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May 19, 2022

OF COUNSEL

JAMES W. MURPHY
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Via Email & 1st Class Mail

Carolyn Britt, Chair
Planning Board
Town of Ipswich
25 Green Street
Ipswich, MA 01938

**Re: Ora, Inc., 55 Waldingfield Road, Ipswich, MA;
Response to FOW Request for Purchase and Sale Agreement**

Dear Chair Britt and Members of the Planning Board:

I am in receipt of a letter recently posted from the Friends of Waldingfield (FOW) requesting that the Planning Board demand a copy of the Purchase and Sale Agreement for the Property. Ora responds that a copy of the Purchase and Sale Agreement is not necessary at this stage of the lengthy proceedings as follows:

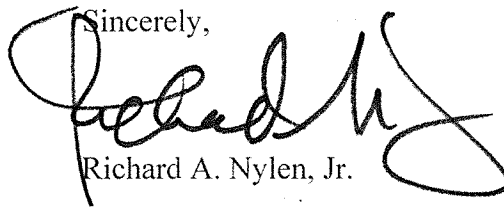
1. When Ora submitted the Site Plan Review application to the Planning Board in July 2021, the cover letter and document stated that it included an attached Purchase and Sale Agreement. The cover letter to the Site Plan application was prepared prior to receiving the signed authorization on the Site Plan application from the Owner's representative. (Exhibit 1) The FOW letter does not acknowledge the Owner's signature on the application. Don Greenough indicated to the Planning Board that it was an omission in not striking the reference to an attached Purchase and Sale Agreement as once the Owner's consent to the Site Plan application was received, the Purchase and Sale Agreement was no longer necessary.
2. We agree with the Planning Department and counsel to FOW that the reason for ensuring that the Applicant has the authority to proceed with the application is important so that the Planning Board does not waste its time. For the past 10 months, Ora has appeared before the Planning Board, the Design Review Board, the Open Space Committee, has submitted plans, paid permit fees, paid peer review fees, all in the good faith pursuit of the Special Permit and Site Plan approval from the Planning Board. At all times, Ora, Inc. has been the Applicant for the permits.

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3. Since the Owner signed the permit application, there was and is no reason to submit the Purchase and Sale Agreement which contains private negotiated terms.
4. The Purchase and Sale Agreement contains the terms of the agreement as a result of negotiations between the Owner and the Buyer. The Owner attended the first Planning Board meeting in August 2021 after the application was presented and was in attendance at the last hearing on April 28, 2022.
5. Ora, Inc. considers the FOW letter to be a question of form without benefit. Is FOW asking the Planning Board to review the P&S to make an independent determination of the validity and terms of the P&S?
6. We hope that the Planning Board shares Ora's representation and the Owner's signature on the Site Plan application that it is authorized to proceed and shares Ora's desire to respect the privacy of the Seller and the Agreement.

If the Planning Board needs further evidence that Ora, Inc. is the Applicant for the above Special Permit and Site Plan approval, please let us know what is needed.

We remain available to answer any questions.

Sincerely,

Richard A. Nylén, Jr.

RAN/kad
Enclosure

cc: Stuart Abelson, Ora, Inc.
Jennifer Williams, Director, Special Projects/Ora, Inc.
John Harden, AIA LEED AP – Principal/Olson Lewis + Architects
Charles E. Wear, III, PE/Hancock Associates



For Planning Office use only – Application found complete by: _____

SITE PLAN REVIEW APPLICATION
Town of Ipswich Planning Board

Date: July 12, 2021

Three copies of this application, associated plans and materials as well as an electronic copy of the same, shall be submitted to the Planning Office for a determination of completeness.

Section A.

1. Explain why a Site Plan Review is required for the project. Cite all applicable portions of the Zoning Bylaw (attach additional materials if necessary).

Site plan review is required because the application is altering more than 2,500 s.f. of commercial space as described in Section X.B.1 and increasing the required parking by more than 10 spaces as described in Section X.B.3.

2. Street Address of Property: 55 Waldingfield Road

3. Assessor's Map: 62 and Lot 14

4. Which zoning district(s) and other types of districts is the property located in? Check all that apply.

- | | |
|--|--|
| <input checked="" type="checkbox"/> Rural Residence A (RRA) District | <input type="checkbox"/> Limited Industrial (LI) District |
| <input type="checkbox"/> Rural Residence B (RRB) District | <input type="checkbox"/> Water Supply Protection District A (WSA) District |
| <input type="checkbox"/> Rural Residence C (RRC) District | <input type="checkbox"/> Water Supply Protection District B (WSB) District |
| <input type="checkbox"/> Intown Residence (IR) District | <input type="checkbox"/> Wireless Communication District A (WCA) |
| <input type="checkbox"/> General Business (GB) District | <input type="checkbox"/> Wireless Communication District B (WCB) |
| <input type="checkbox"/> Central Business (CB) District | <input type="checkbox"/> Green Space Protection District (GSPD) |
| <input type="checkbox"/> Highway Business (HB) District | <input type="checkbox"/> Great Estate Preservation District (GEPD) |
| <input type="checkbox"/> Planned Commercial (PC) District | |
| <input type="checkbox"/> Industrial (I) District | |

5. Name of Applicant: Ora, Inc.

6. Address of Applicant: 300 Brickstone Sq., Andover, MA 01810

7. Phone Number of Applicant: 978-685-8900 Email Address: jewilliams@oraclinical.com

Section B. If Applicant is not the owner of the property, fill out section below.

8. If Applicant is not the owner, state interest or status of Applicant in the property below. For example, the Applicant may be leasing the property. (Attach a copy of any option, purchase agreement, power of attorney, and copies of all trust instruments including schedules of beneficiaries or owners, or, if a corporation, copies of documents evidencing corporation existence which may be applicable)

Property is subject to the attached Purchase and Sale Agreement.

9. Name of Owner: Donald Curiale, Trustee

10. Address of Owner 45 Hendricks Isle Ph-E, Fort Lauderdale, FL 33301

11. Telephone Number of Owner: _____ Email Address: _____

Section C.

Describe the existing use of the property (attach separate document if necessary):

See attached.

Describe the proposed use of the property (attach separate document if necessary):

See attached.

Section D.

12. Is a variance required from the Zoning Board of Appeals?

()yes (X)no

If yes, then specify the type and status of the application below:

13. Is the proposed development served by:

Public Water System (X)yes ()no
Public Sewer System ()yes (X)no

14. Is the property subject to the Demolition Delay By-law?

(X)yes ()no ()don't know

15. Is the property subject to the Wetlands Protection Act or action by the Conservation Commission?

(X)yes ()no ()don't know

If yes or don't know, please contact the Conservation Agent.

16. Is an environmental study or document required for this project under state or federal law?
() yes () no

If "yes" then specify the type of study and agency requiring study below. If "don't know", please contact Planning staff.

Section E: Other materials required

17. Attach a list of abutters to the property the application is being submitted for. An abutters list is a separate form available from the Assessor's Office, the Planning Office or from the Town website. The list must be certified by the Ipswich Assessor's Office prior to submittal to the Planning Office.

Abutters are the owners of property directly opposite on any public or private way or street, and owners of land within 300 feet of the property line, including those properties which may lie within any bordering towns.

18. Submit the \$300 application fee per the Site Plan Review Regulations.

Section F: Waivers

19. The Board may waive, by an affirmative vote of three (3) out of five (5) members, any of the preceding requirements, if it believes that the strict compliance with these rules and regulations will, because of the size or special nature of the proposed development, create an undue hardship on the applicant and will not be in the public interest. Any waiver(s) requested by the applicant shall be submitted in writing by the applicant with the submission of the special permit application.

Section G: Engineering Peer Review and Site Inspection Fees

20. Engineering Peer Review or Consulting Fees: The Planning Board reserves the right to engage the services of a technical consultant(s) to review any plan if, or whenever in its sole discretion, the Board believes that professional review is necessary to accomplish the purposes of these rules and regulations. The costs for any professional review shall be borne by the applicant and shall be imposed in accordance with the M.G.L., Chapter 44, Section 53G, as amended, and as duly adopted by the Ipswich Planning Board in accordance with said law.

21. Site Inspection Fees: In the event a site plan review is granted to the applicant, the Planning Board reserves the right to require site inspection(s) similar to those required in the Rules and Regulations Governing the Subdivision of Land. The costs for such inspections shall be borne by the applicant and shall be charged at a rate approved by the Planning Board. Inspection fees shall be received by the Town in accordance with the M.G.L., Chapter 44, Section 53G, as amended, and as duly adopted by the Planning Board in accordance with said law.

Signature of Owner(s):

Signature of Applicant, if different:

Oral, Inc.

By:

Donald M. Greenough, Attorney

William Bonaccorso
William Bonaccorso, Atty. for
Setter

Site Plan Review Application
Continuation sheet

Re: 55 Waldingfield Road, Ipswich, MA 01938

Section C

The lot is presently used for three residential structures - a single-family residence (the "mansion"), a multi-family residence (the "farmhouse"), and a cottage (the "pool house"). A portion of the lot is used for equestrian purposes with a barn and paddocks. There is an easement on a portion of the lot for the benefit of Essex County Trails Association, Inc., that is limited to equestrian use only, and a driveway right of way for the benefit of Essex County Greenbelt Association, Inc., that is used for access to the polo field on its adjacent land.

The applicant plans to create a collaboration center for its employees, customers and scientific advisors. A world-class environment for workers and guests will facilitate research for better treatments for those who suffer with vision impairment. The initial phase of development will focus on renovating and rehabilitating the mansion and connecting it to the carriage house for business offices and a welcome center. The next phase will rehabilitate, renovate and expand the farmhouse for meeting rooms and lodging for business guests as well as rehabilitate and expand the barn for an equestrian center to be used by employees and business guests. Additional phases will include the construction of additional office space and a wellness center for employees and business guests.
