



CAPE COD COMMISSION

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DATE: April 10, 2003

TO: Attorney Patrick Butler
Nutter, McClennen and Fish, LLP
1513 Iyannough Road
Hyannis, MA 02601

FROM: Cape Cod Commission

RE: Development of Regional Impact
Cape Cod Commission Act, Sections 12 and 13

APPLICANT: Morris Tarkinow
The Tarkinow Group, Ltd.

PROJECT #: TR20031

PROJECT: BJ's Wholesale Club
Hadaway Road
Hyannis, MA

LOT/PLAN: Lots 7 & 8 on Plan recorded with Barnstable County Registry of Deeds in
Plan Book 547, Page 1. See also Deed in Book 5041/Page 284.

DECISION OF THE CAPE COD COMMISSION

SUMMARY

The Cape Cod Commission (Commission) hereby approves with conditions the application of the Tarkinow Group Ltd.(Applicant) as a Development of Regional Impact (DRI) pursuant to Sections 12 and 13 of the Cape Cod Commission Act (Act), c. 716 of the Acts of 1989, as amended, for the proposed BJ's Wholesale Club. The decision is rendered pursuant to a vote of the Commission on April 10, 2003.

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PROJECT DESCRIPTION

The Applicant proposes to build a retail sales and service building on Hadaway Road in Hyannis. The project will consist of a 68,831 square foot BJ's Wholesale Club located on a 15.78 acre parcel. The project is located in a certified growth center, partially within the B Business and RF-1 Residential Zoning Districts and within the Groundwater Protection (GP) and Aquifer Protection (AP) Groundwater Protection Overlay District. Industrial development borders the site to the north and west. The southern boundary borders Hadaway Road (across from the Festival Mall). A Commonwealth Electric utility easement is located in the northwestern portion of the site. Access to the site will be provided by way of a driveway to be located along the north side of Hadaway Road, between Phinney's Lane and Independence Drive.

The project site is part of the Cape Cod Aggregates subdivision plan (Lots 7 & 8), which was approved as a DRI by the Commission in 1998 (Project #TR96020). Due to gravel mining operations previously in use on the property, existing topography within the site has been excavated to create a depression in the center, where the building will be located. Most of the site is devoid of vegetation, except for a small wooded area in the southwest corner. There are no wetlands on site.

PROCEDURAL HISTORY

Joint Site Plan review with Town of Barnstable officials and Cape Cod Commission staff was held on September 21, 2000. The project was referred to the Commission by the Town of Barnstable through the Building Commissioner and Town Manager on September 27, 2000. The Commission received the referral on September 28, 2000. A hearing officer opened the public hearing on November 14, 2000. A duly noticed public hearing was conducted by the Commission pursuant to Section 5 of the Act by an authorized subcommittee of the Commission on January 8, 2001 at the 1st District Courthouse, Assembly of Delegates chambers in Barnstable Village. The public hearing was continued to February 5, 2001 at the Assembly of Delegates Chambers, where it was closed by a hearing officer. A second duly noticed public hearing was conducted by the Commission pursuant to Section 5 of the Act by an authorized subcommittee of the Commission on November 29, 2001 at the 1st District Courthouse, Assembly of Delegates chambers in Barnstable Village, where the hearing was reopened and continued to the January 10, 2002 Cape Cod Commission meeting at the Assembly of Delegates chambers. The public hearing was then continued by a hearing officer on February 7, 2002 and March 7, 2002 and closed by a hearing officer at the May 16, 2003 Cape Cod Commission meeting. It was reopened, then closed at the April 10, 2003 Cape Cod Commission meeting, where the record was closed.

Nine extensions to the 60 day decision period were granted (to the following dates): September 21, 2001; December 21, 2001; February 1, 2002; February 20, 2002; March 22, 2002; June 14, 2002; September 20, 2002; March 14, 2003; and May 9, 2003.

The subcommittee held public meetings to deliberate on this project on October 11, 2001; December 7, 2001; February 22, 2002; April 4, 2002; January 17, 2003; February 13, 2003; March 10, 2003; March 21, 2003, and April 1, 2003.

At the March 21, 2003 subcommittee meeting, the subcommittee voted 3 to 2 to recommend to the full Commission that the project be approved with conditions. A final public hearing was held before the full Commission on April 10, 2003. At this hearing, the Commission voted 7 in favor, 6 opposed, with 2 abstaining to approve the project as a DRI, subject to conditions.

Materials submitted for the record

From the applicant:

Date received:

- DRI application package including application form, certified abutters list, traffic assessment, drainage calculations, site plans, building elevations, deed, site plan review application, lighting
October 11, 2000

- Letter from Patrick Butler re: hazardous materials mitigation, matrix of RPP compliance
October 25, 2000
- Memo re: filing of MHC project notification
November 8, 2000
- Letter from Patrick Butler re: hearing cancellation
November 14, 2000
- MHC project notification receipt
November 17, 2000
- Letter from Bernie Guen of Vanasse & Associates re: staff report
December 9, 2000
- Preliminary fixture plan
December 14, 2000
- Exterior sign details
December 14, 2000
- Draft hazardous materials release and contingency plan
December 20, 2000
- Color elevation renderings
January 2, 2001
- Color elevation renderings
January 7, 2001
- Updated lighting and landscaping plans
January 8, 2001
- Additional updated landscaping plans
January 16, 2001
- Empirical trip generation and vehicle trip calculations
January 18, 2001
- Hazardous materials inventory and MSDS sheets
January 18, 2001
- Letter from Patrick Butler re: review of other retail building
February 5, 2001
- Trip distribution information
February 22, 2001
- Signed extension agreement
February 15, 2001
- Tables of roadway links and study area
March 22, 2001
- Traffic study and appendices
April 13, 2001
- Updated hazardous materials info from Greenseal and letter from Patrick Butler re: hazardous materials mitigation
April 30, 2001
- Revised intersection capacity and other traffic analyses
June 4, 2001
- Letter from Patrick Butler re: rescheduling the subcommittee meeting
June 22, 2001
- Letter from Patrick Butler re: safety criteria
June 26, 2001
- Additional traffic mitigation and fair share analyses
July 2, 2001
- Draft conceptual improvement plan for Route 132 Independence Drive intersection
July 6, 2001
- Revised Draft Conceptual Improvement Plan for Route 132 and Independence Drive, supplemental accident information, and revised fair share and project related mitigation cost analyses
July 30, 2001

- Travel time study August 2, 2001
- Economic and Fiscal Analysis and cover memo August 15, 2001
- Letter from Patrick Butler re: project status August 29, 2001
- Letter from Patrick Butler re: hazardous materials mitigation October 1, 2001
- Spill Prevention Control & Countermeasure Plan, Hazardous Materials Release & Contingency Program, Phase I Site Environmental Assessment for Cash's Autobody. October 1, 2001
- Letter from Jeffrey Dirk re: summary of traffic mitigation measures October 9, 2001
- Letter from George L. Drummey re: tire center October 11, 2001
- Letter from Morris Tarkinow to Tom Mullen re: purchase of offset parcel October 11, 2000
- 4/26/00 letter from John Klimm to Ed Lambert re: off-site acquisition. October 11, 2001
- Comparison re: project site to Cash's October 11, 2001
- BEDC Subcommittee report November 8, 2001
- Letter from Jeffrey Dirk re: traffic mitigation November 20, 2001
- Revised fixtures plan, building elevations, landscaping plans, grading and drainage plan, and open space plan November 19, 2001
- Citation of 310 CMR 15 re: High groundwater determination; analysis of groundwater levels; letter from Bob Burgmann to David Michniewicz re: sewer connection; comparative economic analysis. November 30, 2001
- Letter from Patrick Butler re: response to staff statements - plus Letters from Terry Bauer and Clyde Barrow to Patrick Butler November 30, 2001
- Meeting notes from Vanasse Associated re: 11/16/01 BEDC meeting December 3, 2001
- Letter from Patrick Butler re: additional information December 18, 2001
- Letter from Patrick Butler re: supplemental information January 9, 2002
- Letter from Patrick Butler re: extension agreement January , 2002
- Memo from Patrick Butler re: response to staff report February 1, 2002
- Letter from Patrick Butler re: ex parte communication February 6, 2002
- Letter from Patrick Butler to Joellen Daley re: traffic February 12, 2002
- Letter from Jeffrey Dirk re: response to comments February 12, 2002
- Letter from Jeffrey Dirk re: intersection improvements February 16, 2002
- Response to subcommittee memorandum February 21, 2002
- Memo from Patrick Butler re: points of agreement March 12, 2002
- Letter from Jeffrey Dirk re: traffic mitigation update March 25, 2002
- Updated elevational drawings March 25, 2002
- Letter from William Burbank to Jackie Etsten re: landscaping March 20, 2002
- Letter from Patrick Butler re: additional information; redacted copy of P&S, affidavit for fuel tank; and revised product list March 26, 2002
- Letters from William Burbank re: landscaping changes and soil April 1, 2002
- Revised landscaping plans April 1, 2002
- Materials sample board April 3, 2002
- Letter from Patrick Butler re: rescheduling request April 10, 2002
- Extension agreement and cover letter April 24, 2002
- Letter from William Burbank re: landscaping plan May 8, 2002
- Revised building elevations, roof plan and lighting plan May 22, 2002

- Cover letter from Patrick Butler with in-ground fuel tank data, statement regarding above-ground tank, revised floor plans with conceptual slab detail, sketch plan of TDM parcel May 31, 2002
- Cover letter from Patrick Butler with memo from David Michniewicz re: stormwater design, info on off-site open space parcel June 6, 2002
- Memo from Patrick Butler to subcommittee re: transportation, economics, hazardous materials, site use, community character June 28, 2002
- Revised elevation drawings (10/2/02), Fixture plan (7/31/02), Roof plan (8/6/02) October 9, 2002
- Letter from Patrick Butler July 11, 2002
- Cover letter from Patrick Butler re: Cannon/Mumford letter July 12, 2002
- Letter from Patrick Butler re: economic analysis July 24, 2002
- Letter from building architects re: design issues July 22, 2002
- Letter from Patrick Butler with delivery data for underground fuel tank August 6, 2002
- Letter from Jeffrey Dirk re: updated mitigation cost and copies of conceptual improvement plans August 2, 2002
- Letter from Jeffrey Dirk re: Route 132 intersections August 9, 2002
- Letter from Patrick Butler re: economic analysis August 13, 2002
- Revised building elevations (8/6/02) August 7, 2002
- Letter from Jeffrey Dirk re: Rte 132 intersection capacity August 8, 2002
- Letter from Jeffrey Dirk re: Willow Street ramps August 20, 2002
- Letter from Jeffrey Dirk to Glenn Cannon re: revised mitigation costs September 3, 2002
- Letter from Patrick Butler re: 8/13/02 letter September 13, 2002
- Letter from Jeffrey Dirk to Glenn Cannon re: revised mitigation costs September 10, 2002
- Conceptual site plan of proposed TDM parcel September 25, 2002
- Letter from Jeffrey Dirk re: traffic mitigation September 26, 2002
- Letter from Jeffrey Dirk to Morris Tarkinow re: trip reduction September 27, 2002
- Letter from Patrick Butler re: TDM parcel October 4, 2002
- 10/2 Rendering, 7/31 Fixture Plan, 8/6 Roof Plan October 9, 2002
- Letter from Richard Loeschke re: building design November 21, 2002
- Memo from Patrick Butler re: TDM parcel November 21, 2002
- Stormwater operation and maintenance plan November 21, 2002
- Letter from Patrick Butler re: TDM parcel December 20, 2002
- Memo re: letter to Bob Burgmann January 15, 2003
- Copy of memo to Rob Gatewood January 16, 2003
- Revised renderings January 16&17, 2003
- Letter to Tom Perry re: SPR January 23, 2003
- Conceptual Improvement Plan Rte 132 at Phinney's Lane January 27, 2003
- Memo to subcommittee re: haz mats January 30, 2003
- Memo and sketch plan TDM parcel February 13, 2003
- Letter from William Burbank re: planting revision February 6, 2003
- Letter from Patrick Butler and revised product list March 4, 2003
- Cover letter from Patrick Butler and revised product list February 26, 2003
- Memo from Patrick Butler re: findings February 28, 2003
- Memo from Patrick Butler re: TDM parcel March 5, 2003
- Letter from William Burbank and revised landscape plan March 7, 2003
- Memo from Patrick Butler & letter from Clyde Barrow re: econ. impacts March 7, 2003
- Letter from Patrick Butler to Felicia Penn re: economic impacts March 17, 2003
- Memo from Patrick Butler re: economic review March 17, 2003

- Revised TDM parcel plan with cover letter April 1, 2003
- Comments on draft decision April 1, 2003
- Cover letter and revised (2/7/03) building elevations, revised conceptual raised floor drain system (2/5/03). April 3, 2003
- Draft tank removal agreement April 7, 2003
- Revised grading/drainage, utility, and layout plans dated 4/4/03 April 10, 2003
- Letter from David Michniewicz re: stormwater valve April 10, 2003

From Cape Cod Commission:

- DRI notification letter September 29, 2000
- Subcommittee notification October 2, 2000
- Letter to Chaunce Powers re: design comments October 13, 2000
- Memo to subcommittee re: public hearing November 8, 2000
- Staff report November 8, 2000
- Memo re: staff report correction November 9, 2000
- Press release re: hearing cancellation November 13, 2000
- Memo to subcommittee re: new hearing date November 21, 2000
- Memo to subcommittee re: hearing date change December 1, 2000
- Staff report/update January 2, 2001
- Memo re: stormwater concerns January 10, 2001
- Memo to subcommittee re: hearing cancellation January 19, 2001
- Letter to Patrick Butler re: project information needed January 22, 2001
- Letter from Glenn Cannon to Bernie Guen re: trip generation and pass-by trips February 6, 2001
- Letter to Patrick Butler re: extension agreement February 8, 2001
- Letter to Patrick Butler re: procedural denial February 13, 2001
- Memo to subcommittee re: subcommittee meeting May 21, 2001
- Memo to subcommittee re: cancellation June 5, 2001
- Memo to subcommittee re: rescheduled meeting June 11, 2001
- Memo to subcommittee re: meeting cancellation June 21, 2001
- Memo to Jackie Etsten re: recent submittals August 1, 2001
- Letter to Patrick Butler re: extension August 6, 2001
- Extension agreement through 12/21/01 September 6, 2001
- Letter to Patrick Butler re: extension agreement September 10, 2001
- Memo to subcommittee re: meeting September 12, 2001
- Memo to subcommittee re: meeting time change September 14, 2001
- Memo to George Allaire re: Yarmouth intersections September 27, 2001
- Memo to subcommittee re: meeting October 4, 2001
- Staff report/subcommittee update October 4, 2001
- Letter to Patrick Butler re: project timeframe November 5, 2001
- Letter to Patrick Butler re: extension agreement November 14, 2001
- Staff report/subcommittee update November 21, 2001
- Memo to subcommittee re: hearing November 21, 2001
- Staff report addendum November 21, 2001
- Memo to subcommittee re: meeting December 3, 2001
- Letter to Patrick Butler re: meeting December 18, 2001
- Extension agreement through 2/20/01 January 10, 2002
- Memo to subcommittee re: meeting January 24, 2002
- Memo to subcommittee re: update January 10, 2002
- Staff report/subcommittee update January 31, 2002

- Memo to subcommittee re: meeting February 4, 2002
 - Letter from Thomas Broidrick to Pat Butler re: 2/1/02 memo February 6, 2002
 - Memo to subcommittee re: meeting February 8, 2002
 - DRI Subcommittee Procedures (Section 8, Ex Parte Communications) February 12, 2002
 - Memo to subcommittee re: 2/1/02 memo February 12, 2002
 - Letter from Margo Fenn re: 2/1/02 memo February 12, 2002
 - Letter from Thomas Broidrick re: 2/1/02 memo February 12, 2002
 - Memo to subcommittee re: meeting February 13, 2002
 - Memo to subcommittee re: additional enclosure February 19, 2002
 - Memo to subcommittee re: transportation issue update February 21, 2002
 - Letter to Patrick Butler re: additional information March 14, 2002
 - Memo to subcommittee re: meeting March 21, 2002
 - Letter to Jeffrey Dirk re: transit payment March 18, 2002
 - Letter to Joellen Daley re: update March 21, 2002
 - Letter to William Burbank re: landscaping recommendations March 27, 2002
 - Staff report/subcommittee update March 28, 2002
 - Memo to subcommittee re: meeting March 28, 2002
 - Letter to Tom Broadrick re: copies of submissions April 11, 2002
 - Memo to subcommittee re: next meeting April 18, 2002
 - Letter to Liza Cox re: supplemental information April 18, 2002
 - Letter to Liza Cox re: extension agreement April 24, 2002
 - Letter to William Burbank re: landscaping issues April 29, 2002
 - Letter to Liza Cox re: information needed May 14, 2002
 - Letter to William Burbank with attachments re: landscaping issues May 14, 2002
 - Letter to Rich Loeshke re: building design June 13, 2002
 - Memo to subcommittee re: upcoming meeting July 3, 2002
 - Letter from Patrick Butler re: June 25, 2002 memorandum July 5, 2002
 - Memo to subcommittee re: meeting time change July 9, 2002
 - Letter to Patrick Butler re: June 25, 2002 letter July 12, 2002
 - Staff Report/Subcommittee Update July 19, 2002
 - Memo to Subcommittee re: economic analysis July 19, 2002
 - Letter to Patrick Butler re: July 24, 2002 letter/economic analysis August 13, 2002
 - Email to David Michniewicz re: stormwater management July 30, 2002
 - Letter to Patrick Butler re: extension agreement August 14, 2002
 - Memo to subcommittee re: meeting January 3, 2003
 - Staff report & cover memo to subcommittee January 10, 2003
 - Memo to subcommittee re: meeting February 3, 2003
 - Memo to subcommittee re: meeting February 28, 2003
 - Memo to subcommittee re: draft findings/conditions March 5, 2003
 - Cover memo to subcommittee, economic development matrix March 17, 2003
 - Memo to Patrick Butler re: affordable housing March 20, 2003
 - Cover memo to Patrick Butler and TDM parcel sketch March 19, 2003
 - Trip generation calculation March 18, 2003
 - DRI decision April 10, 2003
- From state/local officials:*
- Referral and copy of Site Plan Review application Date Received: September 28, 2000
 - Letter from Joellen Daley re: concerns July 26, 2001
 - Letter from Joellen Daley re: follow-up to previous letter August 8, 2001

- Letter from Joellen Daley re: comments/concerns February 8, 2002
- Letter from Yarmouth DPW Director George Allaire re: Willow Street February 28, 2002
- Letter from Yarmouth Town Administrator Robert Lawton in support of project. March 28, 2002
- Letter from Joellen Daley re: offset parcel April 9, 2002
- Memo from Deborah Gray to Robert Lawton re: Exit 7 mitigation May 6, 2002
- Letter from Tom Broadrick re: comments on project January 17, 2003
- Letter from Barnstable Town Council and meeting minutes March 6, 2003
- Letter from Barnstable Fire Chief Siegel in support of project March 20, 2003
- Letter from Bob Burgmann in support of traffic mitigation March 18, 2003
- Memo from Tom Broadrick re: LCP consistency March 20, 2003
- Letter from Tom Perry re: zoning consistency April 3, 2003

From the public:

- Mary McCormick of Mashpee: *in favor* October 12, 2000
- Bruce S. Tuthil of Mashpee: *in favor* October 25, 2000
- Richard A. Blowers of West Barnstable: *opposed* October 31, 2000
- Robert and Carol Daniels of Cotuit: *opposed* October 31, 2000
- Ferreira of 0263: *in favor* October 31, 2000
- Tweed family of Centerville: *in favor* October 31, 2000
- Claire and Tom Primo of: *in favor* October 31, 2000
- Sally Casey Recave of Hyannis: *in favor* October 31, 2000
- James and Jean Sabourin of Marstons Mills: *in favor* October 31, 2000
- Kenneth F. Denam of Marstons Mills: *in favor* October 31, 2000
- R.W. Riggs of Barnstable: *in favor* October 31, 2000
- R.J. Russell: *in favor* October 31, 2000
- Stephen C. Place of Marstons Mills: *in favor* October 31, 2000
- Anthony and Mariel Raspante of Centerville: *in favor* November 1, 2000
- Joan Bafaro of Centerville: *in favor* November 1, 2000
- Robert D. DeGrace of Hyannis: *in favor* November 1, 2000
- Laurie and W. Green: *in favor* November 1, 2000
- Luiz and Valeria Medeiros of Hyannis: *in favor* November 16, 2000
- Lisa Champagne of: *in favor* November 2, 2000
- Richard and Kathleen Theodore of Dennisport: *in favor* November 2, 2000
- Kathy Grimmer: *in favor* November 2, 2000
- Angelo and Mary Lou Delio of Hyannis: *in favor* November 2, 2000
- Richard and Gail Boucher of Centerville: *in favor* November 3, 2000
- Evelyn and Sidney Plotkin of Hyannis: *in favor* November 3, 2000
- Herbert and Gail Wells of Marstons Mills: *in favor* November 2, 2000
- Mary Mchane of Marstons Mills: *in favor* November 6, 2000
- A Dugan conditional support: *in favor* November 6, 2000
- Charles Lawrence of: *in favor* November 6, 2000
- Regina Hourihan of West Barnstable: *in favor* November 7, 2000
- Mara and Brett Fournier of Centerville: *in favor* November 7, 2000
- Jim Diggins of: *in favor* November 8, 2000
- Linda Levenbaum of Centerville: *in favor* November 9, 2000
- Nancy Layhr of Hyannis: *in favor* November 9, 2000
- Mary R. Devine of W. Barnstable: *in favor* November 9, 2000
- Sandra Booth of Centerville: *in favor* November 9, 2000

- Eileen Lake of South Yarmouth: *in favor* November 10, 2000
- Carol Olsen of Cotuit: *in favor* November 8, 2000
- Caroline Graveline of Hyannis: *in favor* November 10, 2000
- Neil D. Scholl of Barnstable: *in favor* November 13, 2000
- Nancy McDonald: *in favor* November 13, 2000
- Raymond and Gloria Alexander of Marstons Mills: *in favor* November 14, 2000
- Josephina J. Stevens of Marstons Mills: *in favor* November 14, 2000
- Denise Johnson of Marstons Mill: *in favor* November 14, 2000
- Ken Moulton Sr. of Centerville: *in favor* November 14, 2000
- Ken Moulton Jr. of Centerville: *in favor* November 14, 2000
- May Moulton of Centerville: *in favor* November 14, 2000
- Virginia Moulton of Centerville: *in favor* November 14, 2000
- Heather M. Moulton of Centerville: *in favor* November 14, 2000
- Yvonne Lackenby of Hyannis: *in favor* November 27, 2000
- Robert H. Goodwin (2 letters): *in favor* November 13, 2000
- Arthur Kane: (*concerns about traffic impacts*) November 15, 2000
- Gwen Daley of Buzzards Bay: *in favor* December 4, 2000
- Ben Couto of Hyannis: *in favor* December 7, 2000
- Peggie Griffin Bretz of Barnstable: *opposed* December 29, 2000
- Anne L. Baker of West Yarmouth: *in favor* January 3, 2001
- Ken Moulton of Centerville (2nd letter): *in favor* January 8, 2001
- Joan and Cynthia Baker of Centerville: *in favor* January 8, 2001
- James Redanz of Hyannis: *in favor* January 8, 2001
- Helen G. Smith of Hyannis: *in favor* January 9, 2001
- William H. Smith of Hyannis: *in favor* January 9, 2001
- James C. Buckle of East Harwich: *in favor* January 9, 2001
- Sue Walker of Sandwich: *opposed* January 17, 2001
- Karen McMahon of Barnstable: *opposed* January 26, 2001
- Felicia Penn of: *opposed* February 1, 2001
- Constance C. Calderwood: *opposed* February 15, 2001
- John R. Lundborn of North Truro: *in favor* February 5, 2001
- Winifred & Barbara Rowell of Centerville: *traffic concern* February 26, 2001
- Doris Kesten of West Yarmouth: *in favor* May 26, 2001
- Paul M. Campo of Hyannis: *in favor* July 5, 2001
- Richard and Kathleen Theodore of Dennisport: *in favor* July 8, 2001
- Ronald B. and Ellen S. Held of East Sandwich: *in favor* July 9, 2001
- Julie Rose of Hyannis: *in favor* July 12, 2001
- E.M and Patricia R. Jamison: *in favor* July 25, 2001
- Karen Mackiewicz of Sandwich: *in favor* August 3, 2001
- Beverly Lazarus of Hyannis: *in favor* August 3, 2001
- Richard Sawywer of Centerville *in favor* November 15, 2000
- Louis and Barbara Sarkas of Yarmouthport: *in favor* August 6, 2001
- Judith Schoonmaker of Barnstable: *in favor* August 6, 2001
- Jennifer Mammen of Hyannis: *in favor* August 6, 2001
- Ronald and Karen Timm: *in favor* August 6, 2001
- Susie Pease of Centerville: *in favor* August 7, 2001
- Barbara Cross, *comments: a win-win solution* November 27, 2001
- Mary Jeudet of Cotuit: *opposed* November 27, 2001
- Margerie S. and Russell S. Boles of Osterville: *opposed* November 27, 2001
- Samuel Anderson of Barnstable: *opposed* November 27, 2001

- Ann and Jim Gould of Cotuit: *opposed* November 27, 2001
- John A. Anderson of Osterville: *opposed* November 27, 2001
- Virginia d. Keil of Centerville: *opposed* November 27, 2001
- James G. Hinkle of Cummaquid: *opposed* November 27, 2001
- Kevin York of Marstons Mills: *opposed* November 27, 2001
- Mr. and Mrs. Russell C. Price of Marstons Mills: *opposed* November 27, 2001
- Alexander D. Morgan of Osterville *opposed* November 28, 2001
- Diane Shrank of Centerville *opposed* November 28, 2001
- Maggie Geist and Don Keeran of APCC *opposed* November 29, 2001
- Mark Wirtanen of West Barnstable numerous *concerns* November 29, 2001
- Barbara Wylan of Barnstable: *opposed* November 29, 2001
- Conrad Geyser of Cotuit: *opposed* November 29, 2001
- Marcel Rene Poyant of Poyant Realty, Hyannis: *opposed* November 29, 2001
- Lori and Janet Svensson of Hyannis: *opposed* November 29, 2001
- Edgar and Patricia Jamison of Brewster: *in favor* November 29, 2001
- Marcel Rene Poyant of Poyant Realty, Hyannis: *opposed* December 3, 2001
- Leonard Harris of West Barnstable: *opposed* December 3, 2001
- Jon Gorecki of Hyannis: *opposed* December 3, 2001
- Carl G. Rideout of Mashpee: *opposed* December 10, 2001
- Graham O. and Joanne Z. Harrison: *opposed* December 11, 2001
- Joseph F. Slason of Brewster: *in favor* December 26, 2001
- Paul H. Anglin of Hyannis: *in favor* December 26, 2001
- Felicia Penn of Hyannis: *opposed* January 20, 2002
- Cindy Fazendeiro, Barnstable Water Company: *opposed* January 22, 2002
- Barnstable Civic Assn. exec. committee: *traffic concerns* April 4, 2002
- Winifred Rowell of Centerville: *Hadaway Road impacts* April 4, 2002
- Frank Catania of Hearth & Kettle/Hyannis: *in favor* May 6, 2002
- Smart Planning & Growth Coalition, Felicia Penn: *opposed* August 13, 2002
- Paul Drouin, Hyannis Civic Assn.: *opposed* August 13, 2002
- Lisa Danburg: *commercial development concerns* August 20, 2002
- Felicia Penn of Smart Planning & Growth Coalition: *fiscal impacts* September 3, 2002
- Heidi Matton: *community character concerns* August 28, 2002
- Felicia Penn of Smart Planning & Growth Coalition: economic impacts/opposed January 16, 2003
- Paul and Lila Larusso: *in favor* January 23, 2003
- Mark Thompson: *in favor* February 3, 2003
- Felicia Penn of Smart Planning & Growth Coalition: *economic impacts/opposed* February 12 & 26, 2003
- Eleanor McCafferty of Centerville: *in favor* March 4, 2003
- Email from Felicia Penn re: *econ development matrix* March 19, 2003
- Letter from Frederic Presbrey of HAC: *opposed* March 18, 2003
- Email from Felicia Penn re: *decision* April 9, 2003
- Letter from Don Keeran and Maggie Giest of APCC: *opposed* April 9, 2003
- Letter from Felicia Penn re: *economic development/opposed* April 10, 2003
- Letter from Frederic Presbrey of HAC: *affordable housing concerns* April 10, 2003

The application and notices of public hearings relative thereto, the Commission staff's notes, exhibits and correspondence, the transcript and minutes of meetings and hearings and all written

submissions received in the course of our proceedings are incorporated into the record by reference.

TESTIMONY

The Commission heard oral testimony at the January 8, 2001 and November 29, 2001 public hearings. At the January 8, 2001 hearing, Attorney Patrick Butler provided a description of the project and project representatives presented the site plans, stormwater system, grading plans, landscaping, and architectural plans. Mr. Butler also discussed hazardous materials, noting that their mitigation proposal was still under development and that they might request invocation of the flexibility clause. Consultants from Greenseal Environmental presented the building containment system and employee training program. The proponent's traffic engineer, Jeffrey Dirk of Vanasse and Associates presented preliminary trip generation data from two other sites. He said they would need to get Commission staff's approval on methodology before they proceed with the traffic study.

Commission staff provided a summary of their comments as presented in the staff report and subcommittee update, including hazardous materials, water resources, traffic, open space, and community character comments.

The following members of the public spoke about the project:

Keith Sullivan, Associate Pastor of the Victory Chapel (abutter), spoke in favor of the project.

Brendan Bricklin, employee of Lucent Technologies (abutter), said he supports the project adding that fewer cars will be travelling over the bridges if BJ's comes to Hyannis.

James Roberti, Centerville native, said that BJ's helps small businesses and families on a budget and that it won't hurt existing businesses.

Thomas Primo of Centerville said that there is a need for BJ's.

Arthur Silk of Dennis said that BJ's offers great savings.

Jane Stevens of Dennis said she is a BJ's member and that she doesn't care about the architecture.

Claire Primo of Centerville questioned what the Cape Cod look is and said that the Cape is not what it used to be.

John Powers of Hyannisport voiced concern that traffic congestion will negatively impact Route 6A. and that BJ's is just the beginning of building out Hadaway Road's capacity.

Denise Johnson of Marstons Mills said is a BJ's member and now travels to the North Dartmouth store.

Frank Gaudy of Harwich said he wants BJ's on Cape and that it would reduce traffic.

Dick Sheets from Sagamore Beach said he is a member of the Dartmouth BJ's and supports the project.

Hal Hughes said that BJ's should be located in Hyannis which is the Cape's business hub, rather than in a village center area like Cotuit.

Richard Galvey said he is a small business member and that he is in favor of the project.

Ken Moulton of Centerville said he supports BJ's and that he is not concerned about the design, but he is concerned about saving money.

Joseph McParland, attorney for Flatley Company (Southwind Company, an abutter) said he supports BJ's .

Jim Redrenz, owner of the Cascade Motor Lodge said he is a BJ's member and that he spends \$10,000 annually at BJ's.

Rich Boucher of Centerville said he thinks BJ's shouldn't be required to put up a nice building and landscaping because it has economic benefits.

Richard Morse of Centerville stated that the location is perfect and that Independence Park is an industrial park.

Bridget Reeves of Mashpee said she currently travels off-Cape to BJ's and saves money.

Sylvia Therrien of South Yarmouth said she wants big box stores and that she isn't concerned about the design because saving money is first and foremost.

Richard Hugheson said he has a large family and that he shops monthly at BJ's.

Boris Smith of Hyannis said that BJ's offers great deals.

Joyce Brazer supports the project and that it will save people a lot of money.

At the November 29, 2001 public hearing, Attorney Patrick Butler briefly described the project and presented information from the economic analysis/study. Project representatives presented the stormwater design plans, architectural plans, landscaping, and open space plans. Mr. Butler also explained the applicant's hazardous material mitigation package, noting that they would request invocation of the flexibility clause. A representative from Greenseal Environmental further described the proposed hazardous materials mitigation.

Commission staff presented an update on the various project issues as presented in the staff report but focused their presentation on the hazardous materials and water resources issues.

The following members of the public spoke:

Richard Boucher, owner of Seaside Alarms and resident of Centerville, spoke in favor of the project, stating that he supports competition and does not care about community character.

Richard Houston of Osterville said he supports BJ's and he shops there to help support his 5 children.

Don Keeran of APCC said he was concerned about groundwater contamination as well as the precedent that could be set by an approval.

Winifred Rowell said he lives in the area of Huckins Neck Road and Phinneys Lane and is concerned about the increase in traffic from the project.

Laurie Hadley, Cotuit native, said she supports BJ's and that she doesn't believe there will be impacts to Hadaway Road.

Marie Kirwin of South Yarmouth said she should have the freedom to shop at her choice of store.

John Powers of Hyannisport said that he was concerned about growth on Cape Cod. He also discussed his concerns about traffic and the lack of affordable housing for workers at stores like BJ's.

Rich Angelini, a 30 year resident of Yarmouth and Hyannis in the restaurant business, favors approval of BJ's and said that he travels off-Cape to purchase goods, as do other Cape restaurateurs.

Marcel Poyant, realtor whose business abuts Cash's, requested that a Phase 2 assessment of Cash's be conducted to determine whether or not it is contaminated.

Paloma McLarty said that she goes off-Cape to shop and she would like a BJ's on the Cape.

Dick Lambert, a local owner of a convenience store, deli, and bakery, said that he would like to have a BJ's nearby to purchase goods.

Theresa Borden spoke in favor of the project and said she doesn't want to pollute more by driving to Dartmouth to shop.

Robert Nelson of Yarmouthport said he supports the project and complimented the BJ's representatives on their proposal.

Cynthia Cole, Executive Director of the Hyannis Business Improvement District said that the committee has taken no formal position on the BJ's proposal but that she is concerned about traffic from the project and its impacts to downtown Hyannis.

Jennifer Longley of Centerville said that she does not support the project and expressed her concerns about traffic, water quality, and community character.

JURISDICTION

The proposed BJ's Wholesale Club qualifies as a Development of Regional Impact (DRI) under Section 3(e) of the DRI Enabling Regulations governing review of Developments of Regional Impact, which requires review of any proposed commercial development with "new construction with a gross floor area greater than 10,000 square feet."

FINDINGS

The Commission has considered the application of the Tarkinow Group, Ltd. for the proposed BJ's Wholesale Club, and based on consideration of such application and upon the information presented at the public hearing(s) and submitted for the record, makes the following findings pursuant to Sections 12 and 13 of the Act:

General

- G1. The proposed project meets all the minimum performance standards of the Regional Policy Plan and the probable benefits of the project outweigh the probable detriments.
- G2. According to a letter from the Barnstable Planning Director, the project is consistent with the Local Comprehensive Plan. The project is an allowed use within the Business (B) zone. It is subject to restrictions pertaining to the use and storage of hazardous materials due to its location within a Wellhead Protection Overlay District.

Transportation

T1. The Tarkinow Group proposes to construct a 68,831 square foot (s.f) BJ's Wholesale Club off Hadaway Road in Hyannis, MA. Vehicle access will consist of a single driveway on Hadaway Road. Hadaway Road is a regional road as defined in the Regional Policy Plan (RPP). The project is located within one of the Town of Barnstable's certified growth centers.

T2. "Pass-by" trips reflect project traffic already traveling past the site rather than new trips to the project. Due to the limited number of vehicles traveling Hadaway Road and the nature of the proposed use, a 5% pass-by trip generation adjustment factor is appropriate at this location.

T3. As stated in the Traffic Impact and Access Study, the proposed wholesale club is expected to generate 3,734 new vehicle trips on an average weekday (1,867, in/1,867 out). The expected net increase in traffic from the project, after allowing for a 20% trip reduction (as required under MPS 4.1.2.1) and a 5% pass-by rate, is as follows:

Average weekday	2,838 trips
Average evening peak hour	286 trips
Average Saturday	2,906 trips
Average Saturday peak hour	359 trips

T4. The RPP requires DRIs to identify all year-round and summer transportation impacts caused by the development on all regional road links and intersections where the project is expected to add 25 new trips during the project's peak hour. This threshold is increased to 50 trips for regional intersections and road links within certified growth centers.

Based on the trip generation and trip distribution information provided by the applicant in the Traffic Impact and Access Study, forty (40) regional intersections and thirty-four (34) regional links were identified and analyzed in accordance with the RPP. The appropriate regional intersections and regional links are included in the traffic study.

T5. All DRIs are required to reduce or offset new vehicle trips in and out of the site by 20% over what is typically expected for the land use (MPS 4.1.2.1). Based on the increase in average daily traffic of 3,734 trips per day, the trip reduction requirement for this project is 747 daily vehicle trips.

To partially address the project's trip reduction requirements (MPS 4.1.2.1), the applicant has proposed to implement and maintain an employee based trip reduction program that includes ridesharing, transit, bicyclist and pedestrian measures (as outlined in Condition T1). This program is expected to reduce 20% of the anticipated employee trips from the roadway.

To meet the remaining trip reduction requirements, the applicant has proposed to donate approximately 4.1 acres of vacant developable land off Communications Way in Hyannis, in excess of open space requirements, to a conservation land trust. The donation of vacant developable land in excess of open space requirements as an offset to the trip reduction requirements of the Regional Policy Plan is allowable under Other Development Review Policy (ODRP) 4.1.3.2. The proposed parcel is shown on a plan titled "Conceptual Site Development Plan showing proposed retail store Lot 13A Communications Way, Barnstable MA revised March 28, 2003."

T6. The RPP states "Regardless of project size or traffic generation, there shall be no degradation in public safety as a result of a Development of Regional Impact."

The applicant's traffic engineer has identified seventeen high crash locations impacted by the project above RPP thresholds as outlined in MPS 4.1.1.1, and the applicant has proposed mitigation at these seventeen locations. The proposed safety mitigation includes roadway design

plans, safety reports, access management, turn lanes, traffic signal timing adjustments, turn restrictions and signalization (as outlined in Condition T3).

T7. As stated in Transportation Finding T4, forty (40) regional intersections and thirty-four (34) regional links were identified and analyzed in accordance with the RPP. The applicant has compiled and submitted to the Commission a fair share cost analysis following Technical Bulletin 96-003, Part 2 – Fair Share Overview and Methodology Guidelines. The applicant must mitigate 359 Saturday midday vehicle trips to comply with MPS 4.1.1.1. The fair share cost to offset 359 Saturday midday peak trips (as calculated in a letter by Vanasse Associates, Inc., dated October 5, 2001) is \$386,057. The applicant has proposed to apply the fairshare cost to structural mitigation project at Route 132 and Hadaway Road (Old Route 132). The structural mitigation planned at this location is outlined in Transportation Condition T4.

If any other parties (public or private), prior to BJ's constructing mitigation at these locations, construct traffic improvements or traffic mitigation at any of these locations that makes BJ's proposed mitigation unnecessary or impractical, BJ's shall pay to the County of Barnstable/Cape Cod Commission an amount equivalent to the proposed mitigation cost at such locations. Such payments in lieu of in-kind traffic mitigation are necessary to comply with MPS 4.1.1.1 and shall be used to support transportation improvements in the Town of Barnstable.

T8. MPS 4.1.1.5 requires all Developments of Regional Impact (DRIs) access/egress locations with public ways to meet Massachusetts Highway Departments (MHD) and American Association of State Highway Transportation Officials (AASHTO) standards for safe stopping sight distance. The applicant's traffic engineer conducted a field inspection at the existing location of the driveway and Hadaway Road. Based on field observations, the driveway access with Hadaway Road meets or exceeds safe stopping distances based on AASHTO standards.

T9. MPS 4.1.1.6 requires all new driveways on regional roads to operate at Level of Service (LOS) C or better as defined in the Highway Capacity Manual. The applicant shall utilize an existing driveway as shown on the site plan dated April 4, 2003. Based on the Highway Capacity intersection analysis submitted by the applicant, the existing driveway on Hadaway Road will operate at better than LOS C under build conditions. The driveway location may be moved to line up with development proposed on the southern side of Hadaway Road. Such a change will require approval from the Town of Barnstable and Commission staff.

T10. The applicant has agreed to commit \$140,200 as outlined in a letter by Vanasse Associates, Inc. dated September 26, 2002 for the roadway mitigation as allowed by Regional Policy Plan ODRP 4.1.1.20. This mitigation will be held in an account by Barnstable County/Cape Cod Commission and shall be applied towards transportation improvements in the Towns of Barnstable, Yarmouth, Mashpee, and Dennis (study area towns impacted by this project) as outlined in Transportation Condition T5.

T11. In addition to the safety related improvements summarized in Transportation Condition T3 and the congestion related improvements summarized in Transportation Condition T4, the applicant has also committed to providing an additional mitigation measure (beyond the requirements of the Regional Policy Plan) of a contribution of \$45,000 to the Town of Barnstable,

upon issuance of a building permit, to be used for the preparation of design plans for the Route 132 boulevard design project. Such contribution is a project benefit.

T12. The applicant has agreed to waive application of the Cape Cod Aggregates DRI traffic mitigation credits totalling \$300,000 (as identified in Cape Cod Aggregates DRI decision TR-96020).

Hazardous Materials

HM1. The proposed BJ's Wholesale Club is to be constructed upon land which is the subject of Development of Regional Impact Permit TR-96020 approved on May 21, 1998 and recorded with the Barnstable County Registry of Deeds in Book 11598, Page 245 (the "Cape Cod Aggregates DRI"), which DRI subdivided land owned by Cape Cod Aggregates/Hyannis Sand & Gravel consisting of approximately 90 acres (the "Subdivision"). This Development of Regional Impact permit is valid and has been exercised within the seven year DRI permit timeframe through receipt of a subdivision approval by the Barnstable Planning Board on September 28, 1998.

HM2. Both the Commission's DRI decision TR-96020 and the action of the Barnstable Planning Board on the land subject to that decision predate the DRI application of the Tarkinow Group for the proposed BJ's.

HM3. According to maps produced by the Commission for the 1996 Regional Policy Plan, the BJ's project site is located within an existing Wellhead Protection District/Zone II. As such, MPS 4.2.2.3 applies to this project. MPS 4.2.2.3 states that "commercial and industrial development and redevelopment that involves the use, treatment, generation, storage or disposal of hazardous wastes or hazardous materials, with the exception of household quantities, shall not be allowed within Wellhead Protection Districts." The 1996 RPP defines a "household quantity" as 25 gallons (or the dry weight equivalent) or less of other hazardous materials on site at any time, including oil not used for heating or to supply an emergency generator.

HM4. As acknowledged in Finding G2 of the Cape Cod Aggregates DRI decision TR-96020, the property upon which the proposed BJ's store is to be constructed is utilized by Cape Cod Aggregates/Hyannis Sand & Gravel to stockpile processed materials (sand, gravel, crushed asphalt, brick and concrete).

HM5. Pursuant to Finding HAZ-5 of the Cape Cod Aggregates DRI decision (TR96020), the Cape Cod Aggregates subdivision has a total of approximately 44,000 gallons of pre-existing hazardous material located within the Subdivision, not including fuel contained in vehicles entering and leaving the property at any one time. 10,000 gallons of that total amount of hazardous material consists of an underground diesel fuel tank (the "Underground Tank") as specifically delineated in Finding HAZ-5. While the storage tank represents the potential to store up to 10,000 gallons of fuel, information submitted for the BJ's DRI application indicates that it averages between 6,183 and 6,299 gallons on any given day through a year.

HM6. The Cape Cod Aggregates DRI decision was approved containing Condition HAZ-1 which provides, *inter alia*, that the total hazardous materials to be located within the Subdivision "shall be limited to their existing hazardous materials and hazardous waste usage, generation, handling,

storage, treatment and disposal as described in Conditions HAZ-5, HAZ-6 and HAZ-7, plus an additional household quantity of hazardous materials and hazardous waste as defined in the 1996 Regional Policy Plan.”

HM7. According to information provided by the applicant, the BJ's original unmodified product inventory would have 54,933 pounds or 6,867 gallons of hazardous materials on site at any time. The applicant has proposed to voluntarily reduce the amount of hazardous materials in the proposed BJ's to 3,323 gallons (as identified on the revised "BJ's Club/ Small Box Store Inventory" submitted on February 26, 2003).

HM8. Cape Cod Aggregates, Inc. and the applicant have agreed to enter into a binding contractual agreement which will provide for the removal of the Underground Tank and the concomitant permanent removal of up to a maximum 10,000 gallons of diesel fuel. Based on the revised product inventory and the tank's maximum volume of 10,000 gallons, the Underground Tank's removal will result in a net decrease in the presence of hazardous materials within the Subdivision property of 6,677 gallons (10,000-3,323). Together with the reduced product inventory, the removal of the Underground Tank represents a 3 to 1 offset of the quantity of hazardous materials remaining in the store.

HM9. Underground fuel storage tanks are a prohibited use within the Groundwater Protection Overlay District of the Town of Barnstable in accordance with Section 3-5.2(6)(b)(f) of the Town of Barnstable Zoning Ordinance. The removal of the 10,000 gallon tank represents a significant improvement to the protection of the drinking water supply as it is located completely below ground surface and cannot be visually inspected for leaks. This Underground Tank also is in direct contact with the ground on all sides, with no separate exterior containment structure (vault), such that a leak in any part of the tank would be able to enter the groundwater.

HM 10. The proposed project meets MPS 4.2.2.3 as supported by and based on Findings HM 1, HM7, HM8, and HM9.

HM11. MPS 4.2.2.1 requires that "development and redevelopment shall make reasonable efforts to minimize their hazardous waste generation through source reduction, reuse, material substitution, employee education and recycling." The applicant has addressed MPS 4.2.2.1 by providing a sample on-site employee training program.

HM12. MPS 4.2.2.2 requires that "development and redevelopment shall be in compliance with Massachusetts Hazardous Waste Regulations, 310 CMR 30.00." Based on a review of DRI information received to date, it appears that the project will not generate any hazardous wastes, in part because the applicant has stated that the proposed tire center will only change tires.

HM13. The project provides the following potential benefits under the RPP:

- Voluntary reduction of hazardous materials in the store's proposed inventory from 6,687 gallons to 3,323 gallons;
- Two years of inventory reporting;

- The deeding to the Town of Barnstable of an off-site parcel that uses, handles, stores, generates and/or disposes of hazardous materials and/or hazardous wastes (Cash's Autobody site);
- Funding support of \$15,000 annually for five full calendar years either to promote educational efforts in the Barnstable school system concerning hazardous materials and wastes and their impact on the drinking water supply, or to support the inspection and enforcement efforts of the Barnstable Health Department with respect to proper hazardous materials and hazardous waste management in the Town of Barnstable.
- Provision of an internal and external containment system in the proposed BJ's store as described in the "Hazardous Materials Release & Contingency Program," dated October 1, 2001 prepared by Green Seal, consisting of raised grates in the floor inside the proposed BJ's store (approximately 1 inch above the floor surface) that are piped to an additional exterior retention structure. The exterior retention structure is proposed to be equipped with an oil/water separator with a 1,000 gallon holding capacity at its connection to the piping coming from the store, and to be lined with an oil/chemical resistant high density polyethylene (HDPE) liner system (*i.e.* a 40 mil landfill liner) with a clay, hardening or vegetative layer on top. The building will also be lined with this oil/chemical resistant high density polyethylene (HDPE) liner system.
- Permanent removal of a 10,000 gallon underground fuel storage tank.
- Submission of an emergency response plan entitled "Spill Prevention Control and Countermeasure Plan" dated September 5, 2001, which is consistent with Development Review Policy 4.2.2.4.

Water Resources

WR1. The project consists of 68,831 square feet of retail space proposed for a 15.8 acre site, with 182,064 s.f. of impervious pavement, 68,831 s.f. of roof area and 121,639 s.f. of landscaped area. These sources will contribute approximately 64 kg-N of nitrogen to groundwater beneath the site per year.

WR2. Based on Cape Cod Commission Technical Bulletin B91-001/Title 5 methodology, 3,442 gallons of wastewater will be generated by the project per day. Project wastewater will be conveyed by sewer to the Barnstable wastewater treatment facility where tertiary treatment at a 5 ppm-N effluent-nitrogen level can be expected. At this level of treatment, wastewater from the project will contribute approximately 24 kg-N of nitrogen to off-site groundwater per year.

WR3. The project site is located in Zone II/Groundwater Protection District Wellhead Protection Areas for Barnstable public water-supply wells. Projects located in Zone II/Groundwater Protection District Wellhead Protection Areas are required to meet provisions of MPS 2.1.1.2.A.

WR4. The project, including project wastewater, will result in a 1.9 ppm-N nitrogen load to groundwater. Therefore, the project meets the 5-ppm nitrogen-loading requirement under MPS 2.1.1.1 and MPS 2.1.1.2.A.1, applicable to projects located in Zone II/ Groundwater Protection District Wellhead Protection Areas.

WR5. The project is required to meet MPS 2.1.1.2.A.2, which prohibits hazardous materials above household quantities (25 gallons or dry-weight equivalent) in Zone II Wellhead Protection Areas or equivalent. (MPS 2.1.1.2.A.2 is identical to MPS 4.2.2.3. and is addressed in Findings HM1-9, and Conditions HM 1-8).

WR6. Projects located in watersheds for sensitive marine embayments are required to comply with MPS 2.1.1.2.C. Most of the project is located in the Barnstable Harbor watershed, primarily in the Huckins Creek subwatershed. A small portion of the site coincident with the proposed stormwater infiltration basin is located in the Lewis Bay watershed.

WR7. A nitrogen-loading assessment for Lewis Bay's watershed and an assessment of Lewis Bay's ability to assimilate nitrogen from its watershed have not been completed. Therefore, with respect to Lewis Bay, MPS 2.1.1.2.C.1 applies, requiring a monetary contribution to determine a flushing rate in order to calculate a critical nitrogen load for that system. The required monetary contribution is \$500.

WR8. Under MPS 2.1.1.6, development and redevelopment are required to use best management practices, such as vegetated swales, to minimize runoff and maximize water quality treatment. The applicant proposes a stormwater-runoff collection system that would direct runoff from the project's impervious surfaces to a vegetated swale and forebay for runoff pre-treatment, with overflow capacity to an adjacent stone-lined infiltration basin.

There is potential for the stone-lined basin to flood when ground-water approaches record high levels. The bottom of the stone-lined basin and the vegetated forebay are proposed for elevations of 38.0 feet and 38.8 feet above sea level (msl), respectively, compared with a projected elevation of record high groundwater of 38.3 feet msl. The forebay elevation will provide a 2-foot separation between seasonal-high water table and the forebay for 87 of 100 years. The forebay is designed to handle storm events of between 3 and 3-1/2 inches of rain per 24 hours. Storms that are larger than this would require reliance on the stone-lined basin to infiltrate overflow.

Community Character

CC1. The project is located on Hadaway Road, designated as a regional roadway under the RPP.

CC2. Due to the site's previous use as a gravel mining operation, existing topography within the site has been excavated to create a depression in the middle. The existing site is devoid of vegetation and is highly visible from Hadaway Road. The proposed building will be located in the center of the depression, resulting in a finished floor building elevation below the existing grade of Hadaway Road.

CC3. The applicant filed a Project Notification Form with the Massachusetts Historical Commission (MHC) on September 29, 2000. MHC responded that the proposed project is unlikely to affect significant historic or archaeological resources.

CC4. MPS 6.2.1 requires that no new development shall include a single structure which has a footprint greater than 50,000 square feet unless it can be demonstrated through design of the building and vegetative or other screening methods that the project will not have adverse visual impacts on the community. MPS 6.2.2 requires that in all cases where new buildings are proposed, the mass and scale of the building, roof shape, roof pitch and proportions and relationships between doors and windows shall be harmonious among themselves and consistent with traditional Cape Cod architectural styles.

The proposed building has a footprint of 68,800 s.f., greater than the 50,000 s.f. cited in the standard. To address this standard, the applicant has proposed arcades at the exterior corners of the building and at the building entrance, a 10-foot setback on the front facade of the building, as well as variation in both building materials and colors on all facades. These design features help to reduce the apparent height and mass of the building by drawing the eye downward and by providing variety to the building's facades, which otherwise are characterized by unvaried wall heights and 200 to 300 foot-long facades with little setback or projection in the building wall.

CC5. MPS 6.2.3, 6.2.4, and 6.2.5 require the applicant to submit a landscape plan that addresses both the functional and aesthetic aspects of landscaping. The applicant has submitted a landscape plan dated March 7, 2003 which incorporates a variety of trees and shrubs to compensate for the lack of existing vegetation on the site. Species selected are adaptable to the Cape's environment and the sizes of materials meet RPP requirements. Sidewalks connecting parking areas to the building are provided on-site.

CC6. MPS 6.2.9 requires that all utilities for development including cable shall be placed underground except where the presence of natural features such as wetlands or archaeological resources prevent such placement. The project's utilities will be located underground.

CC7. MPS 6.2.10 requires that parking be provided to the side and rear of a building. The project provides 361 parking spaces, with the majority located in an area to the west of the building and to the rear of the building. A smaller parking area is located at the east side of the building outside the tire center. The location of parking on the site meets this standard.

CC8. MPS 6.2.11 requires that parking lots be screened from roadways. Buffer plantings along Hadaway Road and within the parking areas will provide partial visual screening of the parking lots from Hadaway Road.

CC9. MPS 6.2.7 requires that exterior lighting in new development or redevelopment shall comply with standards including design, light source, total light cutoff and foot-candle levels defined in the Exterior Lighting Design Standards, Technical Bulletin 95-001.

CC10. The lighting information submitted by the applicant to date consists of several exterior lighting point to point plans showing the maintained condition of the lights and two manufacturer's catalog order sheets describing fixture and pole types. All exterior lights for the project are to be metal halide, in conformance with Standard 2.3 of Technical Bulletin 95-001. Pole-mounted lights specified for the parking lot are to be no greater than 20.0 feet in height with

a centrally mounted round head fixture or set of fixtures. This conforms with Technical Bulletin Standards 2.4 and 2.6.

CC11. The November 2000 exterior lighting plan indicates that two wall bracket/wallpack lights will be used on the eastern side of the building nearest the large detention pond. Technical Bulletin standard 2.7 specifies a maximum 70 degree light cutoff for wallpacks. While the fixtures shown on the plan would not meet this standard, a fax received in January 2001 indicates that the applicant will use wall-mount fixtures that will meet the required 70 degree cutoff required by Technical Bulletin Standard 2.7.

CC12. Standard 2.5 of the Technical Bulletin states in part that "reflectors and shielding shall provide total cutoff of all light at the property lines of the parcel to be developed." Standard 2.8 requires that the maximum initial foot-candle measurement of luminaires at grade not exceed 8.0. Based on a January 2001 lighting plan submitted by the applicant, it appears the project's exterior lighting will conform with Technical Bulletin Standards 2.5 and 2.8.

CC13. MPS 6.2.8 states that the installation of billboards, offsite advertising (excepting approved directional signs) and internally lit or flashing signs shall not be permitted. According to the drawings submitted in December 2000, the proposed on-building signs will use "reverse channel letters," where light exits through the back of each letter, thereby producing a halo-like lighting effect. Provided that the front face of the sign is opaque, reverse channel lettering complies with MPS 6.2.8.

Natural Resources/Open Space

NROS1. The project site is located within a Significant Natural Resource Area (SNRA) as mapped by the 1996 Regional Policy Plan due to its location within a public water supply wellhead protection district. The site is not located within estimated rare species habitat identified by the Massachusetts Natural Heritage and Endangered Species Program.

NROS2. Due to its former use as a sand and gravel mining operation, the site was previously cleared and developed. A natural resources inventory was not required given the site's previously disturbed condition.

NROS3. The project site is located on lots 7 and 8 of the Cape Cod Aggregates subdivision. Under Condition NR/OS-5 of the Cape Cod Aggregates subdivision DRI decision (TR-96020), a 30% set-aside of open space is required for each lot in the subdivision. The proposed BJ's project is therefore required to provide 4.49 acres permanently protected open space (as calculated on plan SD-2A 11/19/01). According to the applicant's letter dated June 5, 2002, the applicant will provide 2.75 acres off-site open space off of Old Neck Lane (as shown on Barnstable Assessors Map 235, parcels 11 and 12) as a donation to the Town of Barnstable and will provide the balance (1.74 acres) as a cash contribution to the Barnstable Land Bank.

Economic Development

ED1. The proposed project is located in the Town of Barnstable's Route 132 certified Commercial Growth/Activity Center; therefore, the project meets Minimum Performance Standard 3.2.1, which encourages development and redevelopment to locate in certified growth/activity centers.

ED2. The applicant submitted a report entitled, "BJ's Wholesale Club Economic and Fiscal Impact Analysis," prepared for The Tarkinow Group, LLC for submission to the Cape Cod Commission, prepared by the Center for Policy Analysis, University of Massachusetts Dartmouth, June 2001. This report is herein referred to as "the BJ's Report."

ED3. RKG Associates, Inc., consultant to the Cape Cod Commission, reviewed the BJ's report and issued a memorandum in July 2002 entitled, "Review and Comments re: Economic and Fiscal Impact Analysis for proposed BJ's Wholesale Club in Barnstable, MA." This memorandum is herein referred to as "the RKG review." The RKG review discusses a number of important economic factors and provides further questions that should be asked of the applicant in order to gain a more complete and accurate understanding of the proposed project's impacts.

ED4. Based on information in the BJ's report, it is anticipated that annual net sales could approximate \$24.4 to \$25.9 million for the proposed Hyannis store in its first year. The BJ's report cites two primary sources of sales: 1) recaptured leakage (sales currently occurring outside the market area, and 2) natural growth in the market area. The market area for the proposed BJ's Wholesale Club is Barnstable, Dukes, and Nantucket Counties, which consists of 23 towns with a population of 246,737. The primary market area includes the towns of Barnstable, Yarmouth, and Dennis and the secondary market area includes all other towns in Barnstable County. The tertiary market area consists of Nantucket and Dukes County, where capture rates are expected to be negligible.

ED5. The BJ's report states that the average large BJ's store has 51,272 members and \$40.7 million in annual net sales. BJ's customer base is 75% individual households and 25% small businesses. The average customer (individual and business combined) spent \$793 at BJ's in fiscal year 2001. 9,700 currently active individual members and 4,100 business members of BJ's reside in the Cape Cod market area and represent \$10 million in annual sales.

ED6. The store is not anticipated to draw a new tourist market. However, it would sell to restaurants, hotels and motels, bed & breakfasts, convenience stores, caterers, and other small businesses, many of which serve the tourist industry. The transferred sales to BJ's from existing small businesses, particularly those which serve the tourist industry, could create economic impacts to small businesses through the loss of business from their traditional customers.

ED7. Total construction costs are estimated to be \$6,040,000 in a single year only. There would be 88 new construction and construction-related jobs created in that year with an anticipated \$3,284,564 (1999 dollars) in annual earnings for construction jobs. This includes other indirect economic impacts/jobs with over \$600,000 in annual earnings in landscaping and horticulture, motor freight transport, wholesale distribution, business services, and management and

engineering consulting. The BJ's report states that approximately 80% - 90% of all subcontractors would be Cape-based, which is a benefit pursuant to Other Development Review Policy 3.3.3.

ED8. The proposed BJ's store will generate 79 jobs, of which 29 will be fulltime with benefits. The 50 part-time employees will earn from \$9/hour to \$12/hour and receive no benefits. While the project provides additional employment, the majority of the jobs are part-time, with low skill requirements, paying low wages, and providing no benefits. Limited benefits are provided to some part-time employees.

ED9. BJ's will provide a job training and advancement partnership with Cape Cod Community College, including tuition reimbursement for BJ's employees who enroll in courses at the Community College. BJ's also sponsors two community programs: 1) the Adopt-a School Program, and 2) the Community S.M.A.R.T.S. (Students Making a Road to Service) Program. The store will partner with a school in the market area to help develop fundraising for the school, sponsor school programs and activities, and provide resources to supplement on-going programs. These would be considered project benefits.

ED10. BJ's anticipates annual local vendor purchasing of \$75,000 to \$100,000. Local vendors will include banking, limited product purchases (i.e., Cape Cod Potato Chips), security, interior cleaning, exterior cleaning, landscaping, snowplowing, HVAC, and lighting. Use of local suppliers and contractors is a project benefit pursuant to Other Development Review Policy 3.3.3.

ED11. The applicant agrees to purchase and install Route 132 signage providing directions to the Business Improvement District (BID) for Downtown Hyannis.

ED12. The applicant and the Town of Barnstable are investigating the possible purchase of REMI computer software for the Town's economic analysis capabilities. BJ's has agreed to purchase the software for the Town if the research shows the program to be of value to the Town.

ED13. The applicant will contribute \$15,000 per year for four (4) years for the establishment of a Barnstable Housing Authority (BHA) trust fund. This is a project benefit per Other Development Review Policy 3.3.1.

ED14. The applicant has made a commitment to participate in the Cape Cod Council of Churches Food Bank program. Enhancement of availability of community services is a benefit in accordance with Other Development Review Policy 3.1.7.

CONCLUSION

Based on the findings above, the Cape Cod Commission hereby concludes:

The benefits of the project outweigh the detriments as supported by findings T11, HM13, ED7, ED9, and ED11-14.

The project is consistent with the Minimum Performance Standards of the Regional Policy Plan, as supported by finding G1.

The project is consistent with Barnstable's Local Comprehensive Plan and the Barnstable zoning requirements.

The Commission hereby approves with conditions the application of the Tarkinow Group for the proposed BJ's Wholesale Club as a Development of Regional Impact, provided the following conditions are met:

CONDITIONS

General

G1. This DRI decision is valid for 7 years and local development permits may be issued pursuant hereto for a period of 7 years from the date of the written decision.

G2. Failure to comply with all conditions stated herein, and with all related statutes and other regulatory measures, shall be deemed cause to revoke or modify this decision upon notice to the applicant and an opportunity to be heard.

G3. The applicant shall obtain all necessary state and local permits for the proposed project.

G4. No development work, as the term "development" is defined in the Act, shall be undertaken until all appeal periods have elapsed or, if such an appeal has been filed, until all judicial proceedings have been completed.

G5. The proposed BJ's Wholesale Club shall be constructed in accordance with the following final plans:

- Layout & Materials, Grading & Drainage, and Utility Plans SD-1-SD-4 dated 4/4/03.
- Landscape and Planting Plans prepared by Coastal Engineering and Abbellire dated 3/7/03
- Building Elevations prepared by Bignell Watkins Hasser dated 2/7/01 (stamped received 4/4/03).
- Conceptual Plan Raised Floor Drain System and Roof Plan dated 1/8/03.

G6. Prior to the issuance of a preliminary Certificate of Compliance, the applicant shall submit construction plans for review by Commission staff to determine consistency with the "Conceptual Plan Raised Floor System" dated 05/03/02 and with other building specifications as referenced in finding HM13.

G7. Prior to the issuance of a building permit, the applicant shall submit final plans as approved by local boards for review by Commission staff to determine their consistency with final plans as approved by the Commission and with Section 7 of the Cape Cod Commission Administrative Regulations Modifications to Approved DRIs, dated 2002 and as amended from time to time.

G8. Prior to issuance of a building permit, the applicant shall obtain a preliminary Certificate of Compliance from the Commission which states that all conditions in this decision pertaining to issuance of a preliminary Certificate of Compliance have been met.

G9. Prior to receiving a preliminary Certificate of Compliance from the Commission, the applicant shall obtain a modification of DRI decision TR-96020 relative to the removal of the 10,000 gallon underground diesel fuel storage tank. Said removal shall be in accordance with the contract referenced in finding HM8.

G10. Prior to receiving a Certificate of Occupancy from the Town of Barnstable, the applicant shall obtain a final Certificate of Compliance from the Commission.

G11. The project shall not be occupied until a final Certificate of Compliance is received from the Cape Cod Commission.

G12. The applicant shall notify Commission staff of the intent to seek a preliminary or final Certificate of Compliance at least thirty (30) days prior to the submittal of a building permit application and 30 days prior to the anticipated date of occupancy. Such notification shall include a list of key contact(s) for questions that may arise during the Commission's compliance review. Commission staff shall complete an inspection under this condition within seven (7) business days of such notification and inform the applicant in writing of any deficiencies and corrections needed. The applicant understands that the Commission has no obligation to issue a Certificate of Compliance unless all conditions are complied with or secured consistent with this decision. The applicant agrees to allow Cape Cod Commission staff to enter onto the property which is the subject of this decision at reasonable times and with prior notice for the purpose of determining whether the conditions contained in the decision are met.

G13. The applicant shall demonstrate that a copy of this decision has been provided to the general contractor prior to the start of construction.

Transportation

T1. Prior to the issuance of a final Certificate of Compliance for the proposed BJ's Wholesale Club, the applicant shall implement and maintain the following employee based trip reduction program:

1. Assemble information regarding carpooling and its benefits for distribution to each new employee.
2. Designate the employee area where car-pool information will be posted.
3. A guaranteed ride home program, in the case of an emergency for registered rideshares, shall be provided through a local taxi service.
4. Designate a minimum of two preferential parking spaces for employees that carpool.
5. Provide incentives each day for each employee who commutes to work using alternative methods that reduce automotive trips such as bicycling, walking, carpooling or transit.
6. Provide secure bicycle storage areas to accommodate up to 40 bicycles for both employees and patrons.

7. Provide on-site services to decrease employee midday trip making. The on site services shall include lunchroom, microwave, and refrigerator.
8. Provide an on-site transportation coordinator. The transportation coordinator shall be responsible for insuring that the complete rideshare program, including ridesharing, accommodating work shifts, promotions, incentives, preferential parking, and the guaranteed ride home program is consistently promoted and provided.
9. Provide an on site bus/trolley stop.
10. Provide subsidized transit fares and purchase multi-ride discount passes, good for 20 rides per month, for interested employees.

T2. Before a final Certificate of Compliance is issued for the proposed BJ's Wholesale Club, the applicant shall donate approximately 4.1 acres of vacant developable land off Communications Way in Hyannis, in excess of open space requirements, to a conservation land trust or the Town of Barnstable to be used solely and in perpetuity for conservation purposes in order to meet the remaining trip reduction requirements. The form and content of the deed shall be approved by Cape Cod Commission staff prior to recording. The proposed parcel is shown on a plan titled "Conceptual Site Development Plan showing proposed retail store Lot 13A Communications Way, Barnstable, MA" revised March 28, 2003 and includes a retained easement on a portion for access to or use as Exit 6 1/2 and its related right-of-way.

T3. Before a final Certificate of Compliance is issued for the proposed BJ's Wholesale Club, the applicant shall implement and complete the following transportation safety mitigation:

Safety improvements within the Town of Barnstable:

Route 28 and Route 149 – Prepare a functional design report and design plans, including 25%, 75% and 100% plans, specifications, and estimates for the installation of a traffic signal.

Route 28 at Old Stage Road - Optimize the traffic signal timing and prepare a safety report at this signalized intersection. The safety report shall include a detailed crash analysis and recommendations to address safety concerns.

Route 28 at Phinney's Lane – Optimize the traffic signal timing and prepare a safety report at this signalized intersection. The safety report shall include a detailed crash analysis and recommendations to address safety concerns.

Route 28 at Yarmouth Road - Provide and implement an optimal traffic signal timing and phasing plan for this intersection and make a contribution of \$10,000 to Barnstable County/Cape Cod Commission for the Yarmouth Road By-pass Road design or roadway improvements in the Town of Yarmouth.

Route 132 at the Route 6 Westbound Ramps (Interchange 6) - Provide and implement an optimal traffic signal timing and phasing plan.

Route 132 at Shoot Flying Hill Road - Design and construct a raised median to restrict left turns. The construction improvements are shown on the Conceptual Improvement Plan Route 132 at Shoot Flying Hill Road dated 8/01/02 by Vanasse Associates, Inc.

Route 132 at Phinney's Lane – Design and construct left-turn lanes on Route 132 and modify traffic signal as necessary. The construction improvements are shown on the Conceptual Improvement Plan Route 132 at Phinney's Lane dated 8/01/02 by Vanasse Associates, Inc. The conceptual plan shall be revised to show ornamental mast arms or ornamental posts and signal heads on all approaches.

Route 132 at Independence Drive - Design and construct left-turn lanes with a raised median on Route 132 and modify traffic signal as necessary, as shown on the Conceptual Improvement Plan Route 132 at Independence Drive dated 7/03/01 and revised 7/26/01, 9/13/01 by Vanasse Associates, Inc. If traffic signal mast arm replacement is necessary, ornamental mast arms shall be required.

Route 132 at Route 28 Rotary -

- Complete a concept plan depicting the planned improvements to the rotary including a uniform design for the approach islands to the rotary.
- Prepare and implement a detailed traffic management plan for the rotary, including the installation of pavement markings, signs and the redesigned approach islands.
- As a safety offset to the Route 132/Route 28 Rotary, the project applicant has agreed to provide design plans for a raised median on Route 132 from the Airport Rotary to the Cape Cod Mall driveway.
- The improvements listed above are subject to approval by the CCC, the Town of Barnstable, and (if applicable) MassHighway.

Safety improvements within the Town of Yarmouth:

Route 28 at East Main Street – Provide a functional design report and design plans, including 25%, 75% and 100% plans, specifications, and estimates for the construction of a roundabout.

Route 28 at West Yarmouth Road – Provide and implement access management plan for the intersection.

Route 6 Eastbound Ramps at Union Street – Conduct an evaluation of the existing signs and pavement marking and implement improvements to sign and pavement marking.

Willow Street at Higgins Crowell Road – The project applicant has proposed to pave the Willow Street southbound shoulder, improve sight lines and signage at this intersection.

Route 6 at the Willow Street Ramps (Interchange 7) - Design and install a traffic signal at the Route 6 /Willow Street westbound ramp. The construction improvements are shown on the Conceptual Improvement Plan Willow Street at Route 6 Westbound Ramp dated 8/01/02 by Vanasse Associates, Inc. The concept plan shall be revised to show ornamental mast arms or ornamental posts and signal heads on all approaches.

Route 6A at Old Church Road/Union Street – The project applicant has proposed to evaluate and implement signage, sight line and driveway reconstruction at this intersection.

Safety improvements within the Town of Mashpee:

Pine Tree Corner Rotary – Conduct a feasibility/alternatives study at this intersection.

Route 28 at Quinaquisett Avenue – As a safety offset at the Route 28/Quinaquisett Avenue intersection, the project applicant has agreed to conduct a Functional Design Report and 25 % design plans for the signalization of Route 28 and Asher’s Path in Mashpee.

T4. The applicant shall implement the following congestion mitigation improvements within the Town of Barnstable:

Route 132 and Hadaway Road (Old Route 132) – Prior to the issuance of a final Certificate of Compliance for the proposed BJ’s Wholesale Club, the project applicant shall prepare a functional design report and design plans, including 25%, 75% and 100% plans, specifications, and estimates and install a traffic signal at this location. The design plans (25%, 75% and 100%) are subject to approval by the CCC and the Town of Barnstable. The construction improvements are shown on the Conceptual Improvement Plan Route 132 at Hadaway Road dated 8/01/02 by Vanasse Associates, Inc. The concept plan shall be revised to show ornamental mast arms or ornamental posts and signal heads on all approaches.

Phinney’s Lane at Hadaway Road - Review the traffic signal plan three years after the store’s opening to analyze traffic signal operations. If after three years of the store’s opening, the traffic signal timing and phasing plan is not operating adequately, the applicant shall provide and implement a traffic signal timing and phasing plan as directed by the Cape Cod Commission and/or the Town of Barnstable.

Independence Drive at Attuck’s Lane - Review the traffic signal plan three years after the store’s opening to analyze traffic signal operations. If after three years of the store’s opening, the traffic signal timing and phasing plan is not operating adequately, the applicant shall provide and implement a traffic signal timing and phasing plan as directed by the Cape Cod Commission and/or the Town of Barnstable.

If any other parties (public or private), prior to BJ’s constructing mitigation at these locations, construct traffic improvements or traffic mitigation at any of these locations that makes BJ’s proposed mitigation unnecessary or impractical, BJ’s shall pay an amount equivalent to that proposed mitigation cost at those locations to the County of Barnstable/Cape Cod Commission. Such payments in lieu of in-kind traffic mitigation are necessary to comply with MPS 4.1.1.1 and shall be used to support transportation improvements in the Town of Barnstable.

T5. Prior to the issuance of a final Certificate of Compliance for the proposed BJ’s Wholesale Club, the applicant shall commit \$140,200 for roadway mitigation. This mitigation will be held by Barnstable County/Cape Cod Commission and shall be applied to transportation improvements

in the Towns of Barnstable, Yarmouth, Mashpee, and Dennis (study area towns impacted by this project), as follows:

Barnstable	\$45,300
Yarmouth	\$73,800
Dennis	\$18,600
Mashpee	\$2,500
	\$140,200

Hazardous Materials

HM1. Prior to issuance of a preliminary Certificate of Compliance, the applicant shall remove the 10,000 gallon underground diesel tank at on the Cape Cod Aggregates/Hyannis Sand & Gravel facility on Phinney's Lane in Hyannis. This shall include obtaining any necessary local permits from the Barnstable Fire Department.

HM2. Prior to issuance of a final Certificate of Compliance, the applicant shall provide to the Commission evidence that the 10,000 gallon underground diesel tank at the Cape Cod Aggregates/Hyannis Sand & Gravel facility has been removed. This shall include but not be limited to providing the Commission with a copy of the local Fire Department tank removal permit and evidence that the tank has been properly cleaned and decommissioned.

HM3. The removal of the 10,000 gallon underground tank referenced in this decision shall be permanent. It shall not be replaced or re-installed on any part of the Cape Cod Aggregates/Hyannis Sand & Gravel site, or any part of the Cape Cod Aggregates subdivision at any time in the future. This prohibition shall include both an above or underground tank. Such removal shall be in accordance with the contract referenced in finding HM8.

HM4. The project site shall be limited to not more than 3,323 gallons or its dry weight equivalent of hazardous materials on site at any given time, including all items in the store, inclusive of items on the display/sales floor and in stock. The store shall adhere to the inventory identified in "BJ's Club/ Small Box Store Inventory" submitted on February 26, 2003. The proposed tire center shall be limited to changing tires. The site shall not generate or dispose of any hazardous wastes as defined by 310 CMR 30.000.

HM5. Prior to issuance of a final Certificate of Compliance, the applicant shall provide to the Cape Cod Commission staff a detailed inventory list and Material Safety Data sheets that verify compliance with condition HM 4.

HM6. Prior to issuance of a final Certificate of Compliance, the applicant shall submit to the Cape Cod Commission an emergency response plan for the store, and shall provide a copy of this document to the Barnstable Fire Department. The applicant shall also provide evidence of the following: that hazardous materials in the store's proposed inventory have been reduced in accordance with finding HM7; that the store is equipped with the proposed interior and exterior containment methods and structures; and that the first \$15,000 annual installment has been provided to the Town of Barnstable to support either an educational program in the Barnstable schools or the work of Barnstable Health Department regarding proper hazardous materials and hazardous waste management.

HM7. The applicant shall provide to the Commission inventory reports of all hazardous materials sold, used, treated, generated, or stored on site as follows: at quarterly intervals for a period of two years from the date of the store's Occupancy Permit; followed by twice annually for a period of two years; and thereafter provided annually

HM8. The Cape Cod Commission staff shall have the right to enter the project premises at any time during normal business hours upon reasonable notification to the store manager to verify compliance with conditions HM4, HM5 and HM7.

HM9. If the inventory reports or Commission staff site inspections indicate that the project is not in compliance with this decision, notice shall be given to the applicant. Any noncompliance remaining after 30 days shall be deemed cause to revoke or modify this decision upon notice to the applicant and an opportunity to be heard.

HM10. The proposed tire center shall be constructed without floor drains of any kind, including but not limited to in-floor or raised drains, in accordance with building plans referenced in condition G5.

Water Resources

WR1. The applicant shall limit landscaped area to 121,639 s.f., and limit the creation of impervious surface of 182,064 s.f. of impervious pavement and 68,831 s.f. of roof area, as noted on the nitrogen-loading calculations submitted to the Commission and dated February 7, 2001. Construction of additional impervious surface and/or landscaped areas is subject to approval by the Commission.

WR2. Prior to issuance of a preliminary Certificate of Compliance, the applicant shall provide to the Commission the sewer-hookup application with all supporting documentation and relevant engineering plans submitted to and on file with the Town of Barnstable for 3,442 gpd of project wastewater.

WR3. Prior to issuance of a final Certificate of Compliance, the project shall hook up to the Barnstable wastewater treatment facility, and the applicant shall provide a sewer-hookup permit approved by the Town of Barnstable for 3,442 gpd of project wastewater together with any additional permit-application material not submitted under condition WR1.

WR4. Prior to issuance of a preliminary Certificate of Compliance, the applicant shall submit a groundwater monitoring plan to the Commission. The groundwater monitoring plan shall be designed to the satisfaction of Commission staff for the purpose of monitoring and assessing groundwater quality following a release of hazardous materials to environment and/or the building's containment structure.

WR5. To meet MPS 2.1.1.2.C.1, the applicant shall also contribute \$500 to determine a flushing rate for Lewis Bay. The funds shall be held in an interest-bearing account and expended for their designated purposes upon approval of the Commission's Executive Director.

WR6. The applicant shall construct stormwater-management infrastructure in accordance with plans SD-3, dated November 19, 2001. Prior to issuance of a final Certificate of Compliance, the applicant shall further revise the stormwater maintenance plan to the satisfaction of Commission staff.

Natural Resources/Open Space

NROS1. In accordance with NROS Finding 3, prior to the issuance a preliminary Certificate of Compliance, the applicant shall donate to the Town of Barnstable a 2.75 acre parcel of land off of Old Neck Lane in Barnstable (as shown on Barnstable Assessors Map 235, parcels 11 and 12) to be held under the care, custody, and control of the Conservation Commission. Commission Counsel shall approve the form and content of the deed prior to recording. The applicant shall also contribute \$113,692 (\$1.50 per sq. ft. x 1.74 acres) to the Barnstable County Treasury for the Barnstable Land Bank fund for open space acquisition prior to the issuance of a preliminary Certificate of Compliance.

Community Character

CC1. If all required exterior lighting, irrigation, site work and/or other landscape improvements are not complete at the time a final Certificate of Compliance is sought from the Commission, any work which is incomplete shall be subject to an escrow agreement of form and content satisfactory to Commission counsel. The amount of the escrow agreement shall equal 150% of the cost of that portion of the incomplete work, including labor and materials, with the amount approved by Commission staff. The escrow agreement may allow for partial release of escrow funds upon partial completion of work. The check shall be payable to Barnstable County with the work approved by Commission staff prior to release of the escrow funds. Unexpended escrow funds shall be returned to the applicant, with interest, upon completion of the required work. All site work and/or landscape improvements shall be completed prior to issuance of a final Certificate of Compliance from the Commission.

CC2. Plant materials specified by this decision may be substituted with prior written approval of Commission staff.

CC3. Prior to issuance of a preliminary Certificate of Compliance, the applicant shall submit for Commission staff review and approval a draft landscape maintenance agreement for six (6) full growing seasons which follows guidelines established by Commission staff. Prior to issuance of a final Certificate of Compliance, the applicant shall submit documentation of a final maintenance agreement contract.

Economic Development

ED.1 Within two months following completion of construction the project will document its hiring methodology and will provide to the Cape Cod Commission and the Town of Barnstable a listing of construction jobs, pay scales, number of employees, and number of Cape Cod contractors and residents employed in the construction of the project. The project will also list the number of minorities and women contractors employed by the project.

ED.2 After six months of operation the project will document its hiring methodology and provide to the Cape Cod Commission and the Town of Barnstable a listing of the types of jobs, pay scales, number of employees, full- and part-time positions, benefits received, and number of Cape Cod residents employed. These figures should include the number of minorities, disabled, elderly, unemployed and underemployed persons.

ED3. Beginning one year from the date of occupancy for a period of five (5) years, BJ's will provide to Commission staff and the Town of Barnstable annual reports addressing the following:

- The number of employees receiving job training through the Cape Cod Community College program, and including the types of training, number of part-time and full-time employees, number of Cape Cod residents, and the annual dollar value paid by BJ's to the College and tuition reimbursements to employees.
- The Adopt-A-School Program and the Community S.M.A.R.T.S. program, including the number of students and teachers involved, activities supported, number of BJ's staff involved, and the amount of financial support.
- Local vendor purchasing, including the number and types of vendors being used and the approximate annual financial benefits to the community, to the extent such information is not subject to proprietary restrictions or confidentiality agreements.
- BJ's participation in the Cape Cod Council of Churches Food Bank program, including the system for contributions, locations of contributions, items contributed, and annual value of contributions.

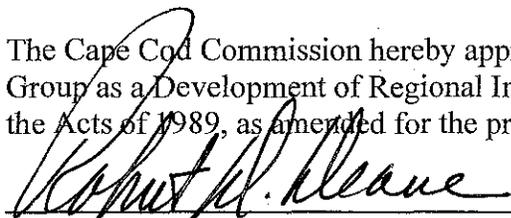
ED4. Prior to the issuance of a preliminary Certificate of Compliance, design plans for the Hyannis Business Improvement District directional signage along Route 132 shall be approved by Commission staff, Town of Barnstable, and Mass Highway. Prior to the issuance of a final Certificate of Compliance, this signage shall be installed.

ED5. Prior to the issuance of a final Certificate of Compliance, if determined to be useful to the Town of Barnstable, the applicant will purchase the REMI computer software for the Town of Barnstable and provide documentation to Commission staff. An alternative contribution of equivalent value may be substituted for the REMI software by approval of the Regulatory Committee of the Cape Cod Commission

ED6. Prior to receiving a Final Certificate of Compliance, the applicant will provide the first of four annual monetary contributions of \$15,000, payable to Barnstable County for contribution to the Barnstable Housing Authority trust fund.

The remaining three contributions will be submitted to the Commission on the anniversary of this decision for the first three years following the granting of this decision. Failure to comply with this condition shall be deemed cause to revoke this decision upon notice to the applicant and an opportunity to be heard.

The Cape Cod Commission hereby approves with conditions the application of the Tarkinow Group as a Development of Regional Impact pursuant to Sections 12 and 13 of the Act, c. 716 of the Acts of 1989, as amended for the proposed BJ's Wholesale Club located in Hyannis, MA.



4/15/03

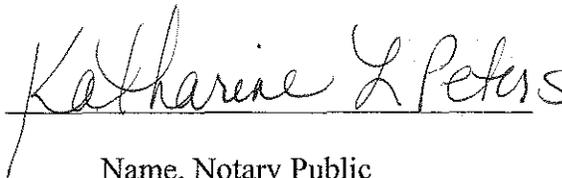
Robert D. Deane, Chair

Date

Commonwealth of Massachusetts

Barnstable, ss.

Subscribed and sworn to before me this 15th day of April 2003



Name, Notary Public

My commission expires:

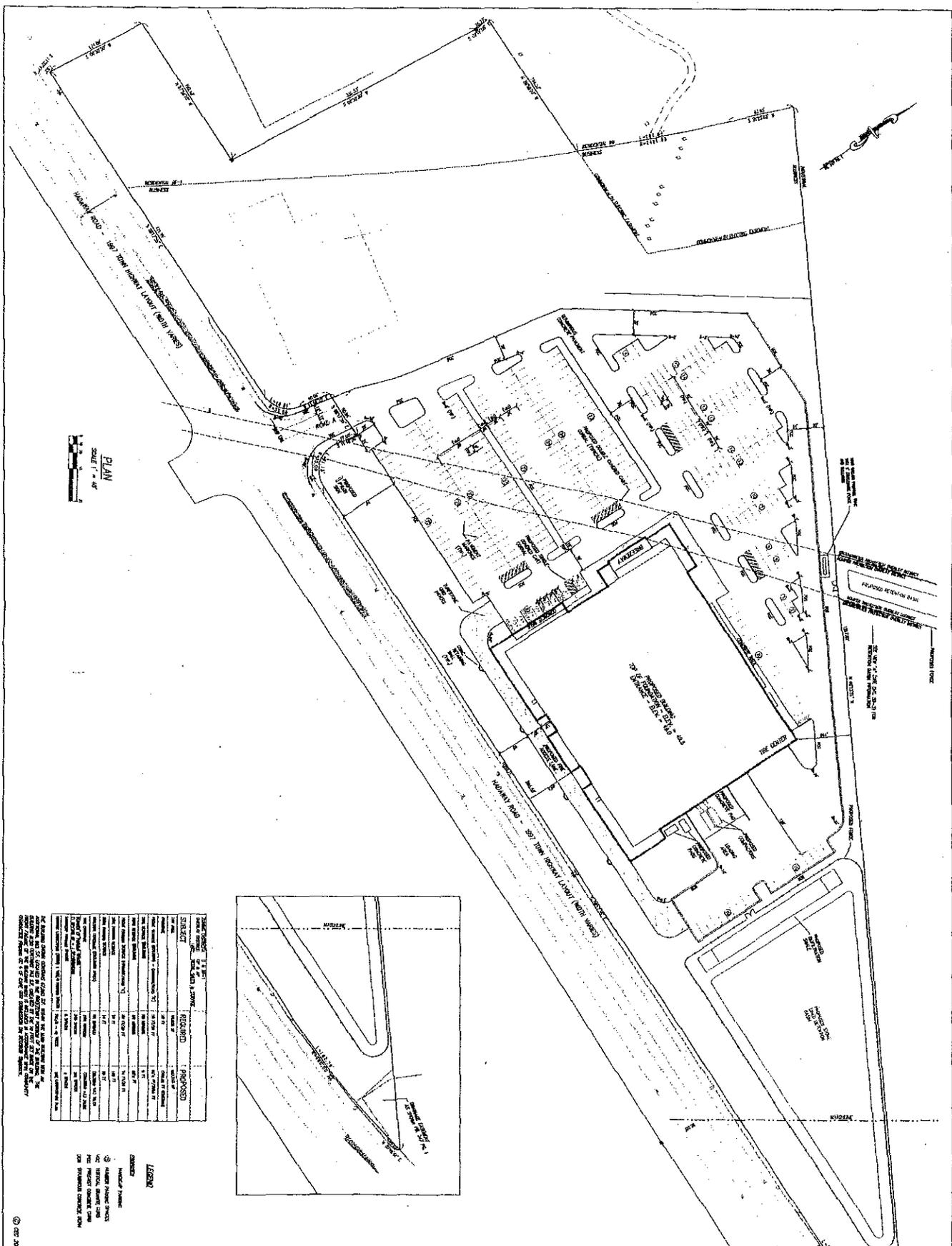


BJ's Wholesale Club TR20031

DRI Decision

April 10, 2003

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PLAN
SCALE 1" = 40'

DATE: 08/11/2009

NO.	DESCRIPTION	QUANTITY	UNIT	PRICE	TOTAL
1	ASPHALT DRIVEWAY	10,000	SQ. YD.	1.20	12,000.00
2	CONCRETE DRIVEWAY	5,000	SQ. YD.	1.50	7,500.00
3	GRAVEL DRIVEWAY	15,000	SQ. YD.	0.80	12,000.00
4	LANDSCAPING	10,000	SQ. YD.	0.50	5,000.00
5	PAVING	20,000	SQ. YD.	0.60	12,000.00
6	SEWER	1,000	LINEAL FT.	10.00	10,000.00
7	WATER	1,000	LINEAL FT.	10.00	10,000.00
8	ELECTRICAL	1,000	LINEAL FT.	10.00	10,000.00
9	MECHANICAL	1,000	LINEAL FT.	10.00	10,000.00
10	PLUMBING	1,000	LINEAL FT.	10.00	10,000.00
11	ROOFING	1,000	SQ. YD.	1.00	1,000.00
12	FOUNDATION	1,000	SQ. YD.	1.00	1,000.00
13	EXTERIOR FINISH	1,000	SQ. YD.	1.00	1,000.00
14	INTERIOR FINISH	1,000	SQ. YD.	1.00	1,000.00
15	MECHANICAL EQUIPMENT	1,000	LINEAL FT.	10.00	10,000.00
16	ELECTRICAL EQUIPMENT	1,000	LINEAL FT.	10.00	10,000.00
17	PLUMBING EQUIPMENT	1,000	LINEAL FT.	10.00	10,000.00
18	ROOFING EQUIPMENT	1,000	SQ. YD.	1.00	1,000.00
19	FOUNDATION EQUIPMENT	1,000	SQ. YD.	1.00	1,000.00
20	EXTERIOR FINISH EQUIPMENT	1,000	SQ. YD.	1.00	1,000.00
21	INTERIOR FINISH EQUIPMENT	1,000	SQ. YD.	1.00	1,000.00
22	MECHANICAL EQUIPMENT	1,000	LINEAL FT.	10.00	10,000.00
23	ELECTRICAL EQUIPMENT	1,000	LINEAL FT.	10.00	10,000.00
24	PLUMBING EQUIPMENT	1,000	LINEAL FT.	10.00	10,000.00
25	ROOFING EQUIPMENT	1,000	SQ. YD.	1.00	1,000.00
26	FOUNDATION EQUIPMENT	1,000	SQ. YD.	1.00	1,000.00
27	EXTERIOR FINISH EQUIPMENT	1,000	SQ. YD.	1.00	1,000.00
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29	MECHANICAL EQUIPMENT	1,000	LINEAL FT.	10.00	10,000.00
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32	ROOFING EQUIPMENT	1,000	SQ. YD.	1.00	1,000.00
33	FOUNDATION EQUIPMENT	1,000	SQ. YD.	1.00	1,000.00
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41	EXTERIOR FINISH EQUIPMENT	1,000	SQ. YD.	1.00	1,000.00
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47	FOUNDATION EQUIPMENT	1,000	SQ. YD.	1.00	1,000.00
48	EXTERIOR FINISH EQUIPMENT	1,000	SQ. YD.	1.00	1,000.00
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61	FOUNDATION EQUIPMENT	1,000	SQ. YD.	1.00	1,000.00
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66	PLUMBING EQUIPMENT	1,000	LINEAL FT.	10.00	10,000.00
67	ROOFING EQUIPMENT	1,000	SQ. YD.	1.00	1,000.00
68	FOUNDATION EQUIPMENT	1,000	SQ. YD.	1.00	1,000.00
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74	ROOFING EQUIPMENT	1,000	SQ. YD.	1.00	1,000.00
75	FOUNDATION EQUIPMENT	1,000	SQ. YD.	1.00	1,000.00
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78	MECHANICAL EQUIPMENT	1,000	LINEAL FT.	10.00	10,000.00
79	ELECTRICAL EQUIPMENT	1,000	LINEAL FT.	10.00	10,000.00
80	PLUMBING EQUIPMENT	1,000	LINEAL FT.	10.00	10,000.00
81	ROOFING EQUIPMENT	1,000	SQ. YD.	1.00	1,000.00
82	FOUNDATION EQUIPMENT	1,000	SQ. YD.	1.00	1,000.00
83	EXTERIOR FINISH EQUIPMENT	1,000	SQ. YD.	1.00	1,000.00
84	INTERIOR FINISH EQUIPMENT	1,000	SQ. YD.	1.00	1,000.00
85	MECHANICAL EQUIPMENT	1,000	LINEAL FT.	10.00	10,000.00
86	ELECTRICAL EQUIPMENT	1,000	LINEAL FT.	10.00	10,000.00
87	PLUMBING EQUIPMENT	1,000	LINEAL FT.	10.00	10,000.00
88	ROOFING EQUIPMENT	1,000	SQ. YD.	1.00	1,000.00
89	FOUNDATION EQUIPMENT	1,000	SQ. YD.	1.00	1,000.00
90	EXTERIOR FINISH EQUIPMENT	1,000	SQ. YD.	1.00	1,000.00
91	INTERIOR FINISH EQUIPMENT	1,000	SQ. YD.	1.00	1,000.00
92	MECHANICAL EQUIPMENT	1,000	LINEAL FT.	10.00	10,000.00
93	ELECTRICAL EQUIPMENT	1,000	LINEAL FT.	10.00	10,000.00
94	PLUMBING EQUIPMENT	1,000	LINEAL FT.	10.00	10,000.00
95	ROOFING EQUIPMENT	1,000	SQ. YD.	1.00	1,000.00
96	FOUNDATION EQUIPMENT	1,000	SQ. YD.	1.00	1,000.00
97	EXTERIOR FINISH EQUIPMENT	1,000	SQ. YD.	1.00	1,000.00
98	INTERIOR FINISH EQUIPMENT	1,000	SQ. YD.	1.00	1,000.00
99	MECHANICAL EQUIPMENT	1,000	LINEAL FT.	10.00	10,000.00
100	ELECTRICAL EQUIPMENT	1,000	LINEAL FT.	10.00	10,000.00

NOTES:
1. ALL DIMENSIONS ARE TO FACE UNLESS OTHERWISE NOTED.
2. ALL MATERIALS AND METHODS SHALL BE AS SHOWN ON THESE PLANS.
3. ALL UTILITIES SHALL BE DEPTH MARKED AND PROTECTED.
4. ALL EXISTING UTILITIES SHALL BE MAINTAINED AND PROTECTED.
5. ALL NEW UTILITIES SHALL BE INSTALLED AS SHOWN ON THESE PLANS.
6. ALL UTILITIES SHALL BE INSTALLED TO DEPTHS AS SHOWN ON THESE PLANS.
7. ALL UTILITIES SHALL BE INSTALLED TO DEPTHS AS SHOWN ON THESE PLANS.
8. ALL UTILITIES SHALL BE INSTALLED TO DEPTHS AS SHOWN ON THESE PLANS.
9. ALL UTILITIES SHALL BE INSTALLED TO DEPTHS AS SHOWN ON THESE PLANS.
10. ALL UTILITIES SHALL BE INSTALLED TO DEPTHS AS SHOWN ON THESE PLANS.

