

PROJECT TEAM

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31-ACRE WORKING GROUP

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INTRODUCTION

BACKGROUND

The Town of Falmouth (Town) requested assistance from the Cape Cod Commission (Commission) to help facilitate ongoing discussions about future use of a 31-acre property located on Route 151 (Nathan Ellis Highway) in North Falmouth. The project was sponsored by the Falmouth Board of Selectmen that was seeking guidance on the economic development opportunities at the site and the viability of alternate land use proposals.

The viability of future use of the 31-acre site is related to the long-term vision for the surrounding area and its relationship to surrounding uses both now and in the future. The Town has a vital interest in the future development of this site, retaining a right of first refusal for any future disposition of this property. With this in mind, the project was intended to help establish community consensus on options for the 31-acre site.

PROJECT SITE

The 31-acre property is currently owned by CLSV (Developer), with interior parcels owned by the Town and two private property owners. The property is zoned Agricultural, which permits residential and agricultural uses as well as a limited number of non-residential uses by Special Permit. Seven acres are zoned "Senior Care Retirement District," which allows multi-family assisted living units and related accessory uses. The property is currently wooded and located near the intersection of Route 151 and the ramps to Route 28.

WORKING GROUP GOALS

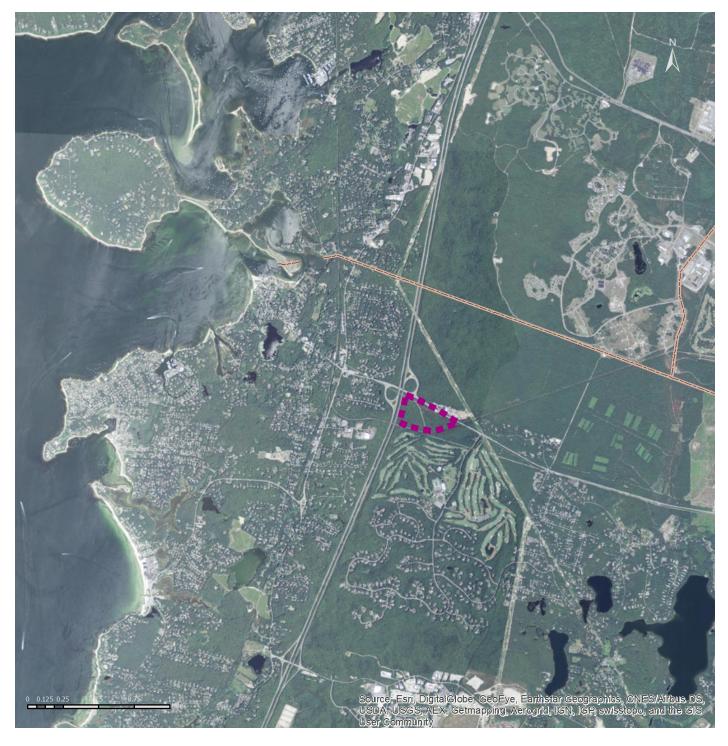
The Town created an informal working group (Working Group) consisting of representatives of the EDIC, Office of the Town Manager, the Board of Selectmen, and the Falmouth Town Planner. The group identified public and private goals for this site as follows:

Public Goals

The Town's goal is to promote a healthy sustainable economy attractive to all age groups but particularly to young families. The goal for this property is to create a regional/local amenity for the use of the residents of Falmouth and attractive to visitors. The Planning Board has discussed how to create an environment where the concept of an "Olympic Village" can be successful, bringing youth soccer, hockey (tournament overnight stays), lacrosse, basketball and aquatics together to provide year round activities for all age groups. The Town envisions a relationship with Cape Cod Healthcare to provide space for wellness and therapy programs. Accessory uses will include related accommodations, commercial and retail support.

Private Goals

CLSV's goal is to work with the Town of Falmouth to create a development climate to attract private investment opportunities on 31 acres of land strategically located at the intersection of Route 151 and Route 28. The owners envision a mix of uses including commercial, recreation and residential uses which could include, as the market determines is feasible, short term accommodations (hotel), retail, and/or rental housing.



CAPE COD COMMISSION SCOPE OF WORK

The Town requested the Commission's assistance as follows:

- Develop and lead a series of workshops and facilitate discussion among stakeholders and citizens at those workshops on the vision for the 31-acre site;
- Gather and review relevant information (such as information on existing infrastructure (traffic counts, safety, wastewater treatment options) and existing land use) for the consideration of the workshop participants;
- Complete a survey of community members on potential land use alternatives;
- Using scenario planning tools and, to provide the Town with estimates of private sector return on investment and site development considerations for the preferred land use alternative;
- Provide visualizations of the preferred alternative

STUDY AREA

Commission staff prepared an initial study area map that the Working Group reviewed at the project initiation meeting. The Working Group requested that the study area consist of an approximately 1-mile radius around the 31-acre site, including the village of North Falmouth located just west of the Route 28/ Route 151 interchange. The general study area defined the limits of the Commission's analysis and provided a context for comparison to the project site.

FIGURE 2. MAP OF SITE AND STUDY AREA AS AGREED TO BY WORKING GROUP



THE SITE AND SURROUNDING CONTEXT

PROJECT SITE

The project site consists of 31 acres of undeveloped land located at the intersection of Route 151 and MacArthur Boulevard (Route 28) in Falmouth, MA.

The site has considerable topographic relief ranging from 154' to 38' above sea level, with the high point located at Route 151 sloping down to an existing rail line along the southern property line. Utility lines and an approximately 50' wide EverSource utility easement bisect the site from southeast to northwest. Route 151 forms the eastern boundary to the site, while the site is bounded to the west by Route 28.

The site is located within a Marine Recharge Area under the Regional Policy Plan and within the Coastal Ponds Overlay district under the Falmouth zoning bylaws. The site appears to be vegetated primarily with a mix of Pitch Pines and Scrub Oak. No wetlands are located on the property. The site is also mapped for rare species habitat according to the Massachusetts Natural Heritage and Endangered Species program (NHESP). A natural resources inventory has not yet been conducted on the site.

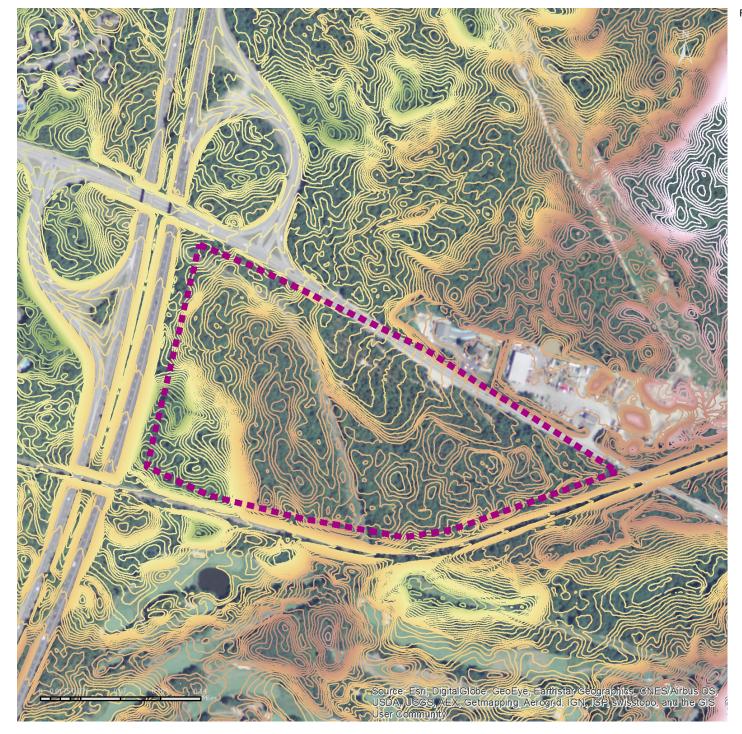
The Crane Wildlife Management Area is located to the north, with golf courses and protected open space/habitat located to the south.

SITE DEVELOPMENT CONTEXT

According to a Growth and Development Policy Statement issued by the Falmouth Planning Board, the town's policy towards growth and development along Nathan Ellis Highway (Route 151) since 1980 has been to limit development and restrict curb cuts, in order to create a high speed "thru" road from Bourne to Mashpee. A summary of this chronology is as follows:

At the April 1980 town meeting, Article 28 rezoned all the land in Hatchville, including the land abutting Route 151, from Agricultural A to Agricultural AA. The result of this Article was to cut in half the allowable density in this area while at the same time increasing frontage and lot width requirements. At the April 1981 town meeting, Article 88, all land zoned Light Industrial A along Route 151 was rezoned to Agricultural AA. This resulted in a reduction in density from six (6) units per acre to one (1) unit for each two (2) acres, a twelve-fold decrease.

June 1985 special town meeting Article 17 created the Route 151 Moratorium to allow the Planning Board time to develop recommendations for road widening, increased setbacks and coordinated curb cuts along the corridor. Town Meeting subsequently approved increases in frontage and setbacks and decreases in density to support the town's policy concerning the corridor. Town Meeting consistently voted down density increases, three times in the 1980s and again in April 2005, November 2006, and April 2007. The town and Federal and State governments spent funds to design and construct roadway improvements along the corridor, with over \$3.3 million spent preserving open space along the Route 151 corridor





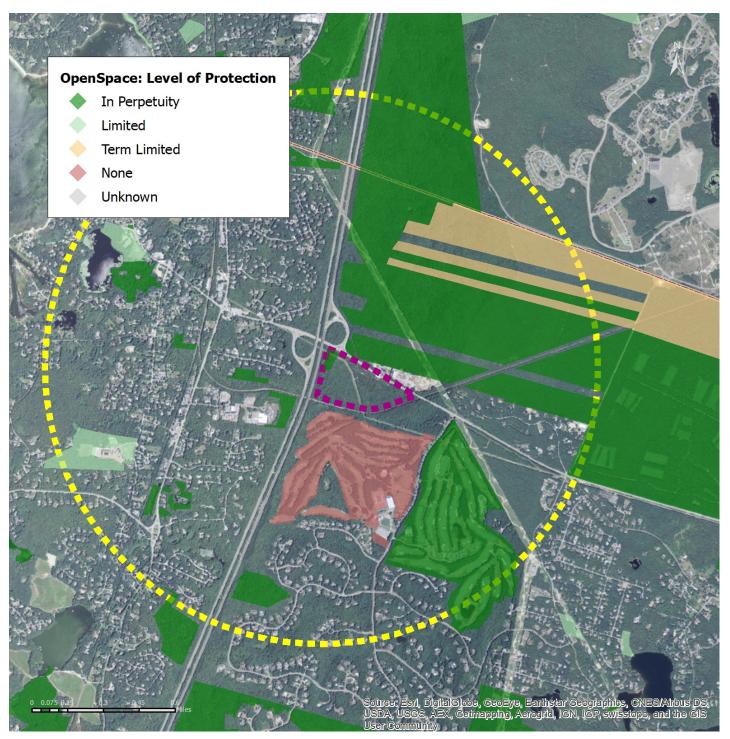


FIGURE 4. SITE CONTEXT (PREVIOUS PAGE)

FIGURE 5. SITE AND SURROUNDING CONTEXT WITH OPEN SPACE AREAS (THIS PAGE)

EXISTING ZONING

The following zoning districts apply to the project site:

Agricultural A & AA Districts

The majority of the site is zoned Agriculture AA. Permitted community service uses include single-family residential use, churches, schools, libraries, museums, agricultural research institutions, group day care, parks, playgrounds, water towers, reservoirs, fire stations, beaches, watershed, Town forests, municipal recreation buildings, passenger stations, Town landings, farms, and accessory uses. Other permitted principal uses include: agriculture, horticulture, and floriculture. On lots of two acres or more, nurseries are allowed.

The following uses are allowed by Special Permit from the Board of Appeals in the Agricultural District:

- Commercial accommodations subject to Article XXVII
- Private clubs conducted not for profit
- Television/radio antennas exceeding 50 feet above ground level
- Telephone exchange, provided there is no service yard or garage
- Airport or landing strip or pad
- Research and philanthropic institutions
- Boat storage subject to several standards
- One accessory apartment within a single-family dwelling
- Golf courses
- Contractor's yard subject to several requirements
- Commercial nursery if not in Water Resource Overlay District
- Wind energy systems subject to Article XXXIV

Senior Care Retirement District

Of the 31-acre site, 7 acres is zoned as a Senior Care Retirement District (SCRD). Allowed uses in the SCRD consist of the following:

- single-family detached houses
- public or nonprofit housing for the elderly subject to the requirements of Section 240-164
- medical clinics, medical and allied health offices
- bank, professional offices
- Class 1 or Class II restaurant

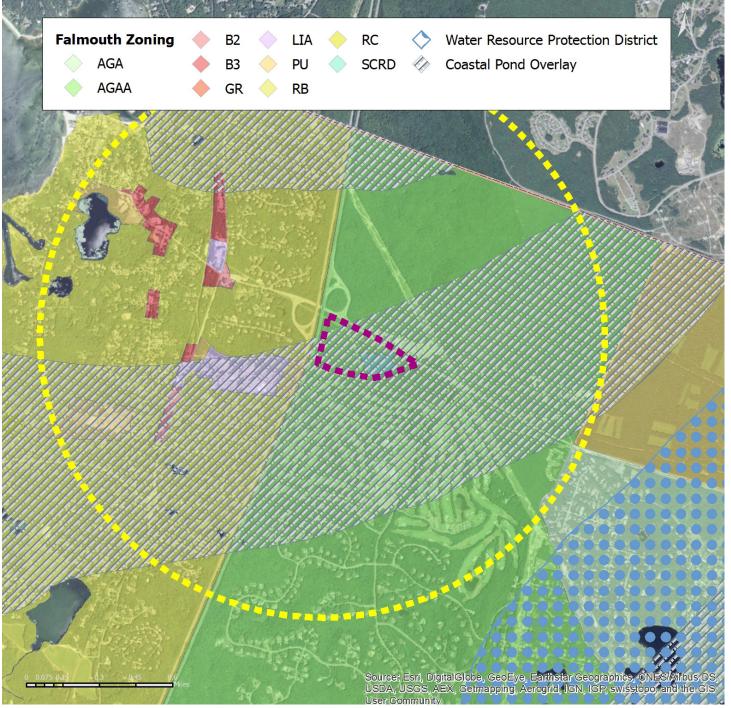
The following uses are allowed by special permit from the Planning Board in the SCRD under several standards and requirements, including:

- One or more residential buildings with living units providing residences for persons 62 years of age or older, including common areas and community dining facilities and personal services; independent living units.
- SCRC shall have a minimum total area of 15 acres and lot frontage of 100 feet with active uses in the SCRC area. At least 65% of the area must be set aside as open space. Up to one-third or 5 acres may be off-site. Maximum 35' height limit up to 45' at discretion of Planning Board
- Tertiary treatment of wastewater required
- No impacts on views or vistas
- Density bonus if 15% of units affordable

Coastal Pond Overlay District

As noted above, the project site is located in a Coastal Pond Overlay District under the Town of Falmouth zoning bylaw. Subdivisions of greater than five lots or greater than five acres and commercial development are subject to the requirements of the bylaw. The Coastal Pond Overlay District restricts allowable development density, requires high nitrogen removal performance of wastewater systems, as well as stormwater infrastructure to improve water quality.

FIGURE 6. EXISTING ZONING DISTRICTS AND SITE BOUNDARIES



RESOURCE OPPORTUNITIES AND CONSTRAINTS -

Commission staff reviewed relevant information on transportation, wastewater, open space and natural resources that affect the project site for consideration by the Working Group and workshop participants. A summary of staff findings is provided below.

TRANSPORTATION

The site's location on Route 151 and proximity to the Route 28 interchange offers convenient vehicular access. The site can also be accessed by transit using an existing Cape Cod Regional Transit Authority Route along Route 151. With improved connections, potentially along the railroad right-of-way to the south of the site, the site could be accessed by pedestrians or bicyclists from the nearby Shining Sea Bikeway. If the scale and nature of development in the area warranted it, the railroad right-of-way and existing rail infrastructure also presents potential future opportunities for freight and/or passenger connections.

Route 151 and the Route 28 interchange with Route 151 also present significant safety concerns. The high-speed, automobile focused design of Route 151 presents concerns for turning vehicles into/out of the site and a barrier to bicyclists and pedestrians in the area. The nearby Route 28 interchange is consistently ranked as one of the top crash locations on Cape Cod. Without safety improvements, additional vehicles through this intersection present significant safety concerns. Workshop participants expressed concern for safety at nearby driveways where delays are already experienced.

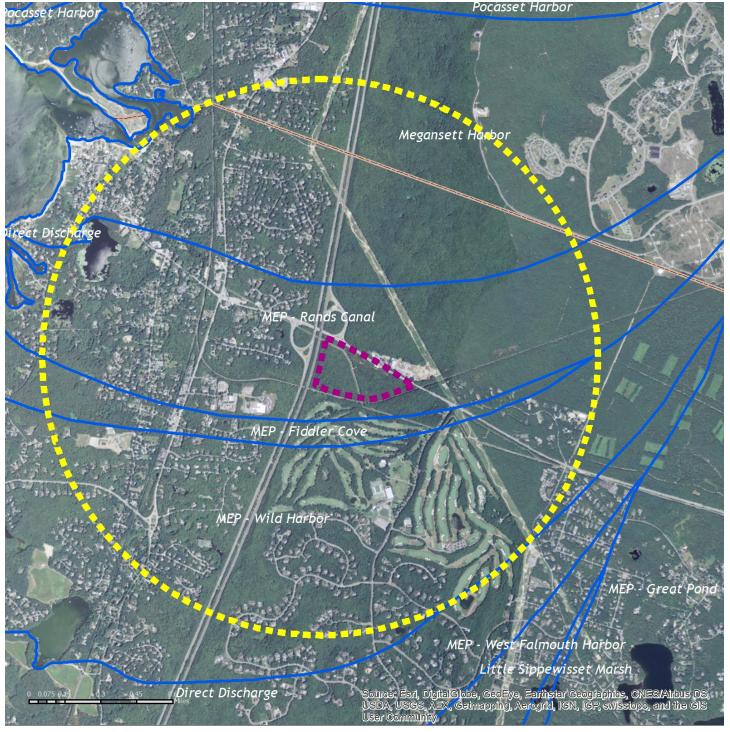
WATER RESOURCES

As noted previously, the project site is located within a Coastal Pond Overlay District under local bylaws. The Town's Coastal Pond Overlay district watershed delineations have not been updated since 2001. The bylaw designates certain areas as "High Quality Areas," "Stabilization Areas," and "Intensive Water Activity Areas". These watershed delineations impact how a certain area is treated under the overlay district (refer to \$240 – 100 "Restrictions").

Over the past decade, the Massachusetts Estuaries Project (MEP) has worked with the United States Geological Survey (USGS) to refine watershed delineations on Cape Cod by taking into account advances in computing and information obtained from well installations, stream flow measurements, and water level monitoring. Revised watershed delineations are results of updated groundwater flow model results and represent the best available knowledge of Cape Cod recharge areas to date. The Massachusetts Department of Environmental Protection (MassDEP) and the Environmental Protection Agency (EPA) have used these updated delineations in establishing nitrogen TMDLs on Cape Cod and the Cape Cod Commission has used the updated delineations in 208 Plan scenario planning.

Under the Coastal Ponds Overlay District, the Olympic Village site is partially located within the Wild Harbor River recharge area, designated as a "Stabilization Area" under the bylaw. According to the revised MEP delineations, however, the site lies entirely within the Rands Canal embayment system. According to the bylaw, the "Rands Canal" is considered a "High Quality Area" requiring stricter protections than that of a "Stabilization Area."

FIGURE 7. PROJECT SITE AND MARINE WATER RECHARGE AREAS



Requirements of "High Quality Areas" include the following:

- Reductions in the number of units, bedrooms, rooms or leasable square footage of a building; reduction of the number of lots in a subdivision.
- Improvements to area road drainage, pond circulation and other physical conditions within and around the affected water body.
- An advanced septic system that has been certified by Massachusetts
 Department of Environmental Protection (Mass. DEP) for general,
 provisional or, if approved by the Board of Health, pilot use for nitrogen
 reduction.
- Use of shared treatment facilities
- Nitrogen discharge limits

Any development on the Olympic Village site would likely be subject to RPP minimum performance standards under the following water resources goals: General Aquifer Protection, Drinking Water Quality and Quantity, Marine Water Embayments and Estuaries, Public and Private Wastewater Treatment Facilities, and Stormwater Quality. Most notably, because the site is located within Rand's Harbor, a nitrogen impaired marine water recharge area, the site is would be subject to a strict nitrogen loading standard under the RPP. In order to meet the low nitrogen loading requirement, any development would likely need to include a wastewater treatment plant and/or would need to provide a nitrogen offset contribution. Applicable standards regarding wastewater treatment facilities would require tertiary treatment, among others. Additionally, because the site is located in a Potential Public Water Supply Area according to the RPP, the developer would need to consult with the Water District in order to relinquish any potential development restriction on the site. Applicable stormwater standards for any development would also apply, requiring the developer to minimize impervious surfaces and using bioinfiltration to treat the first inch of runoff.

NATURAL RESOURCES & OPEN SPACE

The site is mapped for rare species habitat, according to the Natural Heritage and Endangered Species Program (NHESP) and as Significant Natural Resources Area under the Regional Policy Plan (RPP). Under the RPP, a project proponent is required to provide a 2:1 open space to developed area ratio as protected open space, or approximately 20 acres on this site. CLSV is encouraged to seek information about the type of species habitat for which the site is mapped by filing an Information Request with the NHESP. This information may assist with project planning in advance of filing project plans with NHESP for review under the Massachusetts Endangered Species Act – required prior to any development activity on the site.

The site is not mapped for wetlands or Prime Farmland Soils, which would limit development under the RPP. Properties north and south of the site remain largely undeveloped, providing opportunities to maintain connections with the Crane Wildlife Management Area to the north, and the golf courses and protected open space/habitat areas to the south and south-east.

PUBLIC OUTREACH

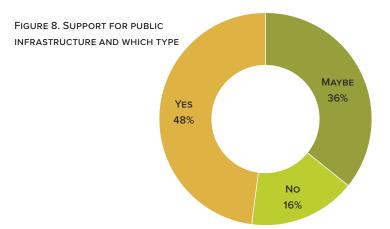
COMMUNITY POLL

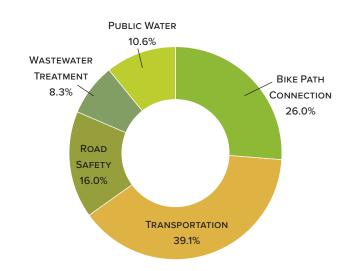
In the early stages of the visioning process, the Commission created an opinion poll to gauge community support for different types of development at the 31-acre site. The Working Group reviewed draft polling questions prior to the poll's distribution and questions were modified based on comments received from the Working Group.

The opinion poll was released on August 5, 2015 for a period of 30 days. The Town distributed the poll to all Town Meeting representatives via email as well as attendees of the first workshop via email. The poll was also made available on the Town's website, with availability of the poll announced in the local newspaper and through social media. A total of 389 residents responded to the poll.

While the poll was not distributed to a random sample of Falmouth property owners and therefore was a non-scientific opinion poll, of those who responded, 89% indicated strong support for outdoor recreational uses on this property and 69% supported a zoning change to allow indoor sports facilities. The majority of respondents were very concerned with potential negative impact of development on the site, specifically pedestrian, bike, and driver safety, wildlife protection, and the need for water infrastructure. Many respondents (46%) supported using public funds to build the necessary infrastructure, particularly transportation infrastructure (auto and bike), to develop the property (see Figure 8).

Appendix 1 contains the complete results of the poll.





PLANNING WORKSHOPS

The Commission held three workshops to gather public comment from stakeholders, town officials and the general public on proposed alternatives for the 31-acre site.

At the first workshop held on July 29, 2015, Commission staff provided an overview of the project goals and role of the Commission in the project, site resources and surroundings, as well as opportunities and constraints posed by the site. Commission staff gathered initial input from participants about their vision for the site as well as any issues or concerns. Participants were invited to express their opinions about which uses they prefer through a dot exercise. A meeting summary is provided in Appendix 2.

At the second workshop held on September 9, 2015, Commission staff presented the results of the community poll and a range of possible land use alternatives based on desired uses identified in Workshop #1. At the request of the Working Group, options explored for the site at a conceptual level included those that would retain all of the required open space on-site, as well as a few options that would require some off-site open space. At the request of the Working Group, all options explored by Commission staff included a mix of uses, recognizing that most of these uses were not currently allowed under existing zoning.

Commission staff also provided an analysis of potential impacts under the Regional Policy Plan for various proposed uses of the site. Workshop participants were invited to create a conceptual layout for the site using colored note cards illustrating representative building sizes and parking lots.

Three additional concepts were developed by participants at this workshop, which were later transferred by staff to concept level drawings and posted on the town's website. Concepts presented at this workshop as well as additional concepts completed by workshop participants are provided in Appendix 3. At the final workshop held on October 14, 2015, Commission staff presented a more refined conceptual plan for the site and visualizations for review by workshop participants. A meeting summary is provided in Appendix 2. After consideration of concepts generated during the three workshops, results of the opinion poll, and input received at the public workshops, the Working Group recommended that Commission staff prepare a final conceptual plan

for further feasibility analysis. The Working Group requested that this final conceptual plan include the following development program:

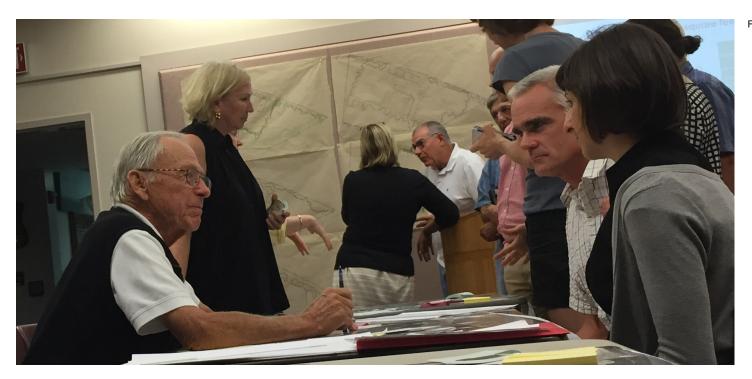
- 40,000 50,000 s.f. aquatics or indoor recreation facility
- Approximately 25,000 s.f. grocery/retail
- Approximately 25,000 s.f. additional retail with workforce housing above shops

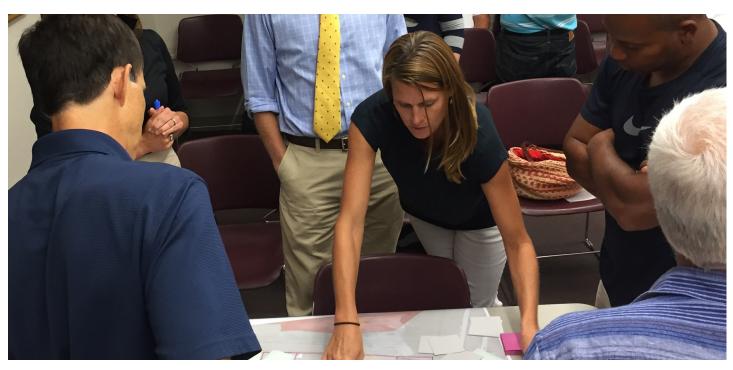
The Working Group requested that the refined concept retain a wildlife corridor on site and as much open space as possible, including undisturbed buffers to Route 151.

Based on this direction from the Working Group, staff prepared a final conceptual plan and visualizations for consideration by workshop participants consisting of the following development components:

- 18,500 square feet (s.f.) grocery/retail
- 11,200 s.f. retail with ten two-bedroom apartments above (workforce housing)
- 11,500 s.f. retail with ten two-bedroom apartments above (workforce housing)
- 42,500 s.f. aquatics center or indoor recreation
- A multi-purpose outdoor recreation field
- Two access points onto Route 151 (one full access, one right-turn-in/right-turn-out only)
- A connection to a potential future multi-use trail along the rail right-ofway
- Approximately 400 parking spaces including residential tuck-under spaces, on-street parking, and parking lot spaces
- A wildlife corridor on the western portion of the site
- Approximately 20 acres of open space provided on-site

The refined concept plan also retains wooded buffers along Route 151 as suggested by workshop participants.





DEVELOPMENT TYPE	TYPICAL DEVELOPMENT SIZE	WASTEWATER GENERATED BY FACILITY
AQUATICS/FITNESS FACILITY	40,000 s.f 50,000 s.f.	20,000 gpd - 25,000 gpd ^A (Assumes 50 gal/100 sq ft design flow for "Sports Centers - Fitness, exercise, karate or dance center")
PROTECTED OPEN SPACE	N/A	N/A
BASEBALL STADIUM *SINGLE-USE FACILITY	1200 s.f./unit Major League Baseball (MLB) recommends that affiliated minor league teams construct stadiums with a minimum capacity of 4,000 for A, 6,000 for AA and 10,000 for AAA (Source: http://pages.towson.edu/trhoads/Stadium%20Capacity%20Working%20Paper.pdf)	20,000 gpd - 50,000 gpd ^A (Assumes 5 gal/seat design flow for "Stadiums")
SUPERMARKET/GROCERY *ACCESSORY TO OTHER USES (WINDFALL MARKET)	38,000 s.f. (Whole Foods - could require 5 acres with parking/stormwater) - 65,000 s.f. (Stop & Shop - could require 11 acres with parking/stormwater management)	3,686 gpd - 6, 305 gpd ^B (Assumes 97 gpd/1000 sq. ft design flow)
COMMERCIAL ACCOMMODATIONS (HOTEL)	20-120 units; 25,000 s.f 150,000 s.f. devel. Footprint (assume development footprint of 10 acres)	2,400 gpd - 21,000 gpd ^A Low: Assumes 20 rooms at 120 gal/room (rooms without in-room cooking facilities) High: Assumes 120 rooms at 175 gal/room (rooms with in-room cooking facilities)
RESTAURANT(S) *ACCESSORY TO OTHER USES	5,000 - 8,000 s.f.	1,400 gpd - 2,400 gpd ^A (Assumes Full Service Restaurant at 40 gal/seat. Assumed 35 - 60 seats based on Transpo parking estimates)
INDOOR/OUTDOOR MULTI-SPORT FIELDS	Depends on # of fields - North Campus Recreation Field (RIMAC Field) • 330 yards x 170 yards, approx. 12 acres • 3,000 capacity for concerts • Santa Ana grass • 5 full-sized soccer fields • 6 softball fields • Cement bleacher seating for 800 • Regulation size softball field with portable fence, batting cage, and bullpen mound with bleacher seating for approx. 200 • Home to UC San Diego's men's and women's soccer teams, women's softball, and the annual AS Sungod Festival field concert	"Parks with restroom facilities" = 325 gpd/plumbing fixture"
WORKFORCE HOUSING	1200 s.f./unit	220 gpd/unit ^B (Assume 110 gpd/bedroom design flow for 2 bedrooms)
		Retail assumes 50 gpd/1000 sq ft; Office assumes 75

B - Source: 15A NCAC 02T .0114 (WASTEWATER DESIGN FLOW RATES, NORTH CAROLINA STATE LAW)

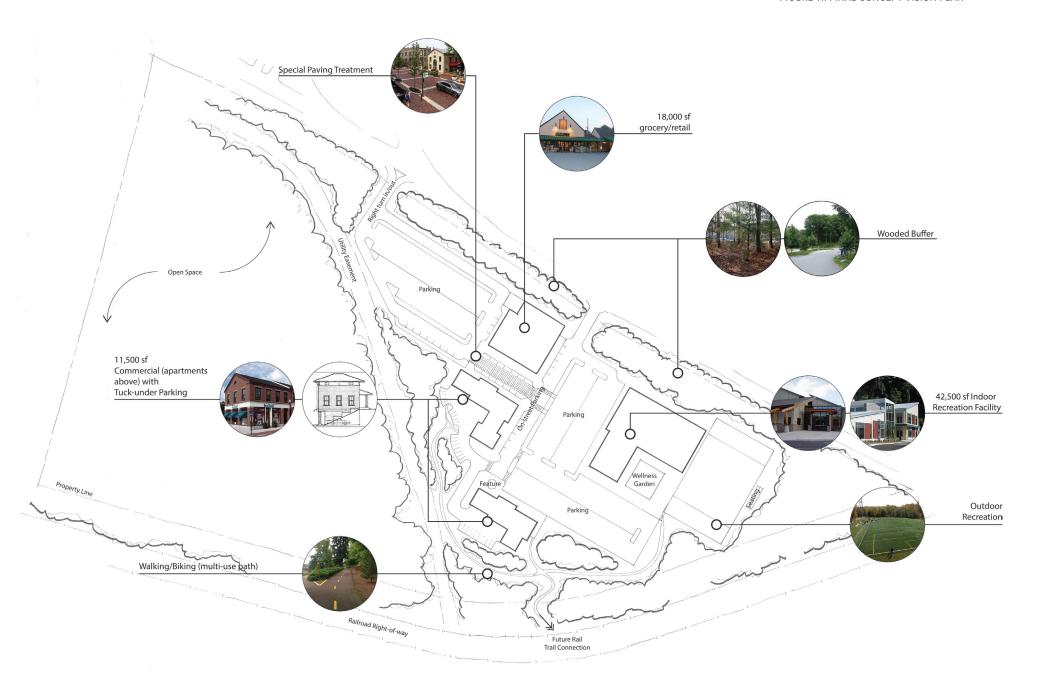




FIGURE 12. FINAL DEVELEOPMENT CONCEPT AND VISION (PREVIOUS PAGE)

FIGURE 13. SECTION OF FINAL DEVELOPMENT CONCEPT (BELOW)



FEASIBILITY ANALYSIS

LOCAL MARKET CONDITIONS

Falmouth Population and Demographics

According to the US Census Bureau's American Community Survey 5-Year sample through 2014, the Town has an estimated resident population of 31,576 people. Falmouth has 21,935 housing units, of which 33.2% (7,280) are seasonal. Based on the Cape Cod Commission 2008 Second Home-Owner Survey, the estimated summer resident population in Falmouth is around 31,000 people, resulting in a doubling of the population during the summer months.

The 2013 median resident household income is \$62,000 and the resident median age is 52 (State Median Age is 39). The population is highly educated with over 20% of residents holding a graduate or professional degree. Between 2016 and 2035, the population is projected to decline by around 14% in Falmouth and 11% on the Cape overall. The average wage paid by employers in Falmouth is approximately \$49,000 per year. The average home price is approximately \$380,000.

Regional Market Study

The Chesapeake Group was hired by the Cape Cod Commission in 2013 to complete a Cape-wide market study. The study concluded that in the future demand for goods and services would increase enough to support an additional two million square feet of retail space across the entire region over the next 25 years; this is about the equivalent of two Cape Cod Malls. In terms of office space, the study estimated that on Cape Cod as a whole, roughly 900,000 square feet of office space could be absorbed in the next ten years based on four assumptions:

- 1. A shift in some of the current employment activity of part-time residents to the area,
- 2. A shift in commuting by some part-time residents,
- 3. The conversion of some current visitors to the Cape to residents, and
- 4. The dispersal and expansion of essential medical services as the population continues to age.

The residents of Falmouth, according to the study, currently generate approximately \$756 million in sales, which supported 2.18 million square feet of commercial space in 2013. The sales and space are projected to increase to about 5% in 2033, supporting an addition 125,000 square feet (slightly more than a Super Stop & Shop).

Upper Cape Hotel Market Study

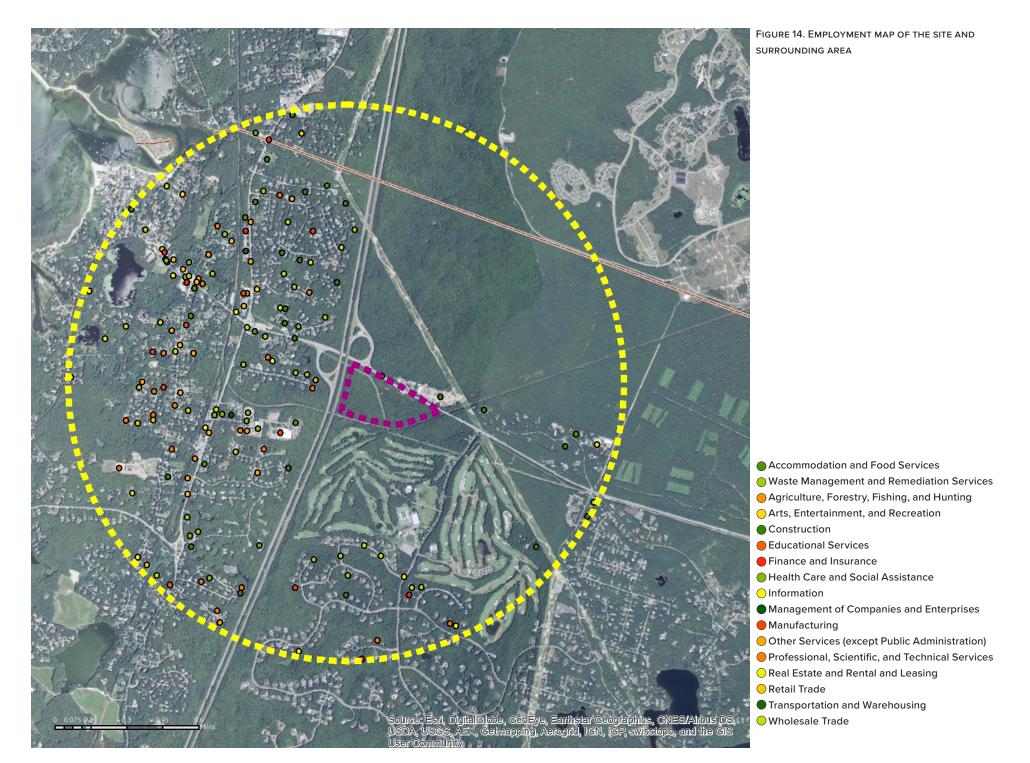
Pinnacle Advisory Group was retained by the Cape Cod Commission to analyze lodging demand for the Upper Cape. The consultants completed a complete inventory of existing accommodations on the Upper Cape, including occupancy and room rates for every season. The following is a summary of their findings.

There are 44 lodging accommodations in the Upper Cape with approximately 1,650 rooms. Twenty seven properties are located in Falmouth. The market is highly seasonal with a 60% difference in occupancy rates between peak-season and off-season. Room rates vary dramatically by property type and season. Many properties are closed in the off-season due to the lack of demand, high operating costs and difficulty finding year-round employees. Overall, the vast majority of demand for accommodations is from tourists, with almost no customers traveling on business.

Demand for lodging accommodations in the Upper Cape is considered to be stable and the market is considered mature. Without any new demand generators to draw people to the region, there is no growth in demand projected or corresponding need for new lodging options.

Business Activity in the Study Area

According to ESRI Business Analyst, just over 500,000 square feet of commercial space exists in the study area with 214 businesses in the study Area (46 are sole proprietors). Two of these businesses employ more than 20 people (91% of all businesses in Falmouth employ fewer than 20 people). Fifteen of these businesses are retail and ten are food service establishments. An estimated total of 647 people are employed in the study area.



FINANCIAL ANALYSIS

The Commission staff used a variety of baseline assumptions in order to conduct the financial analysis described in the scope, such as national data sources for construction costs (e.g. RS Means), Falmouth development bylaws, US Department of Energy, Census and online resources such as Zillow and loop net for information about rental/lease rates in the area. It should be noted that the proposed uses cannot be built under current zoning; therefore the analysis presented below represents a hypothetical situation based on the preferred concept plan.

To provide the Town with estimates of private sector return on investment for the preferred land use alternative, the Commission used a ROI (return on investment) model spreadsheet tool that is part of a suite of urban and regional planning tools called Envision Tomorrow™. The Envision Tomorrow™ tools can be used to model development feasibility on a site-by-site basis as well as create and evaluate multiple land use scenarios, test transportation plans, produce small-area plans, and model complex regional issues. For this project, the Commission staff calibrated the Envision Tomorrow™ ROI model spreadsheet tool using a wide variety of assumptions, such as local development costs, zoning requirements and achievable rents, in combination with national models for financing. The tool was then used to estimate the potential return on investment of the mix of building types and uses depicted in the final concept plan. The Commission staff shared the construction, development and financial assumptions used in the ROI spreadsheet with the current property owners to ensure that the inputs are within a reasonable range of those experienced by developers on the Cape. The key assumptions made for this project are presented in Table 2.

Using the final concept plan as a guide, the Commission created an ROI spreadsheet specific to each of the four major structures in the plan (grocery store, two mixed use buildings and the aquatics center). Physical characteristics for each proposed use was input into the ROI calculator, such as building height, square footage, parking configuration, use and unit sizes. In addition, basic information about land acquisition costs, estimated cost of wastewater infrastructure, and traffic mitigation estimates were entered into the model. For each building type, the ROI spreadsheet generates the potential Internal Rate of Return on Project Costs (IRR), as well as information about the density and net rentable area. The IRR is a good yardstick of the profitability and financial feasibility of a development. The IRR can be used to attract investment, and can be used by banks when considering whether

to offer financing. Desired IRR can vary greatly based on the goals of the investor, however, an IRR of between 7 and 12% can be considered a good target when establishing financial feasibility.¹

Table 3 provides the key physical inputs for each of the building types for reference. Table 4 shows the model outputs, including the resulting IRR. It is important to note that the model is intended to be a planning analysis tool and therefore does not substitute for a complete financial pro-forma. The Envision TomorrowTM tool also categorizes uses broadly, which in most cases is adequate for a typical analysis. However, the aquatics center is very specialized and its configuration uncertain; therefore, Commission staff emphasize that the model outputs for this use may have a significant margin of error.

Based on the assumptions and available financial information, Table 4 shows that the aquatics portion of the development is not financially feasible; although, as explained earlier, the unique nature of this use may be difficult to account for with this tool. Of the three remaining uses, a grocery store of this size would only break even based on the assumptions used, and the two mixed-use buildings would generate a very modest IRR (approx. 3%).

¹ Urban Land Institute (ULI), Foundation for Real Estate Development Professionals (http://uli.org/wp-content/uploads/ULI-Documents/RazakFundamentals.pdf)

TABLE 2. KEY INPUT ASSUMPTIONS (APPLIED TO EACH BUILDING TYPE)

	SIZE	CONSTRUCTION COSTS	RENT/LEASE	SURFACE PARKING	PARKING COSTS	PARKING SPACE SIZE	PROPERTY TAX RATE
RESIDENTIAL UNITS	1,000 sf	\$130/s.f.	\$1,650/month	2 spaces/unit	\$3,000,000/space	400 s.f.	8%
RETAIL	n/a	\$120/s.f.	\$18/s.f.	5 spaces/1,000 s.f.	\$3,000,000/space	400 s.f.	8%
AQUATICS	n/a	\$215/s.f.	\$14/s.f.	5 spaces/1,000 s.f.	\$3,000,000/space	400 s.f.	8%
GROCERY	n/a	\$120/s.f.	\$18/s.f.	5 spaces/1,000 s.f.	\$3,000,000/space	400 s.f.	8%
OFFICE	n/a	\$135/s.f.	\$20/s.f.	4 spaces/1,000 s.f.	\$3,000,000/space	400 s.f.	8%

TABLE 3. BUILDING INPUTS					TABLE 4. IRR RESULTS AND OTHER	OUTPUTS			
		BUILD	ING TYPE				BUILDII	NG TYPE	
	GROCERY	MIXED USE 1	MIXED USE 2	AQUATICS		GROCERY	MIXED USE 1	MIXED USE 2	AQUATICS
GROSS LOT AREA* (S.F.)	111,078	126,716	126,324	302,742	IRR	-0.30%	3%	2.80%	-15.8
GROSS BUILDING AREA (S.F.)	18,500	23,000	22,500	42,600	RESIDENTIAL UNITS	n/a	10	10	n/a
BUILDING HEIGHT (STORIES)	1	2	2	1.2**	LEASABLE SPACE (RESIDENTIAL) (S.F.)	n/a	9,775	9,562	n/a
USE MIX Residential (rental)	0%	50%	50%	0%	LEASABLE SPACE (NON-RESIDENTIAL) (S.F.)	15,725	9,775	9,562	36,210
Retail	100%	50%	50%	0%	PARKING SPACES	93	77	75	198
Office	0%	0%	0%	35%	FAR	0.17	0.18	0.18	0.14
Public/recreational	0%	0%	0%	65%					

Notes

^{*}GROSS LOT AREA INCLUDES SOME UNDISTURBED AREAS THAT ARE ASSUMED TO BE PART OF THE ON-SITE OPEN SPACE REQUIREMENT. THIS AREA, TOTALING APPROXIMATELY 5 ACRES, IS DISTRIBUTED AMONG EACH OF THE FOUR BUILDING TYPES IN VARYING PROPORTIONS.

^{**}AVERAGE NUMBER OF STORIES BASED ON PORTION OF THE BUILDING FOOTPRINT AT EITHER 1 OR 2 STORIES

GROCERY STORE/MARKET

BUILDING FORM

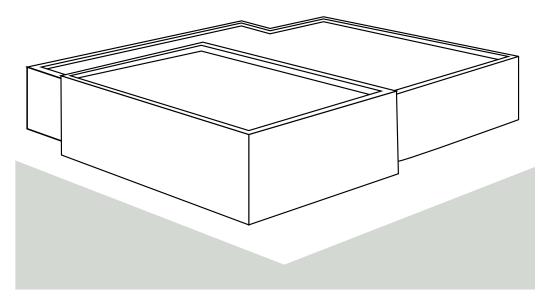
Gross Lot Area 111,078 s.f. / 2.55 acres

Building Footprint 18,500 s.f.

Parking Footprint 37,000 s.f.

Stories 1

FAR 0.17



PROGRAMMING

GROSS NET

Retail 18,500 s.f. 15,725 s.f. 20 employees

PARKING

Parking Total 93 spaces

Retail Parking 93 spaces



TWO STORY MIXED USE (MIXED USE 1)

BUILDING FORM

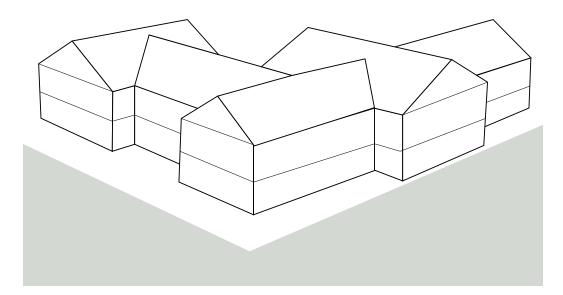
Gross Lot Area 126,716 s.f. / 2.91 acres

Building Footprint 11,500 s.f.

Parking Footprint 32,987 s.f.

Stories 2

FAR 0.18



PROGRAMMING

GROSS NET

Residential 11,500 s.f. 9,775 s.f. 12 units

Retail 11,500 s.f. 9,775 s.f. 12 employees

PARKING

Parking Total 82 spaces

Residential Parking 24 spaces

2 spaces per unit

Retail Parking 58 spaces



TWO STORY MIXED USE (MIXED USE 2)

BUILDING FORM

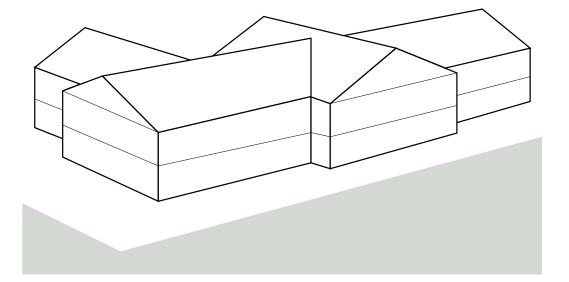
Gross Lot Area 126,324 s.f. / 2.90 acres

Building Footprint 11,250 s.f.

Parking Footprint 30,150 s.f.

Stories 2

FAR 0.18



PROGRAMMING

GROSS NET

Residential 11,250 s.f. 9,562 s.f. 10 units

Retail 11,250 s.f. 9,562 s.f. 12 employees

PARKING

Parking Total 76 spaces (tuck under)

Residential Parking 20 spaces

2 spaces per unit

Retail Parking 56 spaces



AQUATICS CENTER

BUILDING FORM

Gross Lot Area 302,742 s.f. / 6.95 acres

Building Footprint 35,500 s.f.

Parking Footprint 79,236 s.f.

Stories 1

FAR 0.14



GROSS NET

Office 14,910 s.f. 12,674 s.f. 39 employees

Recreational 27,690 s.f. 25,537 s.f. 37 employees

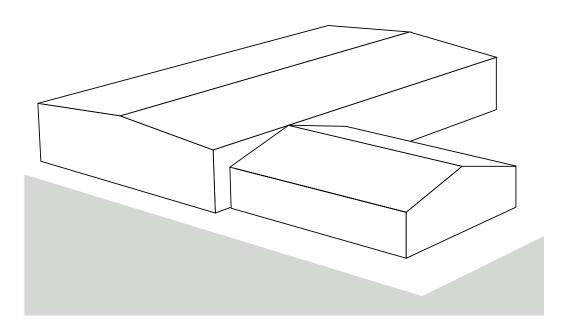
PARKING

Parking Total 198 spaces

Office Parking 60 spaces

4 spaces per 1,000 s.f.

Recreational Parking 138 spaces





Alternatives

Commission staff also used the ROI spreadsheets to explore alternative development mixes to explore whether an improved IRR could be achieved. Two alternative sets of assumptions were used to illustrate how zoning regulations in particular could affect the financial feasibility of a development proposal. These alternatives were focused on the grocery store and the two multi-use buildings. The parameters of each of these alternative scenarios were:

- 1. Reduced Parking. The baseline assumptions for the project assumed that Falmouth's parking requirements would apply to the project (Section §240-108). It should be noted that the town's bylaws allow for reduced parking, and requires less parking for residential uses with fewer than 2 bedrooms. However, to illustrate the financial effect of changes in parking on development, Commission staff assumed a reduced parking requirement that reflects a greater internal capture rate (which is the portion of trips associated with uses that stay totally within the development) as follows:
 - a. Residential Units, 1 space per unit
 - b. Retail, 1 space per 330 sf
 - c. Office, 1 space per 330 sf
- 2. Additional height and higher density. The residential density for the final concept plan included 20 units on the 31 acre property, which equals approximately 0.6 units per acre (which exceeds the 0.5 units/acre allowed under zoning). To show the effect of increasing the height and density, Commission staff assumed additional floors in the three buildings. A third floor of residential uses was assumed in both the mixed use buildings and an additional floor of office space was assumed above the grocery store. This scenario also assumed the same reduced parking requirements presented in the Reduced Parking scenario.

As the analysis indicates, development could be made more financially feasible, and therefore more attractive to developers, by adjusting some of the zoning requirements for parking and/or density. Having sufficient parking on-site is an important consideration for most non-residential uses, but having excess parking can negatively impact the profitability of the development.

Reduced parking requirements could have the effect of doubling the profitability of the mixed-use developments as less land is devoted to surface parking, and therefore more leasable space can be constructed on the same amount of land.

By building vertically and adding floors, and therefore increasing the leasable space on the property (either residential units, or commercial space), the IRR is increased further for these uses. Both mixed-use buildings show an IRR that is almost 200% higher than initially estimated, illustrating the importance to the development community of maximizing the use of available land.

TABLE 5. IRR FOR ALTERNATE BUILDING TYPES				
	BUILDING TYPE			
	GROCERY	MIXED USE 1	MIXED USE 2	
PARKING REDUCTION	2.20%	5.50%	5.40%	
INCREASED HEIGHT AND DENSITY	4.30%	7.40%	7.30%	

ENVIRONMENTAL CONSIDERATIONS

The concept plan would preserve 20 acres of open space on the project site, configured to be adjacent to the rail easement and undeveloped lands to the south and east. A corridor of protected land would also extend along the western side of the property to serve as a north/south wildlife corridor. This concept does not take into consideration natural resource constraints that may exist on the property once a proposal is filed with the Natural Heritage and Endangered Species Program (NHESP) and a natural resource assessment of the property is conducted. Project proponents are required to protect rare species habitat or unique natural resources that may be identified by the NHESP or through a habitat assessment.

Given the volume of traffic that is anticipated from the refined concept plan, and the volume and speed of traffic on Route 151, it is likely that a traffic signal or roundabout would be needed to safety accommodate site traffic.

TABLE 6. TRANSPORTATION ANALYSIS			
	PROPOSED DEVELOPMENT	ESTIMATED WEEKDAY DAILY TRIP GENERATION ¹	ESTIMATED PARKING SPACES REQUIRED ²
AQUATICS CENTER	42,500 s.f.	1,275	213
GROCERY/RETAIL	18,500 s.f.	1,850	74
RETAIL	22,700 s.f.	2,270	91
APARTMENTS (2 BEDROOM)	20 units	120	30
TOTAL		5,515	407

NOTES

BASED ON DEVELOPMENT CONCEPT FOR 10/14/15 PRESENTATION.

- 1. Based on the similar uses listed in the Institute of Transportation Engineering Trip Generation Manual where available. Aquatics Center 30 trips per KSF; Grocery/Retail and Retail 100 trips per KSF; Apartments 6 trips per unit.
- 2. Based on an interpretation of Town of Falmouth Parking regulations, actual requirements and/or demand may vary depending on specific uses. Aquatics Center 1 space per 200 SF; Grocery/Retail and Retail 1 space per 250 SF; Apartments 1.5 spaces per unit.

Installation of either a roundabout or signal would cost roughly \$1-3 million. Because the Olympic Village site is within an impaired embayment and the development will require greater than 10,000 gpd, a satellite system will be required. Approximate costs are:

- Construction Cost (2014 PV): \$1.765 M
- Annual O&M: \$201 K

References

Section 208 Areawide Water Quality Management Plan, Appendix 4B (Technologies Matrix)

 $\frac{https://sp.barnstablecounty.org/ccc/public/default.}{aspx?RootFolder=\%2Fccc\%2Fpublic\%2FDocuments\%2F2o8\%2o}\\Final\%2FAppendices\%2FChapter\%2o4\%2oAppendices%2FAppendix%2o}{4B&FolderCTID=oxo1200077CDF2B1F1A32247AC61B462B8770BB7&View=\%7}\\BA4406685-D679-4D71-8754-6778F9E523D9\%7D$

Comparisons of Costs for Wastewater Management Systems Applicable to Cape Cod

https://sp.barnstablecounty.org/ccc/public/Documents/208%20Draft/Chapter%20 3%20Appendices/Appendix%203B.pdf

TABLE 7	WASTEWATER	GENERATION

DEVELOPMENT	DEVELOPMENT SIZE	WASTEWATER FACILITY DESIGN FLOWS (GPD)
GROCERY ^A	18,500 s.f.	17,945
RETAIL COMMERCIAL ^A	(11,200+11,500)= 22,700 s.f.	1,135
APARTMENTS ^A	20 units	2,200
AQUATICS/FITNESS FACILTY ^B	42,500 s.f.	21,250
TOTAL		42,50

NOTES

- A SOURCE: 310CMR15 (WASTEWATER DESIGN FLOW RATES, MASSACHUSETTS STATE LAW)
- B SOURCE: 15A NCAC 02T .0114 (WASTEWATER DESIGN FLOW RATES, NORTH CAROLINA STATE LAW)

SUMMARY

Based on the feedback received during this RESET project, there appears to be public support for recreational and/or other uses at this site. However, the preferred mix of uses and amount of development illustrated in the concept plan does not appear to be financially viable for the developer. In particular, an aquatics/indoor recreation facility at this location resulted in a negative IRR and may not be supportable at this location. A stand-alone small grocery store also yields a very low IRR. Several factors contribute to these findings:

- The site's location in a Marine Water Recharge Area, Significant Natural Resources Area, and Rare and Endangered Species habitat are significant environmental constraints to development of the site;
- The lack of market demand and low achievable commercial rents result in a low Internal Rate of Return; the lack of population density in the immediate area to support retail and/or grocery use is also of concern;
- The project's location on Route 151, and the Route 28 interchange with Route 151, present significant safety concerns for turning vehicles into/ out of the site and a barrier to bicyclists and pedestrians in the area. Estimated traffic mitigation required at this location presents a significant cost that would need to be borne by the proponent and/or the Town to ensure safety for all users;
- Development of the site would require advanced wastewater treatment at significant cost due to its location in an impacted marine embayment and lack of existing wastewater infrastructure.

Despite these challenges, a different mix of uses at a somewhat higher density with reduced parking requirements could be viable at this location. In particular, increasing residential density and reducing parking requirements appears to result in a more favorable IRR. By increasing housing density, rents could be decreased to an affordable level while potentially supporting a modest amount of commercial development, resulting in less trip generation and therefore potentially less traffic mitigation.

Prior to further consideration of development options for the site, Commission staff recommends that a natural resources inventory be completed for the site and encourages CLSV to file an Information Request with the NHESP. Completion of the inventory and NHESP filing will assist in designing the site to ensure that the most sensitive areas are protected.

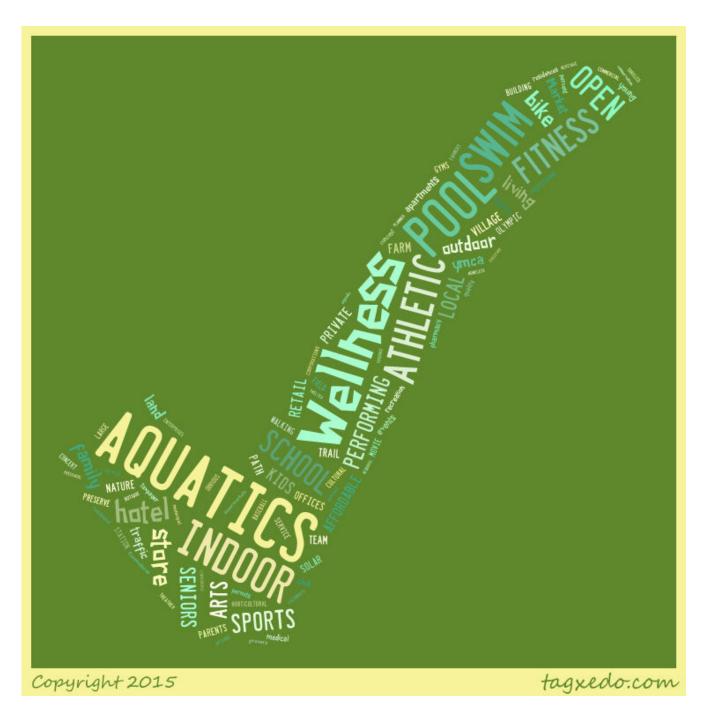
Staff also recommends the Town update the Coastal Pond Overlay District in accordance with MEP delineations to ensure that future development within the Town's Marine Water Recharge Areas conform with current water quality standards.

The ROI spreadsheet in Envision Tomorrow™ illustrates how changes to parking standards and/or density requirements can generate a greater return for the developer. The Town may wish to consider using the tool to explore mixed-use development options in village centers or downtown areas where the town desires to create walkable, mixed-use development.



APPENDIX 1

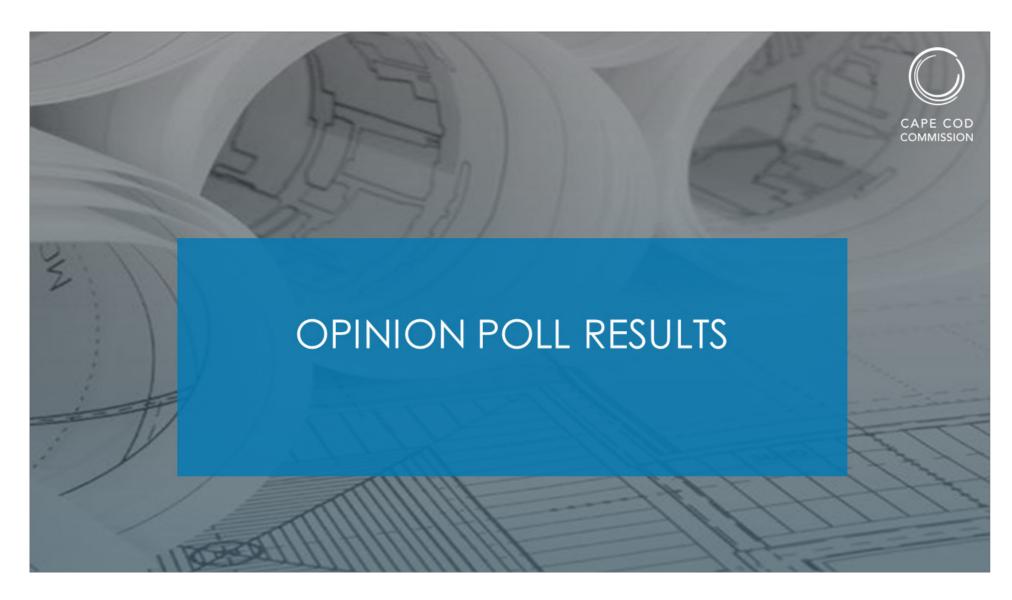
PUBLIC OPINION POLL RESULTS



USES STRONGLY SUPPORTED



SUMMARY | 37



OPINION POLL RESULTS AS PRESENTED DURING TEH PLANNING WORKSHOP

PURPOSE OF THE OPINION POLL



The purpose of the poll is to gauge community support for different types of development at this location early in the process.

Gather additional input on vision for the site and attitudes towards the kind of facility described in the Working Group goals at this location.

METHODOLOGY

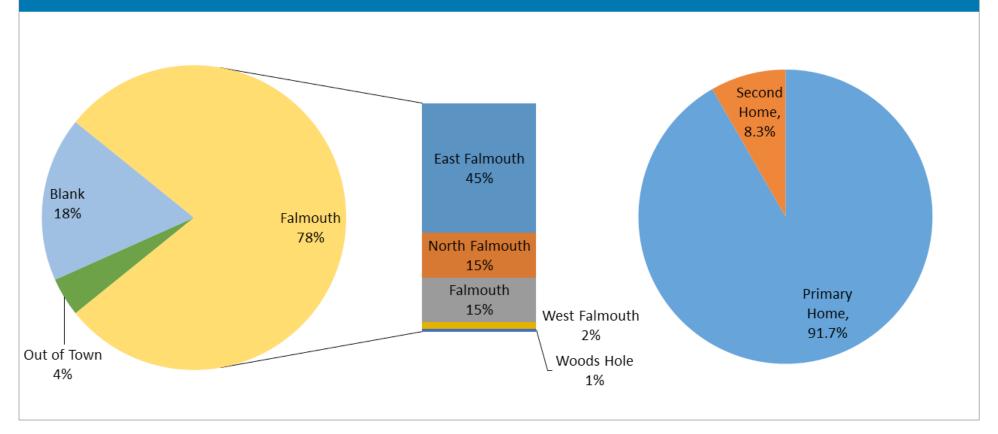


- Non-scientific on-line poll
- Drafted by the Cape Cod Commission and reviewed and approved by Town staff
- The Survey Monkey link was sent to all Town Meeting representatives, participants from the first workshop, and was posted on the Town website for this project.

The survey was not distributed to a random sample of Falmouth property owners and therefore does not fully reflect the views of the entire community

RESPONDENTS





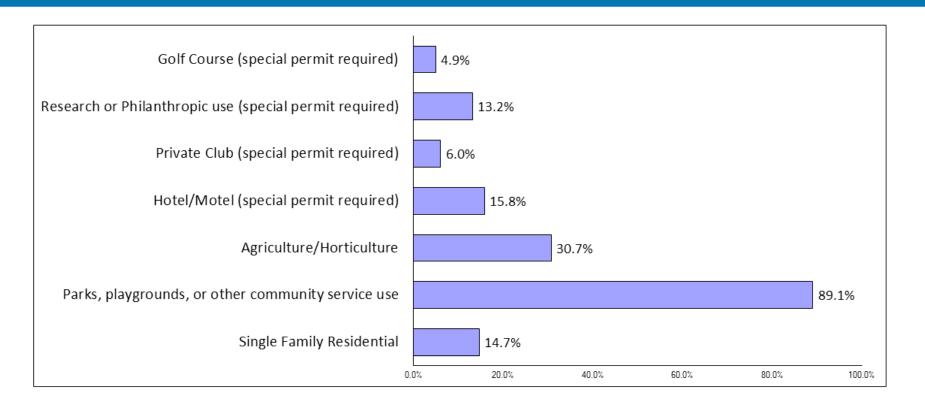
SUMMARY OF RESULTS



- Strong support for recreational uses on this property
- Majority of respondents were most concerned with the constraints to the development of this site
 - Specifically safety, wildlife protection, and need for infrastructure
- Many respondents support publicly funding infrastructure, particularly transportation infrastructure (auto and bike), to access the property

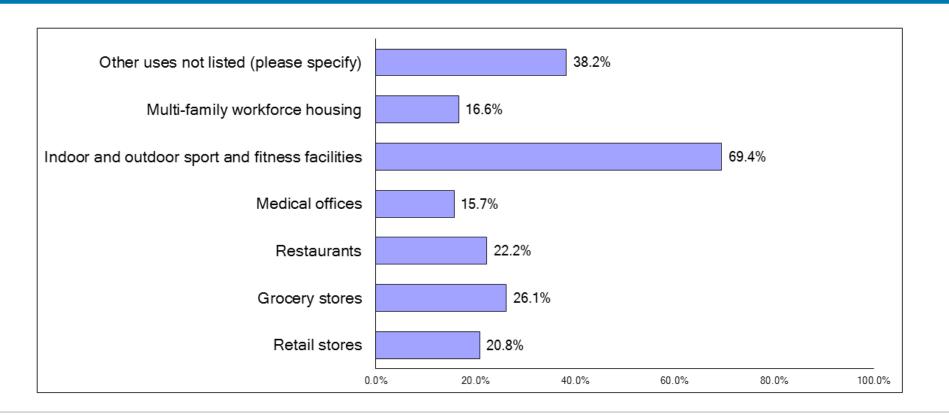
SUPPORT FOR USES ALLOWED TODAY





SUPPORT FOR USES NEEDING ZONING CHANGE







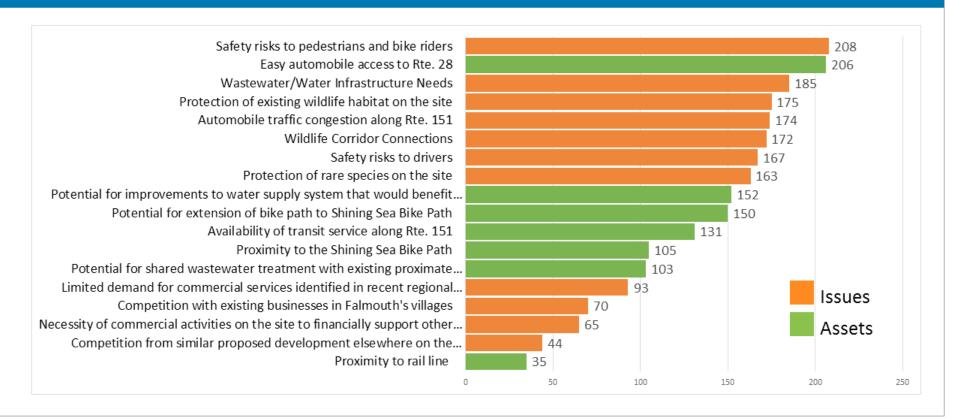






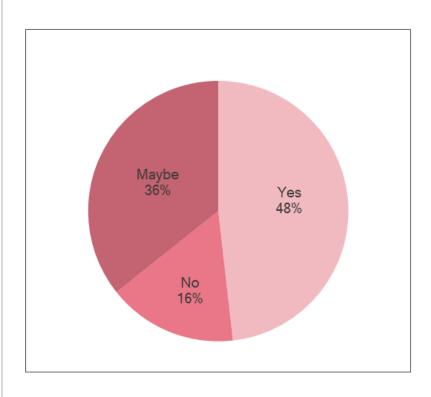
FACTORS CONSIDERED VERY IMPORTANT

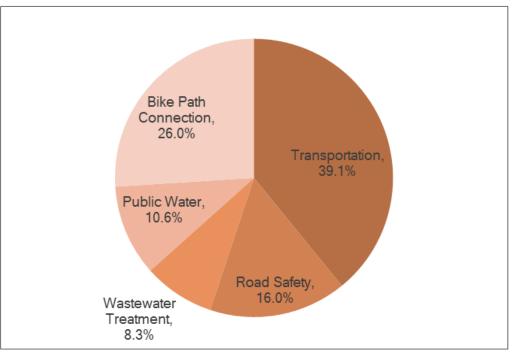




SUPPORT FOR PUBLIC INFRASTRUCTURE







AVAILABILITY OF RESULTS

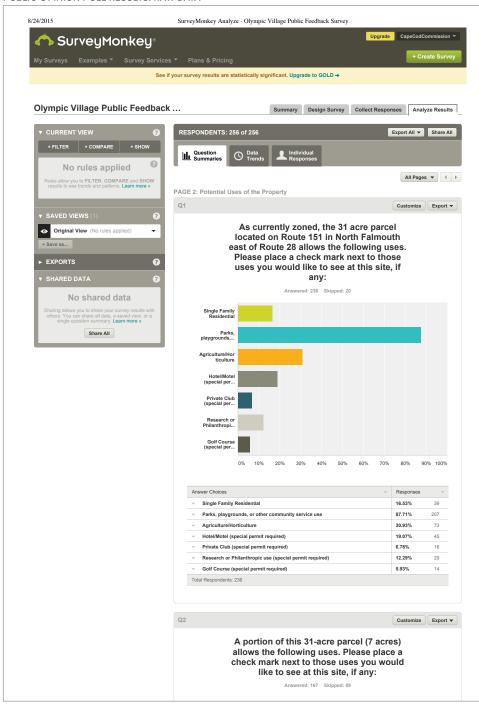


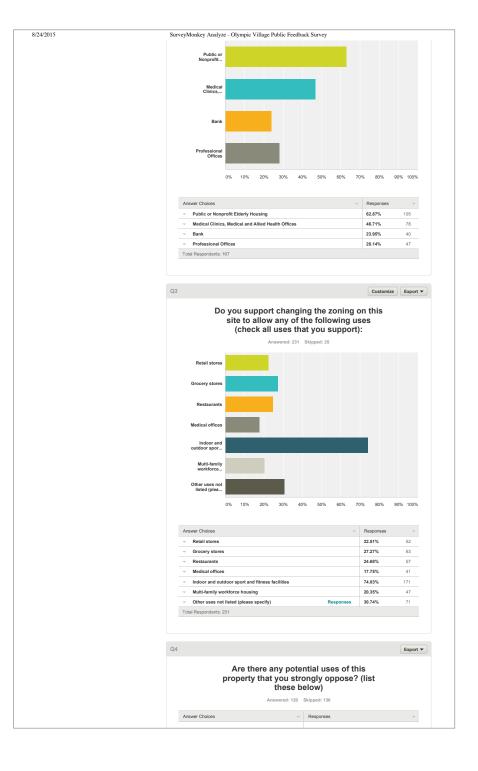
Town of Falmouth Website under Current Topics – Olympic Village Concept Study

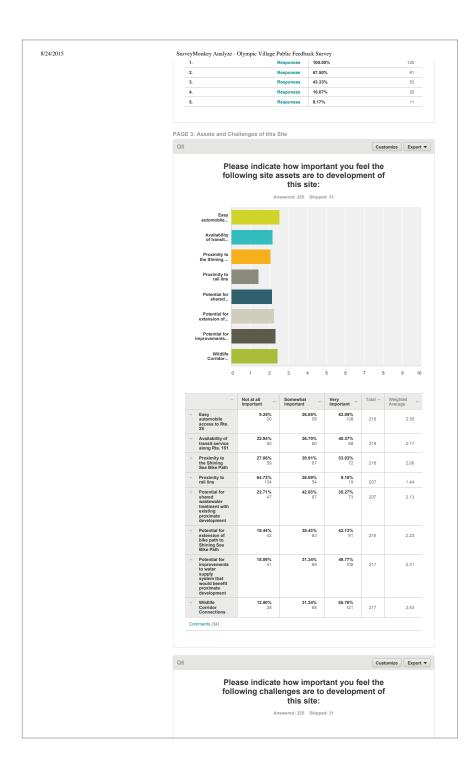
OR

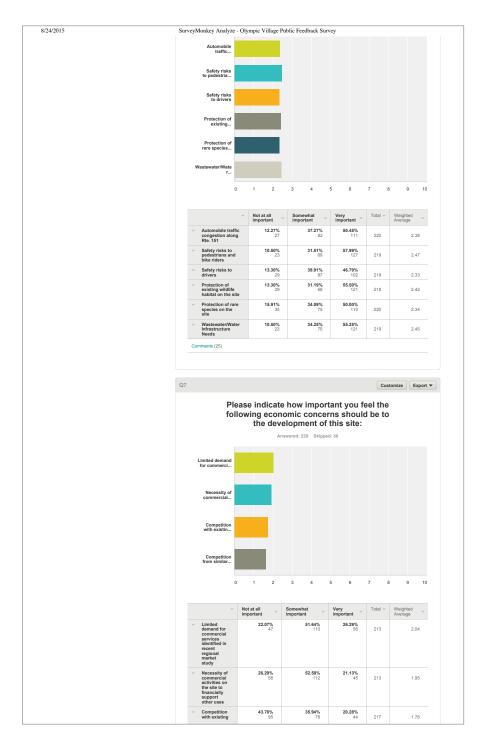
capecodcommission.org/olympicvillage

PUBLIC OPINION POLL RESULTS: RAW DATA

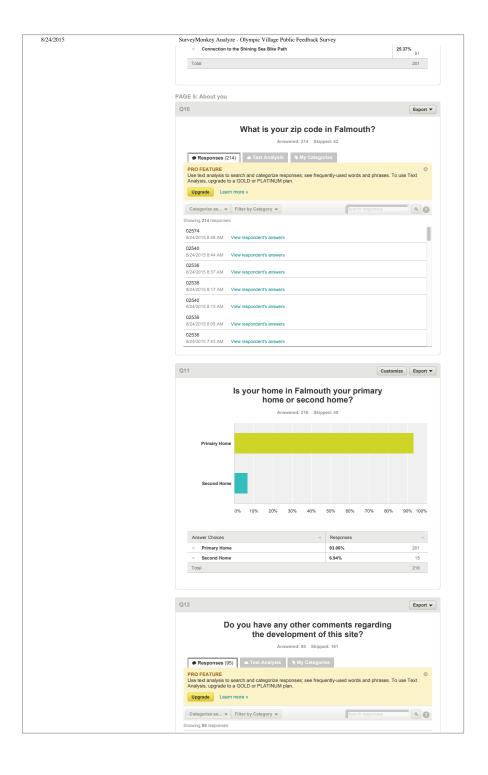


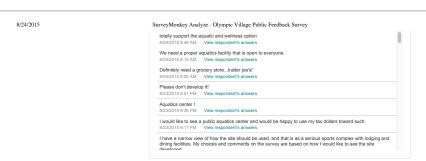


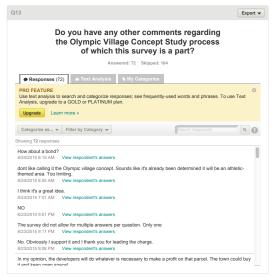














APPENDIX 2

Olympic Village Concept Study Workshop #1 Meeting Notes July 29, 2015 Hermann Foundation Meeting Room, Falmouth Public Library

Assistant Town Manager Heather Harper provided background on the reasons for the study and formation of the working group. Selectman Mary Pat Flynn also provided background and context for the study. Approximately 40-50 people attended the workshop.

Commission staff gave a presentation on the site and surrounding context, issues and opportunities. Following staff presentation, public comments were received. These comments are summarized below:

Concepts

- Aquatics/fitness facility
- Purchase site for open space
- Connect Shining Sea bike path to the site
- 2000-3000 seat baseball stadium
- Protect wildlife corridor on site as part of open space requirement
- Supermarket/grocery
- Commercial accommodations (hotel)
- Senior living facilities proximate to fitness/aquatic center
- Restaurant(s)
- Indoor/outdoor fields for multiple sports
- Workforce housing

Outstanding Issues/Additional information needed

- Open space requirement for the site
- Obtain copies of past 3 years of CPC funding priorities
- Consider what's planned for Ballymeade—condominium/hotel proposal
- Water pressure inadequate at Ballymeade
- Competition with South Sandwich village development proposal or other surrounding competition should be considered
- Agricultural committee input is needed
- Water main service does not exist to the site currently
- How much development can fit on the 31-acre site with open space requirements?
- Concern for traffic on Route 151, including Ballymeade driveway consider traffic generation of surrounding uses
- Provide safe bike connections to site and safe crossing on Route 151
- Consider owners unknown interior to parcel
- Consider rail alignment below-grade and current/future use of rail bed JBCC, rail turn-around point?
- How much commercial s.f. needed to make aquatics facility financially viable
- Ensure consistency with town open space goals

A dot exercise followed public comment, with participants indicating their preferences based on dot placement. The meeting adjourned at 8:20 pm.

MEETING NOTES
OLYMPIC VILLAGE CONCEPT STUDY
OCTOBER 14, 2015 – 6:30 PM
HERMANN FOUNDATION ROOM, FALMOUTH LIBRARY

In attendance: Heather Harper, Sharon Rooney, Mary Pat Flynn, Monica Mejia, Steven Tupper, Dan Solien, Robert Catalano, Roy Hefferman, Rob Thieler, Nancy Hayward, Maryann Piccirili, Joanne Treistman, Joe Piccirilli, Alison Leschen, Jody Shaw, Tim Reardon, Marc Solomon, Jane Murphy, Serena LoPilccolo-Smith, Jay Zavala, Anne Preisig, DJ Cohen, May Pat Flynn, Dustin Heath

Heather Harper provided an introduction to the meeting including a review of the project process to date, a brief overview of the development concept, and a discussion of next steps. It was highlighted that the development concept presented at this meeting is a culmination of all of the input from the public through the project.

Sharon Rooney presented in greater detail the develop concept and while as a planning-level analysis of potential impacts related to open space, transportation, and wastewater generation. As presented on the display boards, the development is clustered on approximately 10 acres of the site and includes the following element:

- 18,500 square feet (s.f.) grocery/retail
- 11,200 s.f. retail with ten two-bedroom apartments above (workforce housing)
- 11,500 s.f. retail with ten two-bedroom apartments above (workforce housing)
- 42,500 s.f. aquatics center or indoor recreation
- A multi-purpose outdoor recreation field
- Two access points onto Route 151 (one full access, one right-turn-in/right-turn-out only)
- A connection to a potential future multi-use trail along the rail right-of-way
- Approximately 400 parking spaces including residential tuck-under spaces, on-street parking, and parking lot spaces
- A wildlife corridor on the western portion of the site
- A total of approximately 20 acres of open space

Sharon Rooney indicated that all of the work on the project to date in addition to planning financial analysis of the project would be included in a final report prepared by the Cape Cod Commission (CCC) and CCC staff would present the finding of the project to at a joint Planning Board/Board of Selectmen meeting likely in December or January.

Members of the public where asked to provide feedback on the development concept and ask any questions they may have. Questions and comments provided are summarized in the following table. Staff provided clarification where possible and noted that any outstanding issues will be addressed in the final report.

SUMMARY OF QUESTIONS AND COMMENTS

NAME	QUESTION/COMMENT	RESPONSE
Tim Reardon	How will the site be accessed from Route 151?	Two access points onto Route 151 (one full access, one right-turn-in/right-turn-out only)
Nancy Hayward	Opposed to off-site open space. Won't the cost of making the apartments be handicap accessible be high?	No off-site open space proposed. Construction costs will be considered as part of the financial analysis.
Anonymous	Why is there stuff in addition to the aquatics center? Traffic is already bad why do we need the other stuff?	Development concept considers all inputs received during this project. An aquatics/indoor recreation use could move forward alone if the developer wants to pursue that, but the other uses often help the project be more financially viable.
Joanne Treistman	Is this all private land? No Town land? What about the senior care part?	All private land. The Town has the right of first refusal on the site. A portion of the site is zoned for senior care, but still privately owned.
Rob Thieler	The trip generation seems high. What is advanced treatment, where would effluent be disposed, and what are the space requirements.	The trip generation analysis is planning-level and would likely be adjusted down if the proposal is further defined. The final report will include further detail on this and a discussion of the relative scale of traffic impacts. Advanced treatment removes contaminates and nutrients from the wastewater. Ideally disposal would be outside of sensitive embayments, but the details would be considered in the design process. Treatments plants of this scale are quite small often housed in a shed or a portion of a building.
Mary Pat Flynn	The base has extra wastewater treatment and disposal capacity.	This certainly could be considered at the design phase.
Alison Leschen	How much open space is extra (beyond open space required by the CCC and the Town) that could be taken for other uses?	The open space proposed is very close the requirement with little extra. The utility corridor and topology also presents a challenge to utilization of the western portion of the site.
Dan Solien	Thanks to CCC and Town staff. Are the recreation field considered open	Recreation field are generally not considered open space. The site is zoned

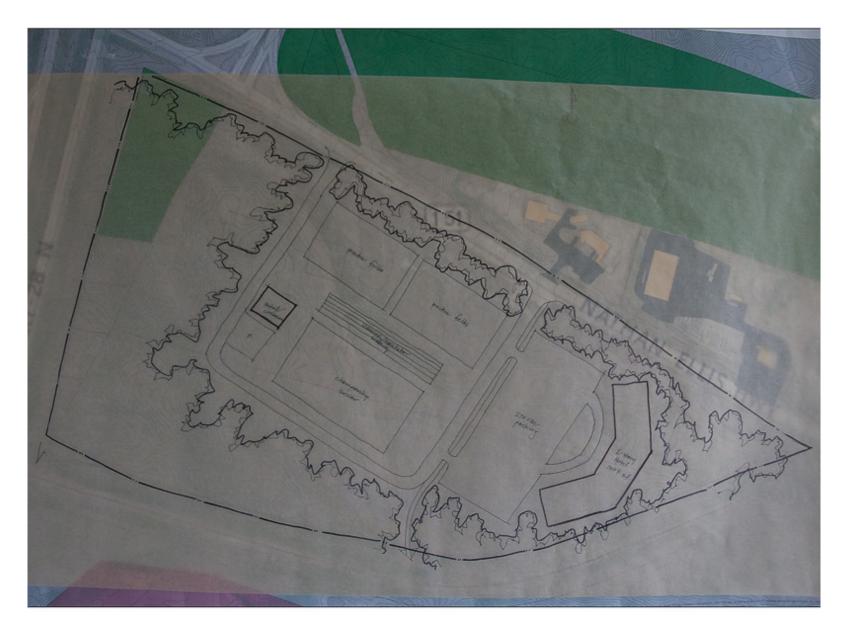
	space? Would zoning changes be required to allow the development concept to move forward? Would a new zoning classification be needed or would an existing zone be used. Would any future development be bound by this plan?	agricultural so anything beyond agriculture or large lot residential would require zoning changes? Specific zoning changes have not been discussed at this point. Future development would not be bound by this plan.
Austin Heath	Has an economic analysis been done yet?	The financial analysis is the next step in the project.
Serena LoPilccolo- Smith	Who started this process on a private parcel?	The owner approached Town staff asking what the Town wants on the site. To determine Town preferences the CCC was engaged to conduct this community planning process with the Town.
Joanne Treistman	How much space is there on the site for development? Is there enough room for a Walmart?	The development proposal covers approximately 10 acres of the site which leaves just enough open space to meet CCC and Town requirements. With the associated parking, a Walmart would likely take up more of the site and would require off site open space.

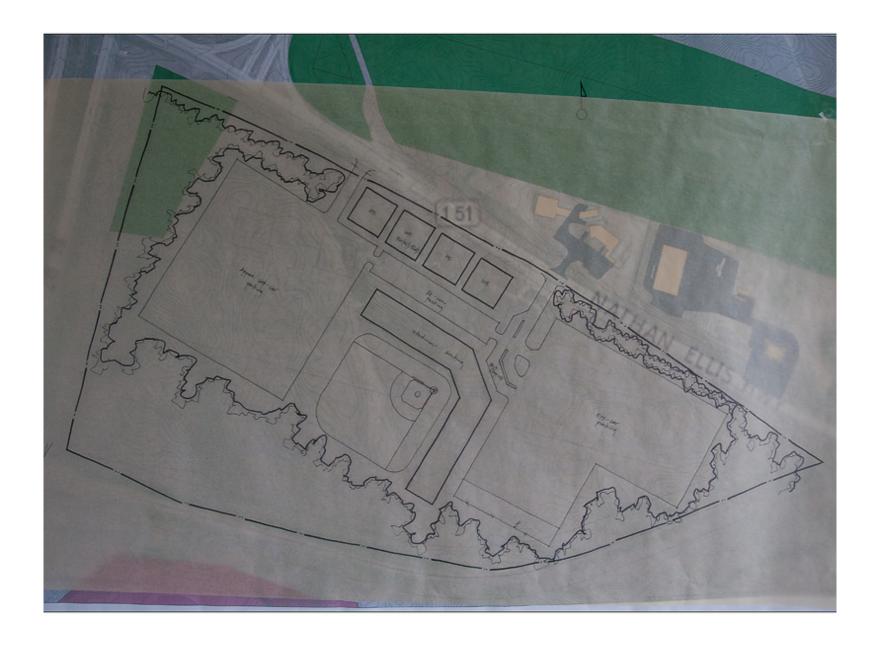
Note: Public comments on the development concept will be accepted for two weeks following this meeting

Mary Pat Flynn provided closing remarks thanking staff for their work on the project and noting being glad that the community was given the opportunity to weigh in with their desires for the future of this parcel.

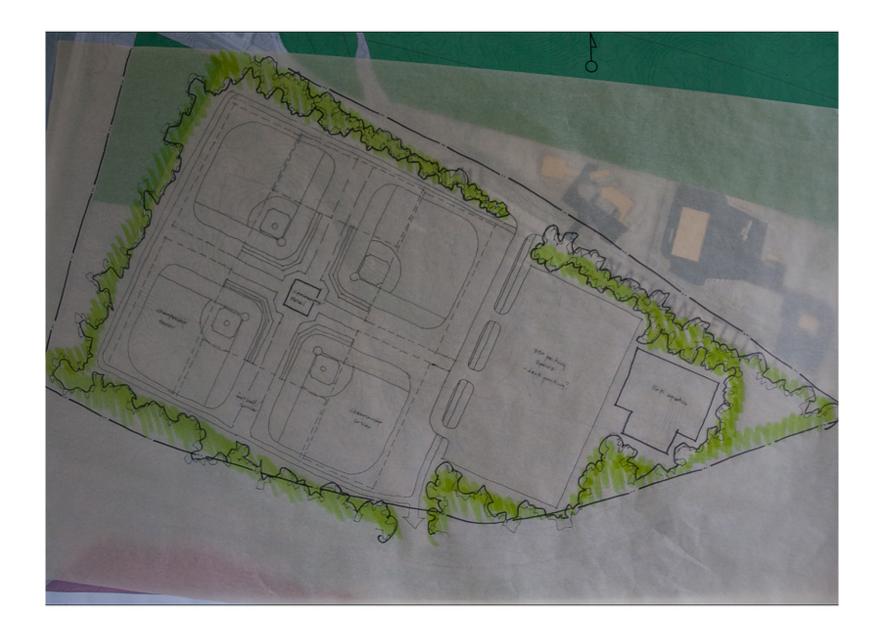
APPENDIX 3 -

DRAFT CONCEPTS

























CAPE COD COMMISSION