

3225 MAIN STREET • P.O. BOX 226
BARNSTABLE, MASSACHUSETTS 02630



CAPE COD
COMMISSION

(508) 362-3828 • Fax (508) 362-3136 • www.capecodcommission.org

MINOR MODIFICATION TYPE #2 DECISION

DATE: MARCH 17, 2016

PROJECT APPLICANT/
PROPERTY OWNER: PAESANO REALTY TRUST

PROJECT: PAESANO OFFICE BUILDING
DRI/HDEX MODIFICATION REQUEST
(CCC No. 08022)

PROJECT SITE/
LOCATION: 119-123 WATERHOUSE ROAD, BOURNE MA

TITLE INFORMATION: DEED BOOK 22975 PAGE 95
PLAN BOOK 581 PAGES 28 & 29, LOTS 5&6

ASSESSOR'S ID: Map 27-Parcel 87 and 87.1

SUMMARY

Pursuant to Section 13 of the Cape Cod Commission DRI Enabling Regulations (Revised Nov. 2014), the Cape Cod Commission's Committee on Planning and Regulation (CPR) hereby approves the Applicant's request to modify the Development of Regional Impact (DRI)/Hardship Exemption decision for the Project dated January 8, 2009 ("DRI Decision") as a Minor Modification Type #2, by vote at its March 17, 2016 meeting. This modification is granted to authorize use and occupancy of the second floor of the existing building, and for construction of a new site building with associated site improvements.

FINDINGS

The CPR hereby finds and determines the following:

Paesano Office Building, Bourne, MA
Minor Modification Type #2 Decision
March 2016
Page 1

GENERAL FINDINGS

GF1. The proposal involves the use, occupancy and associated construction of the second floor of the existing site building, as well as a proposal for construction and use of a new site building with associated site improvements.

GF1a. In the 2009 DRI decision, the Commission found that the applicant “*met his burden to show that fully complying with the requirements of the RPP prior to obtaining use of the first floor commercial space would create a financial hardship.*” The existing building was constructed and all associated infrastructure was in place prior the Commission commencing DRI review and issuing the 2009 DRI decision.

GF1b. The current proposal includes a substantially similar proposal to the original Project described in the 2009 DRI Decision but involves minor changes which do not affect the intent or outcome of the Decision. The proposed changes do not result in different or increased impacts to the resources protected by the Act or Regional Policy Plan (RPP), subject to the conditions set out herein.

GF2. Pursuant to Section 13 of the DRI Enabling Regulations, the proposal was reviewed in light of the 2002 RPP, which was the version in effect when the DRI Decision was issued.

GF3. Hardship Exemption relief was granted in the DRI decision. Further, the DRI decision, in General Condition 6, provides in relevant part: “Nothing in this decision shall be interpreted to preclude the Applicant from seeking and the Commission from granting further hardship exemption relief, or any other type of relief available at that time, as it relates to access to, occupancy of, or use of the second floor including but not limited to the request of any building permits, storage of any materials, or leasing of any space on the second floor.”

GF4. The DRI Decision authorized use and occupancy of the first floor of the existing building (approximately 9,400 sq ft per floor), without first having to provide mitigation under relevant RPP issue areas. The existing building was constructed and all associated infrastructure was in place prior DRI review and issuance of the 2009 DRI decision;

GF4a. The DRI decision allowed mitigation to be deferred for the entire Project until the Applicant sought to use and occupy the second floor of the existing building.

GF4b. In the event that the Applicant sought use and occupancy of the second floor, the DRI Decision provides that the Applicant shall seek a modification of the DRI decision to authorize the same, and the entire Project shall be reviewed and mitigated, consistent with the Decision, under the RPP issue or sub-issue areas of Open Space, Transportation, Water Resources, and Community Character.

GF4c. In the DRI Decision, the Regulatory Committee (since reconstituted as the CPR) of the Commission was charged with reviewing any such modification request.

Paesano Office Building, Bourne, MA
Minor Modification Type #2 Decision

March 2016

Page 2

GF5. The Project herein is proposed to be implemented and constructed in accordance with the following plans and information:

- Site Planting/ Landscape Plan, by Josh Kolator “JGK”, dated 3/2/16
- Conceptual Site Plan, by Warwick and Associates, revised dated 12/01/15;
- Drainage Detail Plan Sheet, by Warwick and Associates, revised dated 12/01/15
- Site and Septic Design Plan Sheet, by Warwick and Associates, revised dated 12/01/15;
- Conceptual Second Floor Plan Build-out of Existing Building, undated, submitted 12/4/15;
- New Building Floor Plans and Elevations, undated, submitted 12/4/15
- 12/2/15 Submission by project engineer Jack Landers- Cauley, PE, including:
 - Revised Nitrogen Loading Report;
 - Drainage Design Report;
 - Amphidrome wastewater system design specifications;
 - Landscape Management/ Operations and Maintenance Plan.
- Travel Demand Management (TDM) Plan dated 12/4/15;

GF6. The CPR held public meetings at Cape Cod Commission offices to consider the modification request on February 4, 2016; March 3, 2016; and March 17, 2016. To assist in its review, Commission staff provided the CPR with a staff report and Power Point presentation, dated February 4, 2016; a project valuation memorandum, dated March 3, 2016; and a memorandum and Power Point presentation concerning other general issues related to the request, dated March 3, 2016.

GF7. The Applicant received variance relief from the Bourne Zoning Board of Appeals, decision issued Nov. 19, 2014 (recorded in Deed Book 20575 Page 38), for the new, second site building.

RPP ISSUE AREA FINDINGS

WATER RESOURCES

WRF1. The DRI Decision allowed the applicant to “*defer the water resources mitigation requirements of MPS 2.1.1.1 and MPS 2.1.1.2C until such time as prior to access to, occupancy of, or any use of the second floor.*”

WRF2. The Project Site is not located in a mapped Wellhead Protection Area or Potential Public Water Supply Area.

WRF3. Minimum Performance Standard (MPS) 2.1.1.1 in the 2002 RPP limits projects to a site-wide nitrogen concentration in groundwater of no more than 5 milligrams of nitrogen per liter (5 ppm-N).

WRF4. Additionally, Minimum Performance Standard 2.1.1.2.C requires that nitrogen loads that exceed critical nitrogen loads established for nitrogen-sensitive coastal waters be offset. The Project is located in the Back River watershed, a nitrogen-overloaded estuary.

WRF5. In order for the Project to comply with MPS 2.1.1.1 and MPS 2.1.1.2C and the second floor of the existing building to be used and occupied, the 2009 DRI decision required payment of the deferred monetary offset of the Project's nitrogen load to the Back River watershed in the amount of \$64,400 (associated with use of the existing first floor) and treatment of project wastewater to a nitrogen concentration of at least 17 ppm-N using a denitrifying septic system. Use and occupancy of the additional second floor space would require a monetary off-set for its associated nitrogen load to the Back River watershed over and above this \$64,400 associated with deferred mitigation for the first floor of the existing building.

WRF6. The Commission calculates nitrogen loads pursuant to the Nitrogen Loading Technical Bulletin (TB-91-001) in order to apply a standard approach to all projects. Parameters of the Project used by the Applicant to calculate the project nitrogen load for the 2.78-acre site include a total net wastewater design flow of 1,862 gallons per day (gpd), 1-1/3 acres of paved area, and 1/4 acre of roof area (including the proposed new building). The Applicant has committed to maintaining no managed turf, a potential additional source of controllable nitrogen to the watershed.

WRF7. Consistent with the terms of the DRI decision, the Applicant proposes to replace an existing standard Title 5 septic system with an Amphidrome wastewater treatment system to treat increased Project wastewater flows of 1,862 gpd. The Amphidrome system is a denitrifying septic system that is approved by DEP under the agency's Innovative/Alternative Technologies program. For non-residential uses with wastewater design flows of less than 2,000 gpd, the Amphidrome system is permitted by the DEP at a treatment level of 25 ppm-N nitrogen. (The system proposed does not require a groundwater discharge permit from DEP.)

WRF8. Nitrogen calculations provided by the Applicant in December 2015 apply a wastewater effluent nitrogen design concentration of 10 ppm-N for the Amphidrome system. Information published by Barnstable County Department of Health and the Environment (BCHE) indicates that Amphidrome systems perform on Cape Cod with a median effluent-nitrogen concentration of up to 22.4 ppm-N. Upper quartile concentrations range from 22.9 to 50.8 ppm-N, i.e. 75% of effluent samples collected from the most efficient of the three Amphidrome systems the BCHE tracks had nitrogen concentrations below 22.9 ppm-N.

WRF9. Calculations submitted by the Applicant also indicate that the site-wide 5 ppm-N loading limit (MPS 2.1.1.1) can be met by treating project wastewater to 19 ppm-N nitrogen (though at this treatment level, there is still a required monetary off-set for total nitrogen load to the impaired Back River watershed). Despite the increase in the Project's wastewater design flows proposed in this modification request, the treatment level required to meet 2.1.1.1 increased only slightly from 17 ppm-N anticipated in 2009 to the current 19 ppm-N primarily due to the Applicant's commitment to maintain no managed turf and thereby reduce the Project's fertilizer load.

WRF10. The Applicant also provided performance information about the Amphidrome system used at the Bridges at Mashpee memory care facility, which project was approved by the Commission as a DRI by decision dated January 2014. The system is currently performing at total nitrogen levels lower than 10ppm-N.

WRF11. The nitrogen credit sought by the Applicant for the 19ppm- N system treatment efficiency, lower than 25 ppm-N, shall be demonstrated through compliance monitoring under an Operation, Maintenance and Compliance Agreement (OMCA) by and between the Applicant, the Commission and the Town of Bourne, which OMCA shall be required as a condition of this modification decision. The OMCA shall also limit total wastewater design flow to no more than 1, 862 gpd, which flow is consistent with the proposed schedule of uses for the Project listed on the Project's Site & Septic Plan revised on December 1, 2015.

WRF12. The portions of the Project approved in 2009 (with a Title 5 septic system) increased the nitrogen load to the Back River watershed by approximately 79 kilogram-N per year (kg-N/yr). As noted above, mitigation of this load was deferred until the Applicant sought to occupy or use the second floor of the existing building. Commission approval of use of the second floor of the existing building and construction and use of the proposed office building will reduce the load to approximately 58 kg-N/yr if the proposed denitrifying septic system achieves compliance with MPS 2.1.1.1 by treating project wastewater to 19 ppm-N nitrogen.

WRF13. The RPP provides for this increased nitrogen load to the watershed to be offset through a monetary offset, which funds may then be used by the town to address nitrogen loading concerns in the watershed. The monetary offset equivalent necessary to reduce a project load of 58 kg-N/yr to 5 kg-N/yr is \$82,000. At a wastewater treatment level of 25 ppm-N, the monetary offset is equivalent to \$106,000.

The nitrogen-loading analyses are illustrated in the following matrix:

Wastewater Flows (gpd)	Wastewater treatment level (ppm-N)	MPS 2.1.1.1. compliance 5 ppm-N limit	MPS 2.1.1.2.C. compliance monetary offset
1,862	19.0 required to meet MPS 2.1.1.1	yes 5.0 ppm-N	yes, with monetary contribution, w/ performance monitoring \$82,000
	25.0 DEP-permit level	no 6.3 ppm-N	yes, with monetary contribution, no performance monitoring \$106,000

WRF14. As a condition of this modification decision, the Applicant shall pay an \$82,000 monetary offset for the Project's nitrogen load to the Back River watershed, consistent with information provided by the Applicant about system design efficiencies relative to other information available to the Commission about demonstrated efficiency for similar systems. The OMCA shall contain a provision, among other remedies, requiring the Applicant to make an off-set payment of up to an additional \$24,000 in the event that the system is not performing regularly at a treatment efficiency of 19 ppm-N or lower.

WRF15. The Project modification is consistent with stormwater management Goal 2.1.3 of the 2002 RPP because best management practices such as bioretention are applied to treat the first inch of runoff from new impervious surface and are sized to manage the 100-year 24-hour storm.

OPEN SPACE PROTECTION AND RECREATION

OSF1. The Project was not reviewed or required to provide mitigation under the Open Space Protection and Recreation issue area of the RPP at the time the DRI Decision was issued, though the Decision requires that the Commission, through the CPR, is to review the Project pursuant to the RPP issue area of Open Space Protection and Recreation if and when the Applicant sought to use and occupy the second floor of the existing building.

OSF2. The Applicant has now applied to the Commission for approval to use and occupy the second floor of the existing building, as well as to expand use of the site beyond the current development footprint with a new additional building and parking not contemplated in the DRI decision.

OSF3. The Project Site is not located in Significant Natural Resource Area (SNRA), is fragmented from existing viable habitat in the vicinity (the Project Site is bounded by an improved, commercial lot to its north, and by the improved road layouts of MacArthur Boulevard and Waterhouse Road to its east and west, respectively), and was significantly disturbed prior to and at the time the existing site development commenced and the DRI Decision was issued. The Project Site is not mapped for Priority Habitat under MESA. The Applicant has presented evidence regarding the poor quality and disturbance of the pre-existing site conditions prior to current development on the Project Site.

OSF4. Based on the above, and in light of the relevant Findings and Conditions of the DRI Decision, the CPR grants the Project flexibility from the Open Space mitigation requirements of the RPP, and thus waives in full any RPP Open Space mitigation requirements for the Project. To this end, consistent with current Commission practice in reviewing DRIs, given the level of site disturbance that existed prior to current development, and that the site is not mapped SNRA, the RPP issue area of Open Space Protection and Recreation would likely have been scoped out of DRI review if the Project was currently undergoing new DRI review under the current, 2009 RPP.

TRANSPORTATION

TF1. The Applicant has provided sufficient information to allow for the analysis of potential transportation impacts of the development consistent with the RPP's traffic study requirements, consistent with Condition TC1 of the DRI Decision.

TF2. The Applicant has consulted with MassDOT relative to signing the access road, and installed a sign reading "Paesano Way" on MacArthur Boulevard, consistent with Condition TC2 of the DRI Decision.

TF3. As required by Condition TC4 of the DRI Decision, the Applicant has submitted a Travel Demand Management (TDM) Plan dated 12/4/15, which is appropriate for the Project. Implementation and operation of the TDM plan, confirmed by staff site visit, shall be a condition of approval hereunder.

TF3. Condition TC3 of the DRI Decision established a congestion mitigation amount (\$153,704) for the Project based on the number of weekday daily trips that were estimated to be generated by an 18,800 square foot (sf) office building. Given that the Applicant is proposing to construct a new 1,500 sf office building in addition to the existing 18,800 sf office building, the revised congestion mitigation responsibility, including proposed trip reduction and interconnect credits, would be \$152,591 as shown in Table 1.

Table 1. Congestion Mitigation Calculation

Development	Trips ¹	Interconnect Credit (5%) ²	Trip Reduction Credit (25%) ³	Remaining Trips to be Mitigated for Congestion	Congestion Mitigation Amount ⁴
18,800 sf	368	n/a	92	276	\$153,704
18,800 sf + 1,500 sf	385	19	92	274	\$152,591

¹Weekday daily trips based on the 1/8/2009 decision and trip generation data in the *Institute of Transportation Engineers Trip Generation Manual* for Land Use Code 710 (General Office Use)

²Based on the Applicant's "offer to connect the adjoining property to the north to the Way;" the applicant would have to commit to keeping access to this interconnect open and maintained for travel.

³ Requirement to be met through implementation of a Travel Demand Management (TDM) Plan as required by the 1/8/2009 decision

⁴Based on the rate from the 1/8/2009 decision

TF4. Condition TC3 also states that "the Commission may consider a transportation credit of \$105,000 towards this mitigation, which was the cost to construct the on-site access road."

TF5. The Applicant has requested "relief from having to make a congestion mitigation payment" citing the \$105,000 expended to construct Paesano Way and maintenance costs averaging \$467 per month. The Applicant submitted materials to support this request including:

- Letter from MassDOT indicating that terms of the Access Permit were met, dated June 30, 2008
- A traffic count showing that 93% of weekday traffic on Paesano Way is cut-through traffic
- An offer of easement from Paesano Realty Trust to the Town of Bourne for "the perpetual rights and easements to utilize the paved roadway described as Paesano Way"
- An "offer to connect the adjoining property to the north to the Way," which is also depicted on plan submissions
- Letters from neighboring businesses noting improved access to their properties by use of Paesano Way
- Letter from the Chairman Bourne Planning Board indicating the consensus of the Board was that Paesano Way, "provided the condition of the way is satisfactorily maintained, is beneficial to the traveling public" (letter dated 12/16/15)

TF6. While road construction costs and maintenance would not typically be considered as a credit towards congestion mitigation, given the unique circumstance of the review and the

demonstrated support of the community, the CPR grants flexibility from the RPP's congestion mitigation standards, and credits the construction and maintenance costs of Paesano Way towards required congestion mitigation, thus satisfying in full the congestion mitigation requirements of the RPP.

- On its conceptual site plan, the Applicant proposes to construct an interconnection with the northerly property. This site plan depicts portions of the interconnection located both on the Project Site and on the northerly property, which assumes that the northerly property owner would have to construct, or consent to construction of, a portion of the interconnection on its own property. There is a grade differential between the properties. To properly construct the interconnection and ensure its long-term function, good order and condition, constituent paving, grading and other associated work for the entire interconnection should be done on both properties at the same time.
- Though Paesano Way is constructed as a site drive and is not laid out or constructed as a public way, Paesano Way is used by the public and offers a benefit to the travelling public.
- The access to the Site preferred by the Commission may have been one exclusively from the lower function class roadway (Waterhouse Road), avoiding any new curb cut onto MacArthur Boulevard/Route 28. However, Paesano Way was constructed before Commission review of the project commenced. As such, the Applicant was never presented the opportunity, with input from the Commission, to consider alternative access configurations for the Project Site.
- Regarding construction design standards, the scope of the MassDOT Access Permit was limited to the design of the access points of the drive onto state roads. The MassDOT letter does not opine on the appropriateness of the design of what is now known as "Paesano Way" for use by the public.
- As a condition of this modification decision, recognizing the public use of Paesano Way and thus the importance of public safety associated with Paesano Way, the Applicant shall paint fog lines along Paesano Way and a stop bar at the intersection of Paesano Way with Waterhouse Road, and correct the 'stop' sign at the intersection of Paesano Way with Waterhouse Road such that the sign complies with MUTCD standards (i.e. installing a larger stop sign so that it encompasses within its perimeter the 'do not enter' sign posted back to back on the same pole).
- Paesano Realty Trust is amenable to granting the Town of Bourne easement rights in and over the constructed drive known as Paesano Way. When these rights were offered, the Town did not agree to accept the easement as it was hesitant to take on any maintenance obligations or liability that might be associated with such a grant. As a condition of this modification decision, the Applicant shall grant easement rights to the Town of Bourne in and over the entire length and width of the constructed drive known as Paesano Way, and the interconnection to the northerly property, should the town express a desire to accept such grant. The Applicant shall maintain Paesano Way in good order and keep it open and accessible to the travelling public, in and over its entire length and width and in a condition and manner similar to that of public ways in the town serving commercial properties.
- In addition, as a condition of this modification decision, the Applicant shall grant vehicular access easement rights to the northerly property owner in and over the entire length and width of the interconnection to the northerly property, should the owner express a desire to accept such grant. The Applicant shall maintain the interconnection

on the Project Site in good order and, after the interconnection is fully constructed, open and accessible to vehicular traffic to and over the northerly property.

COMMUNITY CHARACTER

CCF1. Condition CCC1 of the DRI Decision states: *Prior to seeking building permits for the second floor, and prior to any access to, occupancy of, or use of the second floor including but not limited to the request of any building permits, storage of any materials, or leasing of any space on the second floor, the project shall be reviewed by the Commission's Regulatory Committee (the "Committee") as a modification and unless a further waiver is granted by the Committee the Applicant shall be required to provide landscape screening consistent with the Commission's Design Guidelines and RPP Goal 6.2 and MPS 6.2.9 and unless a further waiver is granted by the Committee, shall be required to seek a modification to the Commission's decision with respect to parking design in accordance with MPS 6.2.7.*

CCF2. Condition WRC2 of the DRI Decision states: *Prior to seeking building permits for the second floor, and prior to any access to, occupancy of, or use of the second floor is proposed including but not limited to the request of any building permits, storage of any materials, or leasing of any space on the second floor, the Applicant shall seek a modification of this decision and the project should be reviewed by the Regulatory Committee of the Commission. The Applicant shall submit a landscape re-vegetation plan for the southern portion of the site for Commission staff approval in accordance with MPS 2.1.3.3 unless a further waiver is granted by the Committee. In accordance with MPS 2.1.3.6, the plan, if required, shall detail protocol, schedules and the party responsible for the stormwater system's operation and maintenance to ensure the system's proper function. The landscape re-vegetation plan, if required, shall be implemented prior to any occupancy permit for the second floor of the building to ensure that plantings have adequate time to become established.*

CCF3. MPS 6.2.7 requires that parking be located to the side or rear of a commercial development unless such location is infeasible. New, proposed parking is located to the side of the existing building and proposed new building, and therefore is in compliance with this standard.

CCF4. MPS 6.2.9 requires in part that all development implement a landscape plan that addresses the functional aspects of landscaping and provide a maintenance agreement or irrigation system, as appropriate. The Applicant has submitted a landscape plan for the entire site dated 3/2/16 that is consistent with this MPS.

- The Applicant's proposed landscaping incorporates planting for stormwater drainage system areas, including rain gardens, as well as trees and shrubs along Waterhouse Road and MacArthur Boulevard;
- The rain garden plantings appropriately cover the bio-retention area to soften the effect of the proposed drainage areas.
- The Applicant proposes an appropriate density of trees and shrubs along Waterhouse Road and MacArthur Boulevard, with a variety used to increase the effectiveness of the buffer in these locations.
- Native, drought tolerant and pest resistant species and other appropriate species are proposed, appropriate to the given landscape application on-site.
- No managed turf is proposed on-site.

- As a condition of this modification decision, the Applicant shall provide a landscape maintenance agreement for all proposed landscaping for a minimum of three growing seasons from installation, consistent with the Findings in this decision and the relevant water resources and community character standards from the RPP.

CCF5. The modest massing, small scale and design of the new proposed building is consistent with RPP design standards, and the Commission's Design Technical Bulletin.

CCF6. Project plans do not depict any new lighting or signage, including for the new building and associated parking; no new lighting or signage is proposed as part of the modification. If any new lighting or signage is indeed proposed, the Applicant shall provide lighting and signage plans and specifications to the Commission for review and approval, including a determination of their consistency with the RPP's applicable community character standards and guidance in the Commission's Lighting Technical Bulletin.

CONCLUSION

Based on the above Findings, the Commission's Committee on Planning and Regulation hereby approves, with conditions, Paesano Realty Trust's requested modification of the DRI decision described herein as a Minor Modification Type #2, subject to the following Conditions:

CONDITIONS

GENERAL CONDITIONS

GC1. All findings and conditions attached to the DRI Decision continue to apply except as modified herein. To the extent there is conflict or ambiguity between this modification decision and the DRI Decision, this modification shall control.

GC2. This decision, and the original DRI decision, shall be appurtenant to and run with the property which is the subject Project Site. The decision shall bind and be enforceable against, and inure to the benefit of, the Applicant/Owner, its heirs, successors, and assigns.

GC3. Failure to comply, and remain consistent, with all findings and conditions stated herein and in the original DRI Decision, and with all related Commission laws and regulations, shall be deemed cause to revoke or further modify the DRI Decision.

GC3a. This decision does not permit any other work or development at the Project Site, except as specifically authorized in the DRI Decision and herein.

GC4. The Applicant shall obtain all necessary federal, state, and local permits for the Project, as modified herein.

GC5. The Project, as modified herein, shall be undertaken, constructed and maintained in accordance with the Findings and Conditions set out herein, including the plan sets and other information and documents referenced herein under Finding GF5, which plans and other

Paesano Office Building, Bourne, MA
Minor Modification Type #2 Decision

March 2016

Page 10

information shall substitute or supplement, as the context allows, for plans and other information previously reviewed and approved in the DRI Decision. Changes to the approved Project, as modified herein, shall require further modification to the DRI Decision, in accordance with the *Modification* section of the Commission's *Enabling Regulations* then in effect when such modification is sought. All other plans and documents required to be submitted as conditions of this decision shall hereby be incorporated into this decision as and when received, reviewed, and approved by Commission staff.

GC6. Prior to issuance of a Building Permit for the Project, as modified herein, or for any portion or phase thereof, the Applicant shall obtain a Preliminary Certificate of Compliance from the Commission that evidences that all conditions in DRI Decision, as modified herein, required to have been satisfied prior to the issuance of a Preliminary Certificate of Compliance have been satisfied, and that the Project is in compliance with the DRI Decision, as modified herein.

GC6a. If the Project, as modified herein, is proposed in phases (e.g. phased build-out of units of the second floor of the existing building; construction of the new site building), the Commission may issue separate Certificates of Compliance for different phases or portions of the Project as it progresses or is completed.

GC7. Prior to issuance of a Preliminary Certificate of Compliance by the Commission, the Applicant shall obtain all necessary discretionary municipal permits, licenses and approvals for the Project as modified herein, including but not limited to a site plan approval, and provide to the Commission a copy of such approvals, in addition to copies of any necessary state or federal licenses, permits or approvals.

GC8. Prior to issuance of the Preliminary Certificate of Compliance by the Commission for the Project as modified herein, the Applicant shall submit final project plans as approved by state, federal, and local authorities for review by Commission staff who shall determine their consistency with this decision. If Commission staff determines that the final plans are not consistent with those Project plans approved, referenced and incorporated in the DRI decision herein, the Commission shall require that the Applicant seek a further modification to the DRI decision in accordance with the "*Modification*" section of the Commission's *Enabling Regulations* in effect at the time the modification is sought.

GC8. Prior to the issuance of the Preliminary Certificate of Compliance by the Commission (or in the event that the Project is phased, prior to issuance of the first Preliminary Certificate of Compliance requested), the Applicant shall record a copy of this decision with the Barnstable Registry of Deeds, and provide a recorded copy to the Commission. This decision shall not be effective until a copy of the same has been so recorded.

GC9. Prior to issuance of any Preliminary Certificate of Compliance, the Applicant shall provide written proof to the Commission that a copy of this decision has been received by the Project general contractor(s).

GC10. Prior to issuance of the Certificate of Use and Occupancy by the Town for the Project as modified herein, or for any phase or portion thereof, the Applicant shall obtain a Final Certificate of Compliance from the Commission that evidences that all conditions in the DRI decision as modified herein required to have been satisfied prior to issuance of a Final Certificate of Compliance have been satisfied and that the Project is in compliance with the DRI decision, as modified herein.

GC11. Commission staff will undertake a review of the Project's compliance with the DRI Decision, as modified herein, upon the Applicant's request to the Commission for issuance of any Preliminary or Final Certificate of Compliance. At the time the Applicant requests such a certificate, it shall provide to Commission staff a list of key project contact(s), along with their telephone numbers, mailing addresses, and email addresses, in the event questions arise during the Commission's compliance review. As part of its compliance review, Commission staff may make, and the Applicant hereby authorizes, a site inspection, as needed, at reasonable times and upon reasonable notice to the Applicant. Upon review, the Commission shall either prepare and issue the requested Certificate, or inform the Applicant in writing of any compliance deficiencies and the remedial action required for the issuance of the requested Certificate.

RPP WATER RESOURCES CONDITIONS

WRC1. The Applicant shall pay to the Commission, to hold on behalf of the town, an \$82,000 monetary offset for its nitrogen load to the impaired Back River watershed, which, after receipt, the town may request from the Commission to use for nitrogen reduction initiatives in the watershed. If the Project as modified herein is undertaken in phases, the \$82,000 may be paid in separate payments, such individual payment to be made prior to issuance of a Final Certificate of Compliance for the particular phase, at a rate of \$7.45/ sq ft of floor area associated with the phase. (There is a total of approximately 11,000 sq ft of new occupiable space authorized in this decision).

WRC2. Prior to the issuance of the Preliminary Certificate of Compliance (or in the event that the Project is phased, prior to issuance of the first Preliminary Certificate of Compliance requested), the Applicant shall submit to Commission staff for review and approval an Operation, Maintenance and Compliance Agreement (OMCA) by and between the Applicant, the Commission and the Town of Bourne. The OMCA shall limit total wastewater design flow to no more than 1, 862 gpd, which flow is consistent with the proposed schedule of uses for the project listed on the Project's Site & Septic Plan revised on December 1, 2015, and a nitrogen effluent limit of 19ppm-N. The OMCA shall also contain a provision, among other remedies, requiring the Applicant to make an off-set payment of up to an additional \$24,000 in the event that the system is not performing regularly at a treatment efficiency of 19 ppm or lower. Prior to

issuance of the Final Certificate of Compliance (or in the event that the Project is phased, prior to issuance of the first Final Certificate of Compliance requested), the Applicant shall provide to the Commission for signature a copy of the OMCA, as reviewed and approved by Commission staff, signed by the Town's Board of Health and the Applicant, and after full execution, record the OMCA and provide a recorded copy to the Commission.

RPP TRANSPORTATION CONDITIONS

TC1. Prior to issuance of the Preliminary Certificate of Compliance (or in the event that the Project is phased, prior to issuance of the first Preliminary Certificate of Compliance requested), the Applicant shall paint fog lines along Paesano Way, correct the stop sign at the intersection with Waterhouse Road to comply with MUTCD standards, and paint a stop bar at the intersection of Waterhouse Road. The Applicant shall thereafter maintain such safety features on-site.

TC2. The Applicant shall construct an interconnection on the Project Site to the northerly property, as depicted on its Conceptual Site Plan, which construction shall occur prior to issuance of the Final Certificate of Compliance (or in the event that the Project is phased, prior to issuance of the first Final Certificate of Compliance requested). In the alternative, prior to issuance of the Final Certificate of Compliance (or in the event that the Project is phased, prior to issuance of the first Final Certificate of Compliance requested), the Applicant shall provide the Commission with a draft vehicular access easement in and over the interconnection on the Project Site and Paesano Way, naming the northerly property owner as the grantee; and provide evidence that the northerly property owner has received a copy of such draft easement and a copy of this decision.

TC3. The Applicant shall maintain Paesano Way in good order and keep it open and accessible to the travelling public, in and over its entire length and width, and in a condition and manner similar to that of public ways in the town serving commercial properties.

TC4. The Applicant shall grant vehicular access easement rights to the Town of Bourne in and over the entire length and width of the constructed drive known as Paesano Way, should the Town express a desire to accept such grant.

TC5. The Applicant shall grant vehicular access easement rights to the northerly property owner in and over the entire length and width of the interconnection to the northerly property and Paesano Way, should the owner express a desire to accept such grant.

TC6. When fully constructed, the Applicant shall maintain the portion of the interconnection on the Project Site in good order, and in a condition and manner that allows open vehicular access to the northerly property. Commission jurisdiction under the DRI decision shall neither extend to the northerly property by virtue of construction and use of the interconnection, nor by the grant and acceptance of easement rights in and over the interconnection and Paesano Way.

RPP COMMUNITY CHARACTER CONDITIONS

CCC1. The Applicant shall install and thereafter maintain the site landscaping, consistent with its submitted planting plan approved herein. The approved landscaping shall be installed prior to issuance of the Final Certificate of Compliance (or in the event that the Project is phased, prior to issuance of the first Final Certificate of Compliance requested). If the work authorized herein is phased, installation of portions of the landscaping that would, in the determination of Commission staff, be impacted by construction of the new site building, associated parking or drainage shall be installed after the new site building, associated parking or drainage is completed, but in any event prior to issuance of a Final Certificate of Compliance associated with the new building. In any event, all approved site landscaping shall be installed prior to issuance of a Final Certificate of Compliance that includes the new site building.

CCC2. Prior to issuance of the Preliminary Certificate of Compliance (or in the event that the Project is phased, prior to issuance of the first Preliminary Certificate of Compliance requested), the Applicant shall provide to Commission staff for review and approval a draft landscape maintenance agreement for the approved site landscaping covering a minimum three growing seasons after installation. The provisions in the landscape maintenance agreement shall be consistent with Community Character Findings herein as well as applicable Community Character MPS from the RPP, including but not limited to: a commitment not to install/maintain managed turf; water conservation provisions; replacement provisions for dead or diseased plantings; and integrated pest management. Prior to issuance of the Final Certificate of Compliance (or in the event that the Project is phased, prior to issuance of the first Final Certificate of Compliance requested), the Applicant shall provide a signed copy of the landscape maintenance agreement, as reviewed and approved by Commission staff, to the Commission and thereafter implement such agreement.

CCC3. The plans of the work approved herein do not depict any new lighting or signage, including for the new building and associated parking; no new lighting or signage is proposed as part of this modification. If any new lighting or signage is proposed in the future, the Applicant shall provide lighting and signage plans and specifications to the Commission for review and approval, including a determination of their consistency with the RPP's applicable community character standards and guidance in the Commission's Lighting Technical Bulletin.

Signature page follows

SIGNATURES

Executed this 17th day of March, 2016.

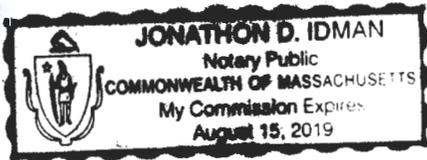
Royden Richardson
Signature

Royden Richardson, Chair, Committee on Planning & Regulation (CPR)
Print Name and Title

COMMONWEALTH OF MASSACHUSETTS

Barnstable, ss March 17, 2016

Before me, the undersigned notary public, personally appeared Royden Richardson, in his/her capacity as Chair of the CPR of the Cape Cod Commission, whose name is signed on the preceding document, and such person acknowledged to me that he/she signed such document voluntarily for its stated purpose. The identity of such person was proved to me through satisfactory evidence of identification, which was [] photographic identification with signature issued by a federal or state governmental agency, [] oath or affirmation of a credible witness, or [] personal knowledge of the undersigned.



SEAL

[Signature]
Notary Public
My Commission Expires: