply; and Planet Fitness at 106 Falmouth Rd.

120,000 sf of commercial space

Commercial/Retail

New Seabury

Barnstable, MA

Yarmouth, MA

CVS Distributor, 31 Aaron's Way

Supply New England, 28 Aaron's Way

25,000 sf showroom and warehouse

Industrial Park containing 6 buildings from 9,000-17,000 sf each, complete with roads

**Under Construction/
Pending Approval**

Hyannis, MA						
Under construction						
Dockside Condominiums, 110 & 115 School St., Hyannis harbor						
One X-story, 28-unit building consisting of 1, 2 and 3 bedrooms						
One X-story, 26-unit building consisting of 1, 2 and 3 bedrooms						
Pending approval						
Pleasant Hill Apartments, 32 Pleasant Hill, Hyannis						
Perseverance Way Storage, Hyannis						
187,000 sf of self-storage						

ATTACHMENT B

The Commonwealth of Massachusetts, William Francis Galvin Corporations Division

One Ashburton Place - Floor 17, Boston MA 02108-1512 | Phone: 617-727-9640

Annual Report

(General Laws, Chapter 156C, Section 12)

Filing Fee: \$500.00

Identification Number: 001321414

Annual Report Filing Year: 2026

1.a. Exact name of the limited liability company: ALL OF US AT NORTH, LLC

Check if amending entity name

1.b. The exact name of the limited liability company as amended, is:

ALL OF US AT NORTH, LLC

2. Address in the Commonwealth where the records will be maintained:

Number and street: 297 NORTH STREET

Address 2:

City or town: HYANNIS State: MA Zip code: 02601

Country: UNITED STATES

3. The general character of business, and if the limited liability company is organized to render professional service, the service to be rendered:

TO INVEST, MANAGE AND MAKE LOANS ON REAL ESTATE AND TO CARRY ON ANY OTHER BUSINESS
AUTHORIZED BY THE APPLICABLE LAWS OF THE COMMONWEALTH OF MASSACHUSETTS.

4. The latest date of dissolution, if specified: (mm/dd/yyyy)

5. Name and address of the Resident Agent:

Agent name: STUART BORNSTEIN

Number and street: 297 NORTH STREET

Address 2:

City or town: HYANNIS State: MA Zip code: 02601

6. The name and business address of each manager, if any:

Title	Name	Address
MANAGER	STUART BORNSTEIN	297 NORTH STREET HYANNIS, MA 02601 USA
MANAGER	AARON BORNSTEIN	297 NORTH STREET HYANNIS, MA 02601 USA
MANAGER	ETHAN BORNSTEIN	297 NORTH STREET HYANNIS, MA 02601 USA

7. The name and business address of the person(s) in addition to the manager(s), authorized to execute documents to be filed with the Corporations Division, and at least one person shall be named if there are no managers.

Title	Name	Address
SOC SIGNATORY	ETHAN BORNSTEIN	297 NORTH STREET HYANNIS, MA 02601 USA

8. The name and business address of the person(s) authorized to execute, acknowledge, deliver and record any recordable instrument purporting to affect an interest in real property:

Title	Name	Address
REAL PROPERTY	AARON BORNSTEIN	297 NORTH STREET HYANNIS, MA 02601 USA
REAL PROPERTY	STUART BORNSTEIN	297 NORTH STREET HYANNIS, MA 02601 USA

9. Additional matters:

SIGNED UNDER THE PENALTIES OF PERJURY, this 30 Day of March, 2026,

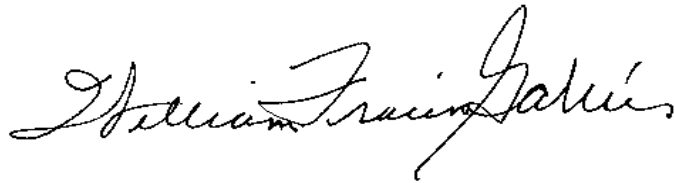
STUART BORNSTEIN

, Signature of Authorized Signatory.

THE COMMONWEALTH OF MASSACHUSETTS

I hereby certify that, upon examination of this document, duly submitted to me, it appears that the provisions of the General Laws relative to corporations have been complied with, and I hereby approve said articles; and the filing fee having been paid, said articles are deemed to have been filed with me on:

March 30, 2026 10:07 AM

A handwritten signature in black ink, reading "William Francis Galvin". The signature is written in a cursive style with a large initial "W" and "G".

WILLIAM FRANCIS GALVIN

Secretary of the Commonwealth

Residences on the Thames

Montville, Connecticut

Phasing Plan

Phase 1

129 Units

7 buildings

South Rt 32

Water/Sewer available

84 units

Unit Mix	1BR	2BR	3BR
Sq Ft	525	0	0
Units	84	0	0

Work force: 30% of ea. BR configuration

North Rt 32

Water/Sewer available

45 units

Unit Mix	1BR	2BR	3BR
Sq Ft	525	0	0
Units	45	0	0

Work force: 30% of ea. BR configuration

Start Work: Aug-26
Completion: Aug-27
Delivery Period: Feb-27

Phase 2

224 Units

4 buildings

Building A1/ single building

requires road bond, W/S/E/G

200 units

Unit Mix	1BR	2BR	3BR
Sq Ft	750	1,250	0
Units	100	100	0

Work force: 30% of ea. BR configuration

Building A1/ 3 buildings/8 units each

requires road bond W/S/E/G

24 units

Unit Mix	1BR	2BR	3BR
Sq Ft	0	1,750	0
Units	0	24	0

Work force: 30% of ea. BR configuration

Start Work: Aug-27
Completion: Aug-28
Delivery Period: Feb-29

Residences on the Thames

Montville, Connecticut

Phasing Plan

Phase 3

260 Units

5 buildings

Building A2/4 buildings/40 units each

requires road bond W/S/G/E

160 units

Unit Mix	1BR	2BR	3BR
Sq Ft	0	1,250	0
Units	0	160	0
Work force:	30% of ea. BR configuration		

Building A3/single building

requires road bond W/S/E/G

100 units

Unit Mix	1BR	2BR	3BR
Sq Ft	525	0	0
Units	100	0	0
Work force:	30% of ea. BR configuration		

Start Work: Aug-28
Completion: Aug-29
Delivery Period: Feb-30

Residences on the Thames

Montville, Connecticut

Phasing Plan

Phase 4

244 Units

7 buildings

Building A4/3 buildings 8 units each

requires road bond W/S/G/E

24 units

Unit Mix	1BR	2BR	3BR
Sq Ft	0	1,750	0
Units	0	24	0
Work force:	30% of ea. BR configuration		

Building A5/3 buildings 40 units each

requires road bond W/S/E/G

120 units

Unit Mix	1BR	2BR	3BR
Sq Ft	600	1,600	2000
Units	40	60	20
Work force:	30% of ea. BR configuration		

Building B1/single building

requires road bond W/S/E/G

100 units

Unit Mix	1BR	2BR	3BR
Sq Ft	600	1,600	2000
Units	25	50	25
Work force:	30% of ea. BR configuration		

Start Work: Aug-29
Completion: Aug-30
Delivery Period: Feb-31

Residences on the Thames

Montville, Connecticut

Phasing Plan

<u>Development Plan Unit Summary</u>	
Total	<u>857</u>
Workforce	258
Market	599
23 buildings, Phases 1-4	
Total 1 BR	394
Total 2BR	418
Total 3b BR	<u>45</u>
Total Units	<u>857</u>