CAPE COD COMMISSION

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Development Agreement
Falmouth Technology Park
November 1992

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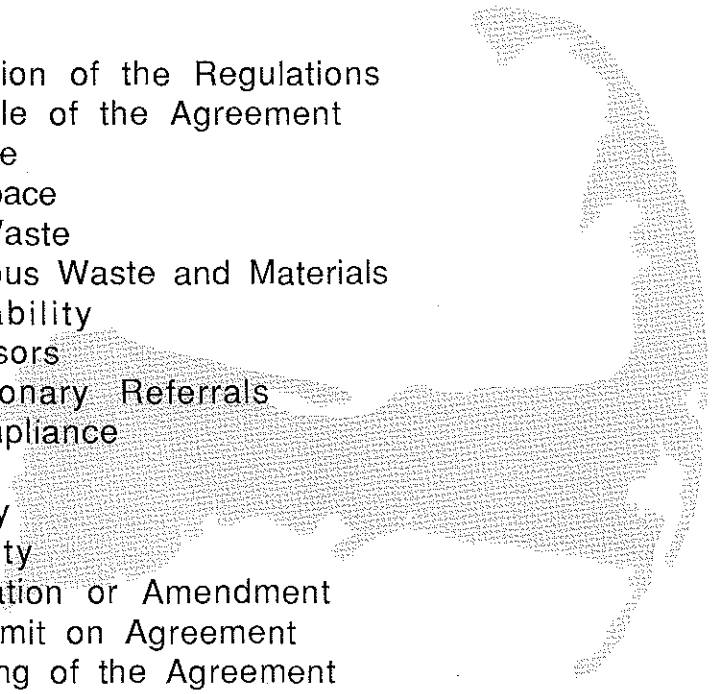

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DEVELOPMENT AGREEMENT
Falmouth Technology Park

This agreement is entered into this 11th day of Jan. ,1993, by and between the Cape Cod Commission (hereinafter referred to as "CCC") and the Falmouth Economic Development Industrial Corporation (hereinafter referred to as "FEDIC"); and

WHEREAS, the CCC is a county agency established by Chapter 716 of the Acts of 1989, as amended (hereinafter "Act"); and

WHEREAS, the CCC is authorized to enter into Development Agreements pursuant to Section 14 of the Act and Barnstable County Ordinance 92-1 establishing CCC Regulations for the purpose of Enabling Development Agreements; and

WHEREAS, the CCC reviews Developments of Regional Impact (hereinafter "DRIs"). A DRI is a Development which, because of its magnitude or the magnitude of its impact on the natural or built environment, is likely to present development issues significant to or affecting more than one municipality, and which conforms to the criteria established in the applicable standards and criteria for DRIs pursuant to Section 12 of the Act; and

WHEREAS, FEDIC is a quasi-public entity established under M.G.L. Chapter 121C by a vote of the Falmouth Town Meeting on April 7, 1981, with a place of business at the Town Hall, Falmouth, Barnstable County, Massachusetts; and

WHEREAS, FEDIC has submitted subdivision plans to the Town of Falmouth Planning Board concerning a proposal to build the Falmouth Technology Park (Park) in three phases, to be located on Thomas Landers Road within Falmouth. More specifically Phase I of the project, involving 50 acres, was created pursuant to M.G.L. Chapter 41 §81P as "approval not required" lots off a public way. Said public way was approved by a Falmouth Town Meeting vote on 10/25/82. Phase II of the project was approved by the Falmouth

Planning Board as shown on the endorsed definitive plan dated 7/3/90 and revised 9/28/90 and involved 18.83 acres. Phase III of the project was approved by the Falmouth Planning Board as shown on the endorsed definitive plan dated 1/4/90, revised 3/23/90 and 7/30/90 and involved 56.19 acres; and

WHEREAS, the buildout/traffic study (Falmouth Technology Park Build-Out Analysis and Traffic Report, Falmouth Planning Office, B.A. Currie, September 16, 1992) and the wastewater study (An Assessment of Nutrient Loading to West Falmouth Harbor from the Falmouth Technology Park and Other Sources, B.L. Howes/ D.W. Bourne/ N.P. Millham, July 1, 1992) conducted by the FEDIC show Development limitations of the Park based on the identified environmental factors and municipal infrastructure limitations of the study areas surrounding the Park.

NOW THEREFORE, in consideration of the provisions and requirements of this agreement, the CCC's agreement to waive mandatory DRI review for the life of this agreement, and the FEDIC's agreement to complete the studies referenced below, and so long as the completion of needed infrastructure improvements as described in the schedule outlined below occur, the parties hereto agree to the phasing of Developments within the park in order to ensure protection of the environment and the timely commitment to capital investments for timely completion of needed public infrastructure.

Developments which comply with all conditions contained in this agreement shall not require referral to the CCC as DRIs for the life of this agreement, with the exception of those uses excluded from this agreement under Section C.

In order to insure the continuance of a compatible environment for primarily high technology industries to operate at the Park, to sustain a good business environment, and to ensure that future Development within the Park is compatible with the values and purposes of the Act and the Cape Cod Regional Policy Plan (RPP), the parties hereto stipulate and agree as follows:

A. Application of the Regulations

All applicable codes, bylaws and regulations of the Town of Falmouth, the provisions of the Park's Protective Covenants (Attachment A), the provisions of the RPP, and the provisions of the Act, as may be amended from time

to time, shall apply to Developments within the Park. In the event of a conflict between the following conditions and any applicable code, bylaw, covenants, or regulations the more restrictive requirements shall apply.

B. Timetable of this Agreement

Stage 1: The FEDIC may authorize the construction of a maximum of 132,094 sq.ft. of Gross Floor Area within the Park following: (1) the completion of the agreed upon Wastewater, Traffic and Plant / Wildlife studies. The CCC will assist with the completion of the studies. Said studies shall be completed to the satisfaction of the CCC before any future Development may proceed. The scope of each study referenced above is hereby incorporated as Attachment B; and (2) CCC approval of the solid waste recycling and hazardous waste and materials plans as required by Sections E and F below.

Upon approval of said studies and plans by the CCC, the CCC shall issue a Certificate of Compliance indicating compliance with the requirements of Stage 1 of this agreement. Upon issuance of said certificate, the development of the 132,094 sq. ft. of Gross Floor Area referenced above may be authorized by the FEDIC and may proceed without mandatory DRI review as allowed by the terms of this agreement.

Stage 2: The FEDIC may authorize the construction of an additional 264,188 sq. ft. of Gross Floor Area within the Park following approval by the CCC or its designee and subsequent approval by Falmouth Town Meeting of a Capital Improvements Plan (Plan) together with a funding mechanism for infrastructure improvements as identified in said Plan. Contemporaneous with the submission of the Plan to the CCC for approval, the FEDIC shall submit to the CCC up-to-date traffic safety data as outlined in the scope of work at Attachment B, pages 3 - 10. The Plan shall address nitrogen loading and traffic impacts and shall ensure compliance with nitrogen loading and traffic standards of the RPP. The Plan shall include the methods of mitigation of nitrogen loading and traffic impacts and a timetable for completion of the mitigation to achieve Nitrogen reduction and off site

roadway improvements to the area road network. The Plan shall address nitrogen loading within the watershed to West Falmouth Harbor, as the watershed is generally identified on the attached map, which map may be amended from time to time by the CCC (Attachment C). In addition to meeting the nitrogen loading standards of the RPP, all nitrogen additions to the West Falmouth Harbor watershed generated from the Park, including existing construction, shall be offset by equivalent reductions in nitrogen loading within the watershed to West Falmouth Harbor. If the FEDIC demonstrates to the satisfaction of the CCC or its designee that under full buildout conditions within the harbor watershed West Falmouth Harbor will not exceed its critical loading limit as defined by the CCC, then the CCC may waive the requirement that the FEDIC offset all nitrogen additions to the West Falmouth Harbor watershed by equivalent reductions in nitrogen loading within the watershed and require only that the FEDIC meet the nitrogen loading standards of the RPP. The parties agree that the CCC, in cooperation with the EDIC and the Town of Falmouth, shall determine the scope and methodology to be used in future studies pertaining to nitrogen loading to West Falmouth Harbor.

Upon approval of the Plan by the CCC and subsequent approval of the Plan by the Falmouth Town Meeting, the CCC shall issue a Certificate of Compliance indicating compliance with the requirements of Stage 2 of this agreement. Upon issuance of said certificate, the development of the additional 264,188 sq. ft. of Gross Floor Area referenced above may be authorized by the FEDIC and may proceed without mandatory DRI review as allowed by the terms of this agreement.

Stage 3: The FEDIC may authorize the construction of the remaining 1,188,845 sq. ft. of Gross Floor Area within the park following written certification to the CCC by the Falmouth Board of Selectmen of the completion of the infrastructure improvements identified by the Plan mentioned above and the subsequent acceptance of said certification as satisfactory by the CCC or its designee. Upon a request from the Falmouth Board of Selectmen,

the CCC may authorize the construction of any portion of the above referenced 1,188,845 sq. ft. of Gross Floor Area if it determines that the necessary infrastructure improvements are available to support such Development.

Upon CCC acceptance of the Selectmen's certification of completion for all or any portion of the infrastructure improvements referenced in Stage 3, the CCC shall issue one or more Certificate(s) of Compliance indicating compliance with the requirements of all or a portion of Stage 3 of this agreement. In the event that partial infrastructure improvements are completed, said Certificate(s) shall indicate the exact amount of Gross Floor Area which may be developed based upon the partial infrastructure completion. Upon issuance of said Certificate(s), the development of all or a portion of the additional 1,188,845 sq. ft. of Gross Floor Area referenced above may be authorized by the FEDIC in accordance with said Certificate(s), and may proceed without mandatory DRI review as allowed by this agreement.

C. Land Use

The purpose of this agreement is to foster growth of low-impact, high technology industries within the Park. The following uses are excluded from the terms of this agreement and shall require DRI review pursuant to the Act and CCC regulations:

(i) commercial retail/wholesale distribution centers, warehouses, outlets, stores or related uses any of which generate over 350 vehicle trips per day (vtpd). The CCC agrees to provide vtpd information to the FEDIC and local officials upon request. The FEDIC agrees to forward development plans concerning such uses to the CCC for an informal determination of whether a proposed development is or is not excluded from mandatory DRI review under this agreement; and

(ii) solid waste recycling and composting facilities and/or transfer stations.

If the CCC determines that a proposed development meets the standards and criteria for DRIs adopted pursuant to the Act and is excluded from this agreement as set forth above, then the CCC may review such development as a DRI notwithstanding the fact that the development has not been referred by a municipal agency or official.

D. Open Space

Forty percent (40%) of the upland area of any lot, excluding wetlands, shall be maintained as open space. Said open space may include landscaped areas designed to screen and buffer the Development. Within this area, the maximum amount of natural vegetation shall be maintained. Of said forty percent open space, thirty percent (12% of the entire lot) shall remain in an undisturbed, natural state.

E. Solid Waste

FEDIC shall create a plan to facilitate the separation, collection, and marketing of recyclable materials generated by Occupants. Said plan shall be completed by the FEDIC, with technical assistance from the CCC, within six months of the execution of this agreement.

Construction and demolition debris from Development and Redevelopment within the Park shall be removed from construction sites and reused or recycled to the maximum extent possible.

Development within the Park shall allocate adequate storage space for interim storage of materials to be recycled.

F. Hazardous Waste and Materials

The storage, transport, and usage of all toxic and hazardous materials and wastes at the Park shall be subject to all federal and state statutes and regulations and/or county and local bylaws and regulations as may now or in the future be designated and/or defined by such federal and state statutes and regulations and/or county and local by -laws and regulations.

Occupants that use, store, generate, treat, or dispose of hazardous waste or hazardous materials shall comply with the following restrictions:

1. A designated hazardous waste storage area shall be provided which is physically separated from the hazardous materials storage area by a wall, berm or similar means; and

2. Hazardous waste and/or materials shall be stored in an indoor area or in an enclosed, covered shed with containment that has a capacity of 110% of the volume of the largest container(s) of hazardous waste and/or materials stored on the site. Such containment may be provided by means of a pan, bermed area or similar enclosed, impermeable surface area and shall have a sealed impervious concrete floor without floor drains. The sealer should extend 6" up the walls and containment shall be provided as outlined above; and

3. Incompatible waste types (corrosive, ignitable, reactive, toxic) shall not be stored in close proximity to one another; and

4. A Hazardous Waste and Materials Management Plan and a Spill Response Plan shall be developed and implemented and a copy of said plan shall be available for inspection by the FEDIC and the CCC. The CCC agrees to provide model plans to the FEDIC for distribution to Park Occupants; and

5. Hazardous materials users shall register with the Barnstable County Health and Environment Department's Hazardous Materials Users Registration Program.

The FEDIC agrees to notify the CCC of any Occupant that proposes to or actually stores hazardous materials in excess of 110 gallons (unless all containers are 5 gallons or less) and/or is a Small or Large Quantity Generator of hazardous waste. Before submitting any local development permit application(s), an Occupant that proposes to or actually stores hazardous materials in excess of 110 gallons (unless all containers are 5 gallons or less) and/or is a Small or Large

Quantity Generator of hazardous waste shall obtain a limited DRI approval from the CCC. Such limited DRI approval shall include only issues relating to hazardous materials and wastes, including but not limited to hazardous materials and waste use, storage, generation, treatment and disposal.

The FEDIC agrees to establish and implement a Park-wide plan to encourage Occupants to minimize their hazardous waste generation through source reduction, reuse, material substitution, employee education and recycling. Said plan shall be completed by the FEDIC, with technical assistance from the CCC, within six months of the execution of this agreement

G. Applicability

This development agreement shall apply to all Development within the Park including but not limited to new construction, additions, auxiliary buildings, alterations, changes in use, and modifications.

H. Successors

FEDIC shall ensure that its successors and assigns, and as a condition of their tenancy, Park tenants and their respective successors and assigns, shall agree to design, construct, maintain and operate their facilities in accordance with this agreement. These restrictions shall run with the land.

I. Discretionary Referrals

In the event any Development within the Park is referred to the CCC as a discretionary referral pursuant to Section 12(e) of the Act, the CCC or its designee shall hold a public meeting to consider such referral and may, notwithstanding the provisions of this agreement, vote to accept jurisdiction to review such Development as a DRI.

J. Noncompliance

Noncompliance with the terms and conditions of this agreement by the FEDIC shall result in a termination of the agreement and all Developments which meet or exceed the Standards and Criteria set forth in Section 12(c), or Standards and Criteria adopted subsequent to this agreement pursuant to Section 12(a) of the Act,

shall be referred to the CCC for DRI review. Noncompliance with the terms and conditions of this agreement by an Occupant shall result in a termination of this agreement with respect to the non-complying Occupant and/or property and all Developments proposed by said Occupant within the Park and/or all Development regarding a non-complying lot or lots which meet or exceed the Standards and Criteria set forth in Section 12(c) or 12(i), or Standards and Criteria adopted subsequent to this agreement pursuant to Section 12(a) of the Act, shall require DRI review. The CCC may issue and may record at the Barnstable County Registry of Deeds a Certificate of Compliance and/or a Certificate of Non-compliance for one or more lots, as it deems appropriate.

K. Waiver

The waiver by any party of a breach or violation of any provision of this agreement shall not operate as or be construed to be a waiver of any subsequent breach thereof.

L. Validity

The invalidity or unenforceability of any provision or clause of the agreement shall not in any way affect the validity or enforceability of any other provision or clause of this agreement. If any part of this agreement is adjudged to fail either party may, at its option, withdraw from this agreement.

M. Authority

This agreement is adopted under the authority of Section 14 of the Act and Barnstable County Ordinance 92-1 and shall be governed by the laws of Massachusetts.

N. Modification or Amendments

Following the the five-year review of the RPP required by Barnstable County Ordinance 91-8, the CCC and the FEDIC shall review this agreement for its consistency with the revised RPP. If the CCC determines that it is necessary to amend this agreement to maintain consistency, then the CCC shall initiate review and amendment procedures with the FEDIC. If the parties

cannot agree on amendments to bring the agreement into consistency with the revised RPP, then both parties agree to participate in a non-binding mediation process. If the parties are unable to reach agreement through good faith participation in the non-binding mediation process, then either party may withdraw from this agreement upon providing thirty days notice to the other party.

Upon CCC certification of the Town of Falmouth's Local Comprehensive Plan, the CCC will initiate review and amendment procedures with the FEDIC and the Town of Falmouth to include the Town of Falmouth as a party to this agreement.

This agreement sets forth the entire agreement of the parties. Any modifications or amendments hereto must be in writing, signed by both parties and specifically reference this agreement. Any modifications or amendments hereto must be made in compliance with Section 8 of Barnstable County Ordinance 92-1, Cape Cod Commission Regulations Enabling Development Agreements.

O. Time Limit on the Development Agreement

This agreement shall be valid for a period of 12 years from the date of execution and may be extended for a period of not more than 12 years by mutual agreement of the parties.

P. Recording of the Development Agreement

A fully executed version of this agreement shall be recorded with the Barnstable County Registry of Deeds by the CCC. In addition, the FEDIC shall cause each new Occupant to attach a copy of this agreement, as a deed restriction, to its deed(s) upon recordation with the Barnstable County Registry of Deeds.

Q. Definitions

The definitions contained in the Act and the RPP shall apply to this agreement. For the purposes of this agreement, the following terms shall have the following meanings:

Act - Cape Cod Commission Act, Chapter 716 of the Acts of 1989, as amended.

DRI - Development of Regional Impact

Gross Floor Area - The gross floor area of a building is the sum (in square feet) of the area at each floor level, including but not limited to cellars, basements, mezzanines, penthouses, corridors, lobbies, stores, and offices, that are included within the principal outside faces of exterior walls, not including architectural setbacks or projections. Included are all stories or areas that have floor surfaces with clear standing head room (6 feet, 6 inches, minimum) regardless of their use. Also included are enclosed storage buildings. Where a ground level area, or part thereof, within the principal outside faces of the exterior walls is left unenclosed, the gross floor area of the unenclosed portion is said to be considered as a part of the overall square footage of the building. All unroofed areas are to be excluded from the area calculations.

Hazardous Waste and Materials - any toxic and/or hazardous waste or substance as defined by federal or state statutes and regulations and/or county or local ordinance, bylaw and/or regulation.

Large Quantity Generator - A large quantity generator of hazardous waste as defined by the Commonwealth of Massachusetts or the U.S. Environmental Protection Agency, whichever is more inclusive.

Occupant - A person or entity having an interest in property located within the Park, including but not limited to lot owners and Park tenants.

Park - The Falmouth Technology Park.

RPP - The Cape Cod Regional Policy Plan, Barnstable County Ordinance 91-6.

Small Quantity Generator - A small quantity generator of hazardous waste as defined by the Commonwealth of

Massachusetts or the U.S. Environmental Protection Agency, whichever is more inclusive.

R. Local Review

Nothing in this agreement shall be construed to limit or in any way restrict the authority of the Town of Falmouth or its officers, agencies or agents to regulate Development within the Park.

Executed under seal by the authorized representatives of FEDIC and the CCC this 11th day of Jan, ~~1992~~ 93.

For the Cape Cod Commission,

Alix Ritchie, Chair — Date: 1/11/93

Subscribed and sworn to before me this 11th day of Jan 93.

Notary Public — Date: 1/11/93

My Commission Expires December 5, 1997

For the Falmouth Economic Development Industrial Corporation,

Raymond Labossiere, Chair — Date: January 5, 1993

1/5/93

1/5/93

Board Member — Date: Jan. 5, 1993

Board Member — Date: Jan 5, 1993

Board Member — Date: January 5, 1993

Subscribed and sworn to before me this 5th day of January 1993

Notary — Date: 1-5-93

PROTECTIVE COVENANTS
Falmouth Technology Park
Falmouth, Massachusetts

To insure the continuance of a compatible environment for primarily high technology industries to operate at the industrial park, to sustain a good business environment, to retain the integrity of the master plan for the technology park, and to insure that property values will be maintained or increased by suitable development and use, the following covenants have been established and are to be included in any deed running from the Town of Falmouth to the Town of Falmouth Economic Development and Industrial Corporation and in any deed from said corporation to third parties.

Permissible Land Use

1. In addition to all applicable codes, ordinances, bylaws and regulations of the Town of Falmouth, the Economic Development & Industrial Corporation (EDIC) will only approve those business activities that conform to the following criteria.
   a. Plants for the manufacture, light fabrication, processing, conversion, alteration, finishing, assembly, wholesale distribution, and storage of products.
   b. Research, experimental, or testing laboratories.
   c. Administrative and office activities.
2. No parcel shall be used or occupied so as to create a hazardous, unsanitary, or objectionable condition affecting adjacent properties, whether through danger of fire or explosion, noise, vibration, dust, waste, smoke, fumes, odor, lighting, or any other cause.

Building Regulations

1. Minimum lot size, 80,000 square feet; minimum frontage on an approved way, 200 feet; maximum height of building, 35 feet; maximum percent of lot coverage, including accessory buildings, 30 percent; minimum percent of lot coverage, including accessory buildings, 5 percent; minimum setback dimensions from property lines to building line in feet as follows: front required minimum 100 feet; each side, 50 feet; rear required minimum, 40 feet.

The building line is defined as the outer face of the wall enclosing the building or supporting the roof. Gutters, cornices, roof overhang, steps, platforms, open porches, and balconies projecting not more than sixteen (16) feet would be permitted.

The maximum percent of lot coverage for combined building and paving shall be 65 percent. The area for the percent of lot coverage will be computed from the out-to-out dimensions of the foundations, porches, platforms, balconies, etc. Enclosed areas and accessory buildings such as pump houses, sheds, and garages would be included. Enclosed areas are computed from the out-to-out dimensions of the walls, or fences, or the centerline of screen planting. Paving areas are computed from the out-to-out dimensions of where the paving meets adjoining buildings or grass areas.

2. Ground within the setback areas, with the exception of walks and driveways, will be appropriately landscaped and shrubbed.
3. Storage of bulk materials, such as coal, wood pulp, etc. shall be completely within a building or other space completely enclosed with a solid floor and walls at least 12 feet high. Other outside storage of materials (either raw or manufactured), equipment, drums, transformers, etc., will be screened from the public view.
4. Fences, walls, or plantings used for screening purposes shall be located on the property line of any parcel being fenced. The size, materials, and location of such fences shall be subject to the prior approval of the Falmouth Fence Viewer.
5. All roads, drives, parking areas, and outdoor storage areas shall be paved. There shall not be more than two (2) access roads per 200 feet of frontage and with an aggregate width of entrances at the street line of 75 feet or less. These access roads and driveways shall be located not less than 30 feet from street lines when parallel to the street and not less than 15 feet from abutting property.

Design Guidelines

Note: In the case of conflict between the following guidelines and any applicable codes, ordinances, or regulations of the Town of Falmouth, or of the Commonwealth of Massachusetts, the more stringent restrictions shall take precedence.

1. Building design shall take advantage of the topography and shall reflect the character, scale, and purpose of the area of which it is a part. All buildings shall be designed with due consideration for existing and proposed neighboring structures. Exterior materials shall be permanent type, of good quality, and of either finished concrete, finished masonry, or masonry units such as stone veneer, face brick, structural facing tile, or ceramic tile; factory-assembled panel units with painted metal surfaces, glass or plastics; factory-painted, pre-formed metal siding and panel systems; wood when used for trim or in the form of factory finished weather-proof panels; or other aesthetic materials. Exterior lighting used to light doors, entrances, plazas, parking areas, and open spaces shall be located and shielded so as to prevent glare to adjacent properties. All buildings shall be designed with provisions for handicapped persons, enabling them to enter and travel about the building without undue obstruction.
2. Maintenance of buildings shall be sufficient to keep them in clean, safe, sanitary, and attractive condition. Suitable refuse storage and disposal facilities shall be provided, enclosed, and properly maintained.

Site Location

1. Overall arrangement of buildings, open spaces, parking and loading areas, and landscaping shall be designed to provide an attractive appearance and shall be developed as an integral part of an overall site design which facilitates the orderly circulation of traffic within the project. Vehicular access to a parcel shall be guided by the Internal Traffic Plan developed by site engineers. A parcel may only be subdivided with the consent of the Falmouth EDIC.

2. Landscaping shall be provided for all land not improved with buildings or pavement, unless the Falmouth EDIC approves the natural state of the land as acceptable in appearance. Roads, streets, service and parking areas, and open spaces shall be functionally landscaped as an integral part of a coordinated landscape design for the overall park area. Trees, shrubs, and other plantings shall be maintained in a growing and attractive condition. Plantings in all parking areas shall conform with the requirements of Section 5257 of the Falmouth Zoning Bylaws.

3. Screening shall be provided for utility appurtenances such as transformers and bottled gas tanks which are located at ground level, in the form of evergreen plantings or other landscaping. Outside storage is prohibited, if visible. Screening shall also be provided along open space boundaries and project area boundaries. Utility lines must be constructed underground.

Parking and Loading Standards

1. On-street parking is prohibited.

2. Off-street parking shall include a minimum of one automobile space for every 1.3 employees working on the largest shift, capable of expansion to one space for each 300 square feet of gross floor area. Such areas must be located to the side or rear of buildings and be safely and conveniently accessible to employees.

3. Employees and company parking areas shall be located not less than 60 feet from any street line and not less than 5 feet from abutting property on any lot on which a building is situated. A lot used exclusively for parking must have a grass strip not less than 5 feet wide on all sides, except that side which borders on a street, in which case the landscaped open space must be at least 60 feet wide.

4. Visitor and executive parking not to exceed a ratio of one (1) car per fifteen (15) feet of building frontage may be constructed at the main entrance to the building.

5. Loading spaces must be provided at a minimum of one space for the first 10,000 square feet of gross floor area and one space for the next 25,000 square feet of additional floor area. Other additional loading spaces shall be at the discretion of the company using the facility. Loading spaces must also be located to the side or rear of the building, in an area separate from the designated parking area. Loading space must be at least 12 feet wide and 50 feet long for each space.

6. Both parking and loading areas shall be serviced by an access driveway of at least 18 feet in width. Both areas shall be paved with asphalt and provided with adequate drainage. No parking will be permitted in the access driveway.

Sign Regulations

1. The size, style, construction, location, and installation of all signs must be approved by the Falmouth EDIC.

2. Signs shall be directly related to the principal use of the parcel upon which they are located, except for a small number of directional signs, and announcement signs for the park and its occupants located at major entrances to the park. All signs shall be a harmonious complement to the property on which they are located, and to the industrial park as a whole.

3. One free-standing sign of no more than 16 square feet in area is permitted within the first 50 feet on each separate use parcel. Letters may not be over 12 inches in height. Additional signs may be attached flat against the wall of a building, provided that they do not exceed one square foot in area for each linear foot of horizontal length of facade on which they are mounted.

4. No moving signs, flashing signs, animated signs, signs with traveling lights, roof signs, billboards, or signs that interfere with traffic lights or signs will be permitted. Signs may not be painted on buildings. Beacons and flashing lights will only be permitted if their use is deemed necessary for public safety.

5. One unlighted, temporary sign of an owner, lessee, contractor, subcontractor, architect, or engineer may be erected during the period of construction only, and it shall not violate any of the above conditions governing free-standing signs.

Toxic and Hazardous Substances

The storage, transport, and usage of all toxic and hazardous substances and wastes at Falmouth Technology Park shall be subject to all federal and State statutes and regulations and/or local bylaws and regulations as may now or in the future be designated and/or defined by such federal and State statutes and regulations and/or local bylaws and regulations.

Water Usage

Prior to a land sale or lease commitment by the Falmouth EDIC to an occupant of the Falmouth Technology Park, all proposed uses shall be submitted for review by the Falmouth Board of Public Works for the purpose of establishing that the water supply requirements of the occupant can be accommodated by the Town water system.

Compliance

Compliance with these regulations shall initially be evident by a "Certificate of Compliance" issued by Falmouth EDIC, duly executed by the Chairman thereof in recordable form, indicating that the plans and specifications and uses of proposed building are in compliance with these covenants. Said corporation shall also have the obligation to enforce by court action if necessary future compliance during or after said buildings are constructed, or do or take any other action in this matter.

On request of the Economic Development and Industrial Corporation and the Board of Selectman.

DONALD W. BOURNE
3 Water Street, P. O. Box 301 • Woods Hole • MA 02543
508-457-7868 • FAX 508-540-8347

September 16, 1991

Ray LaBossiere, Chairman
Economic Development &
Industrial Corporation
Town of Falmouth
Falmouth, MA 02540

Dear Mr. LaBossiere:

At the request of Dr. Richard Campbell of your Corporation, we have prepared a brief cost estimate for evaluating the impact on West Falmouth Harbor of nitrogen compounds originating in the Falmouth Technology Park. The Cape Cod Commission has asked you for such a study.

We have based our approach on the assumption that nitrogen contributions from the Park will be small compared with other inputs within the same drainage. Hence we must evaluate not only the Park's inputs but the other principal inputs. To do this we propose to run a series of calculations based on data readily available through local sources. If we are correct that the Technology Park's contribution will be minor, these data should be accurate enough to satisfy the Commission that further investigations will be unnecessary. Once into the project, we will review our approach with the Commission to make sure that it satisfies their requirements.

We propose to compare nitrogen inputs from the following sources within the drainage containing the Technology Park, using Cape Cod Commission guidelines.[1]

- sanitary wastes
- roofs
- roads & parking
- lawns
- treatment plant

[1] Cape Cod Commission Water Resources Office, Technical Bulletin 91-001: April 1991, or latest revision.

- proposed Technology Park, using a "worst case" buildout scenario worked out with your committee.

Based on data for these sources, we will estimate the present and potential nitrogen contribution of the Technology Park to West Falmouth Harbor, and its significance if any, relative to overall nitrogen loading there.

Our cost estimate assumes that present definitions of the watershed and groundwater surface contours are acceptable. Because the study area is in the moraine and actual drainage patterns are complex and little understood, we will use simplifying assumptions about infiltration and groundwater flow. Buildout projections for roads and residences and other major development components will, we assume, be available through town offices or other local sources at no cost to us. Further, we assume that we can draw reasonably upon the help and information of Town officials. Calculation of areas and various nitrogen contributions will be part of our own work.

The cost includes time for two principals (Brian Howes and myself) and a technician (Dr. Howes's staff). In addition, we include an allowance for Mr. Mike McGrath, of Holmes and McGrath, whose close knowledge of the town and data sources may save us a lot of time if we need to draw upon it. Because of uncertainties about the precise limits of the drainage involved and exactly what the Cape Cod Commission will require, we must make clear that the attached figures are our best estimate only, based on a brief review of available information. We anticipate no significant costs beyond personnel, and you will be charged only for time spent.

Dr. Howes will be out of the country between mid-October and Christmas. Realistically, most of the work would probably have to wait until January. However, with your authorization some data collection might proceed before then. I look forward to hearing from you. Please call if I can help with further information.

Yours truly,

Donald W. Bourne

Memorandum

TO: FEDIC

FROM: CCC transportation staff

DATE: September 2, 1992

SUBJECT: Traffic Study Scope

The traffic study shall conform to CCC/MEPA guidelines (attached). Special emphasis shall be placed on the following items.

Study Area

A full traffic impact and access study should be prepared for this project. The analysis should include the following intersections:

Route 28A at Thomas B. Landers Road
Route 28 at Thomas B. Landers Road
Thomas B. Landers Road at the site drives(s)
Blacksmith Shop Road at Thomas B. Landers Road
Turner Road at Sandwich Road

Capacity Analysis

Capacity and LOS should be computed for No-Build and Build scenarios. Performance indicators should be computed and depicted in tabular form.

Analysis Time-frame

The analysis should be included for each year of the twelve phases of the project. Exception: analysis of subsequent years where LOS F occurs may be omitted; conversely, analysis of previous years where LOS A occurs may also be omitted. However, mitigation which is in compliance with the R.P.P. will be required for the future phases, and will require appropriate analysis. Such mitigation must be committed to as outlined in the Development Agreement.

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July 13, 1992

DEVELOPMENT OF REGIONAL IMPACT
GUIDELINES FOR SUBMISSION
TRAFFIC IMPACT ASSESSMENT

The following are directly adapted from "EIS/EIR Guidelines for Submission Traffic - Impact Assessment" originally published in The Environmental Monitor on October 28, 1988. The Monitor is provided by the Massachusetts Environmental Protection Act (MEPA) unit of the Executive Office of Environmental Affairs. These guidelines are specifically mentioned in section 4.1.1.2 of the Cape Cod Commission's Regional Policy Plan.

Text shown in *italics* has been added by the Commission. Applicants should be aware of the special emphasis placed on these sections.

These guidelines are applicable to all projects to varying degrees. Not all of the guidelines must be fully addressed for every project; however, any deviation from such must be justified.

CAVEAT

The following guidelines were compiled as a representation of basic information to be included in traffic analysis sections of Environmental Impact Reports/Environmental Impact Statements submitted to all state agencies. Specific projects may warrant that additional information also be included. The primary intention of these guidelines is to ensure consistency among reports produced for review. Outlined below are the specific guidelines. The Certificate of the Secretary of Environmental Affairs on the Environmental Notification Form (ENF) containing the scope, may contain more specific directives for the required EIR. These guidelines are designed to be general and may be amended in the future as new research becomes available.

A. Project Introduction

1. Proposal Description - A brief description of the proposed development and study area. The boundaries of this study area should be well defined and documented in the Secretary's Certificate. The total build-out of the development anticipated by the proponent must also be clearly stated.

2. Locus Map - to set context regionally

   a. Site plotted centrally on USGS map.

   b. Site plotted on State Highway Map with radius defined.

   c. Map showing proposed site in relation to existing passenger and freight rail facilities as well as all sensitive receptors identified in the ENF.

3. Site Plan - indicating proposed "footprint" of the project relative to other buildings on the site and showing all land owned by the proponent and all access to/from the site. A standard engineering scale should be used.

4. Zoning Map - indicating current zoning of the site and adjacent parcels. Proposed changes in zoning should be discussed relative to the potential "full" development ofthe site. A brief summary of the applicable zoning regulations and requirements should be included.

B. Existing Conditions

1. Roadway Network - indicating jurisdictional responsibilities of each roadway link within the study area.

2. Traffic Volumes - a traffic flow map should be developed covering the entire study area. Average Annual Weekday volumes should be shown for 24 hours and the AM and PM peak hours in all cases. Saturday peak conditions should also be included for retail developments. Volumes that are factored to base year levels should be no greater than two (2) years old (from the date of the Draft EIR submittal). Any adjustment factors or growth rates used should be cited and sourced.

Traffic volumes under peak season must be included in the analyses. Adjustment factors utilized on non-peak traffic counts must be cited, sourced, and fully justified.

3. Pedestrian counts may be required for specific developments. Transit usage should also be quantified on a site-specific basis.

4. Air quality analysis may be required for specific developments.

5. Accident History - a minimum of three (3) most recent years available to identify problem locations. A written request should be made initially to the local MDPW District Highway Engineer for accident reports. Accident diagrams summarizing local police reports may be required for problem locations.

6. Capacity and LOS Analysis - an existing conditions capacity and level of service analysis should be computed for the roadway network. The performance indicators, delay, v/c ratio and queue length, should be documented in this section. A weave, merge, diverge and ramp road segment analysis should be included where applicable. Also, departure lane merge capacity should be addressed as required and saturation flow rates adjusted accordingly. These analyses should be performed using the *Highway Capacity Manual*, Special Report 209, published by the Transportation Research Board, 1985. If microcomputer software is used for intersection analysis, the Capacity of Intersections: CTPS' HCM Program (CINCH)* (version dated 4-29-1989) should be used for baseline analysis. Substitute software may also be used and will be considered for comparative analysis where applicable.

   *[Available from McTrans, University of Florida Transportation Research Center, 512 Weil Mall, Gainesville, Florida 32611]

Performance indicators such as available reserve capacity (ARC) , volume to capacity ratio (v/c ratio), and delay should be reported regardless of value (e.g., negative as well as positive values of ARC, v/c ratios greater than as well as less than 1.0, and seconds of delay greater than as well as less than 60 must be presented).

C. Trip Generation

1. ITE Rates - the ENF and, where applicable in the EIR/S, as an initial analysis, the unadjusted Institute of Traffic Engineers (ITE) rates must be used for the particular land use code and presented in this section of the report. *Trip Generation*, 5th Edition, published by ITE in 1987 should be used for all land use codes. Rates should be developed from the "fitted curve" equations and used according to the methods outlined. If employment levels are known, trip rates per employee should also be cited. If ITE rates are not available or the sample size is prohibitively small, other transferable empirical research shall be cited, sourced and fully justified.

Estimates of daily trip generation for the project during peak season should be included.

2. Alternative Trip Generation - can be used and will be considered for comparative purposes where appropriate. Alternate capacity analyses of baseline and future conditions will also be required for those alternatives presented.

D. Trip Distribution

1. Distribution - all generated vehicle trips to/from the site through all access points are to be documented. Several categories of trips should be considered for applicable land uses as outlined in the ITE *Trip Generation*, 5th Edition manual. Analytic bases for reducing the main street volumes due to pass-by trips, impulse trips, etc., are to be documented in detail. The following trips should be considered for all retail developments:

   a. Primary/Site - "one which the purpose of the trip is shopping and the trip pattern is generally home-to-shopping-to-home."

   b. Pass-By/Site - "directly from the traffic stream passing the facility on the adjacent street system and does not require a diversion from another roadway."

   Retail developments of significant size or at certain locations should consider:

   c. Diverted Link/Site - "involves a route diversion from one roadway to another..."

   All developments should also consider the following:

   d. External-External - trips made between zones outside of the study area.

   e. Other Study Area Sites - trips generated from nearby approved projects including state and/or local approvals.

E. Future Conditions

1. Traffic Volumes - for the "no-build" and "build" scenarios should be graphically shown. Further conditions should cover a five-year time horizon as a minimum.

   a. Trip tables for all developments within the study area should be generated from approved EIR's. These tables should be combined with future year background volumes to develop the "no-build" traffic volumes.

   b. The trip table for the proposed development should then be added to generate "build" volumes.

   c. Transit tables for specific developments should also be included in this section.

2. Current Projects - table of local and/or MEPA projects within the study radius covering as a minimum a five year time horizon from the Draft EIR. Proponents should contact state agencies and local cities and towns regarding the impact of other known projects in the affected study area to determine how to incorporate those impacts.

3. Capacity Analysis - future conditions capacity and LOS should be computed for no build and build, without and with mitigation measures in place. The performance indicators as documented above in the Existing Conditions section of the report should again be computed and depicted in tabular form.

4. Signal Warrant Analysis - using the Manual on Uniform Traffic Control Devices Handbook, FHWA, 1988 Edition.

5. Summary - tabular summary comparing base-case to five year "no-build" and "build" scenarios.

F. Mitigative Measures

All assessments should include but not be limited to the following:

1. Mitigative Actions - future year performance degradation must be fully mitigated to equivalent "no build" delay and v/c ratios. The effects of mitigative measures such as actively marketing MBTA passes should be quantified in this section.

2. Additional Analysis - capacity analyses of all mitigative measures should be computed as outlined above. Impacts on wetlands, archeology, etc., should also be examined for all mitigation proposed to determine the feasibility of implementation. Where use of existing transit systems is proposed as mitigation, analysis of the impacts on capacity and performance of those services should be qualified and documented in this section.

Impacts of traffic mitigation on air quality must be identified using standard procedures and Mobile 4.1 Emission Model Factors.

3. Commitment - the report should clearly identify the individual costs of the proposed improvements. The responsible party for the implementation of the proposed improvements should also be clearly identified. A mechanism by which these commitments will be executed and their intended duration should be indicated where applicable. Also, a schedule of where, in relation to any project phasing, particular improvements need to be implemented should be outlined.

4. Site Analysis/Geometric Design - the proposed site layout in relation to the existing right-of-way should be clearly shown. Also, the following should be included:

   a. Scaled plan showing existing and proposed layout lines, building and parking lot

areas, driveways and land usage.

b. Proposed geometric changes and widenings. (Driveways, storage lanes, acel/decel lanes)

c. Construction Schedule - with proposed mitigative measures for noise and dust pollution from construction equipment and any capacity restraints on the existing network during construction.

5. Development Options - alternative densities and land uses along with smaller size developments can and in some instances should be analyzed as a means of traffic mitigation.

G. Appendix

The following list identifies data which should be included in each report. This list is to be consistently followed when displaying data and analyses:

1. Recorded traffic counts - tabular summaries

   a. Turning movement counts
   b. Directional volume counts
   c. Existing AM/PM peak period and 24 hour traffic volumes including Peak Hour Factors by approach
   d. Future year peak hour traffic volumes
   e. Adjustment factors and sources

2. Permit sketches and layout plans

3. Capacity and LOS analysis data

   a. Lane geometry
   b. Assumed signal phasing
   c. Critical volumes
   d. Assumed saturation flow rates
   e. All work sheets or computer outputs

4. ITE land use code sheets

5. Plotted stopping sight distance analyses

Sight distance requirements according to A Policy on Geometric Design of Highways and Streets published by the American Association of State Highway and Transportation Officials (AASHTO) must be addressed. These include Departure Sight Distance as well as Stopping Sight Distance at proposed site drives and affected area intersections.

6. Signal warrant analysis sheets

H. Design Standards

The following publications are required:

1. 1985 *Highway Capacity Manual*

2. *Trip Generation*, Institute of Transportation Engineers, 5th Edition

3. Manual on Uniforms Traffic Control Devices Handbook and Massachusetts Amendments

4. Massachusetts Department of Public Works Highway Design Manual

5. American Association of State Highway and Transportation Officials (AASHTO) Handbook.

Listed are some additional recommended publications:

6. Access Management for Streets and Highways, FHWA Implementation Package FHWA-IP-82-3, June 1982.

7. Report FHWA-RD-76-87 Technical Guidelines for the Control of Direct Access to Arterial Highways, August 1975, FHWA.

8. Site Impact Traffic Evaluation Handbook, FHWA, January 1985.

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4/92

TECHNICAL BULLETIN 92-002

DEVELOPMENT OF REGIONAL IMPACT PLANT AND WILDLIFE HABITAT ASSESSMENT GUIDELINES

BACKGROUND

The Regional Policy Plan specifies that "Applications for Developments of Regional Impact that propose to alter [undeveloped areas] shall contain a wildlife and plant habitat assessment. Such assessments shall identify the presence and location of wildlife and plant habitat, including vernal pools, and be a guide for the layout of the development. Developments shall be planned to minimize impacts to wildlife and plant habitat." (2.4.1.1.B.1)

These guidelines summarize the recommended content of a DRI Plant and Wildlife Habitat Assessment. *Note: These guidelines should not be used if a parcel is located in "Critical Wildlife and Plant Habitat" as described in 2.4.1.1.A.* The information required by these guidelines should be submitted in narrative form and on plans as appropriate. Assessments should be conducted by individuals qualified through appropriate academic credentials and field experience in biology, botany, ecology or similar discipline or at least three years professional experience in botanic and wildlife assessments on Cape Cod or similar coastal glacial areas such as Martha's Vineyard, Nantucket or Long Island. A statement of credentials should be submitted with the assessment along with a description of the methodology used and the dates and times of the field visits and the weather conditions encountered.

It is recommended that plant and wildlife habitat assessments be prepared from April-June or September-November wherever possible. In unusual circumstances, such as where the presence of rare species is indicated, the Commission may require field surveys during breeding/flowering seasons.

CONTENT OF ASSESSMENTS

Soils

- Describe soils underlying the development site. Map areas with different soils as appropriate based on results of field testing (not SCS mapping).

Vegetation

• Describe the major upland vegetational communities located on the site, include canopy/trees; shrub layer, low ground cover, herbaceous vegetation. Note approximate depth of leaf litter, and size and height of mature trees. If several different zones of vegetation are present on the site, note the location of these areas on a site plan (suggested scale: 1"=40').

• Identify and delineate wetlands, waterbodies, banks, dunes, flats, and floodplain areas located on the site. Describe the major vegetational communities located in these areas as above.

• Note the relative abundance or scarcity of vegetational community(ies) identified on the site in areas immediately surrounding the development site. In particular, note nearby areas of similar unfragmented habitat. Identify vegetational communities that are unique to the development site.

Wildlife

• Identify wildlife species and evidence of wildlife observed in each vegetational community. Search for amphibians and reptiles under rocks and fallen logs. Identification/observations may include sightings of animal species, identification of species from calls/sounds, tracks, scat, burrows, browse marks, nests, feathers, bone fragments, etc. At least two field visits for the purpose of wildlife identification should be made. Such field visits should occur within one hour of sunrise and within one hour of sunset during good weather.

• Identify presence of wildlife migration areas and corridors, denning, nesting and breeding areas, and deer yards and travel corridors.

• Note presence of snags and significant dead vegetation that may serve as nesting sites for bird species.

• Note presence of fish, amphibians and other species associated with wetlands and waterbodies located on the site.

Vernal Pools

• Note presence of kettle hole depressions and other areas that may function as vernal pools (regardless of association with other wetland area or state certification). If such areas exist, note presence/evidence of vernal pool species. Refer to the state vernal pool certification guidelines for identification of vernal pools. When possible, vernal pool surveys shall be conducted during April, May and June.

Development Impact

• Describe the short-term alterations to the existing vegetation and wildlife habitat that would result during construction of the proposed development.

• Describe the long-term alteration of the existing vegetation and wildlife habitat that would result from the proposed development.

• Demonstrate that the proposed development has been planned to minimize impacts to plant and wildlife habitat.

Mitigation

• Include description of any proposed mitigation measures that are specifically intended to reduce the impact of the proposed project upon plant and wildlife habitat and/or populations. Include any measures designed to enhance existing plant and wildlife habitat that would provide an overall benefit to the area. Where appropriate, describe any revegetation and restoration that is planned after development and associated monitoring. The Commission may request photographs if they will aid in monitoring the success of mitigation projects. Revegetation should emphasize plant species indigenous to Cape Cod.

AVAILABLE INFORMATION

A variety of information which may assist in developing the Assessment is available from the Cape Cod Commission. This includes:

APCC Cape Cod Critical Habitats Atlas and text
Natural Heritage Prog. Estimated Habitat of Rare Species Maps (1992)
Natural Heritage Prog. listing of common found and rare animal species on Cape
1:25,000 Color infrared aerial photographs of Cape Cod
1990 McConnell land use maps and data
USGS Soil Maps
Federal Flood Insurance maps
Coastal Zone Management Shoreline Change maps
Areas of Critical Environmental Concern, maps and text
Department of the Interior Natural Wetland Inventory Maps (1977)
Regional Policy Plan - Cape Cod Open Space/Greenbelt Map
Sample Plant and Wildlife Habitat Assessments for DRIs

It is requested that individuals who would like to use this information make an appointment with the Commission's staff.

West Falmouth Harbor

Salt Water Recharge Basin

- Salt Water Recharge Basin Boundary
- Road
- Town Boundary
- Pond

DOCUMENTATION FOR ARC/INFO COVERAGE OF SUB-DRAINAGE AREAS OF CAPE COD DRAINING TO BUZZARDS BAY (December 11, 1990)

The recharge basin shown here CC-SUBS depicts the sub-drainage area that drains into Buzzards Bay. The GIS coverage was obtained from MassGIS and is documented in accordance with MassGIS standards.

Mike Frimpter of USGS and Neil MacGaffey of the Buzzards Bay Project cooperated on developing this coverage. The drainage boundaries were delineated by interpreting water table elevation contours found in USGS Hydraulic Atlas HA-692. Boundaries were interpreted and delineated on the map in the Atlas, transferred to USGS 1:25000 scale topo maps, and digitized.

Since the Hydrologic Atlas does not contain groundwater contours in areas near the coast, this drainage boundary was delineated based on surface topography.

The coastline arcs and town boundaries are from the MassGIS TOWNS coverage; originally from the USGS 1:100000 scale DLG.

Roads and ponds are also from MassGIS, at 1:25000 scale.

This map was produced by the Cape Cod Commission's Geographic Information System department for the Falmouth Technology Park development agreement.

The map is illustrative and all depicted boundaries are approximate. It is not intended to be used for survey or legal purposes.

Corrections to this map are welcome at the Cape Cod Commission's office.

Cape Cod Commission GIS Services

0 8 miles

Plot file created on September 3, 1992

Attachment C