



# CAPE COD COMMISSION

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DATE: January 29, 1998

TO: Cape Cod Mall Nominee Trust c/o New England Development

FROM: Cape Cod Commission

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

APPLICANT: Cape Cod Mall Nominee Trust c/o New England Development  
One Wells Avenue  
Newton, MA 02159

PROJECT: Cape Cod Mall Renovation and Expansion

PROJECT #: TR96025

BOOK/PAGE: Book 1357/Page 1143  
Book 1357/Page 1152  
Book 7942/Page 272

LOT/PLAN:

Lot 10/Plan 18367-D	Cert. #73925	Lot --/Plan 35455-A	Cert. #44428
Lot 18/Plan 29992-E	Cert. #73925	Lot 12/Plan 13216-I	Cert. #124185
Lot 20/Plan 29992-E	Cert. #73925	Lot 13/Plan 13216-I	Cert. #124185
Lot 21/Plan 29992-E	Cert. #73925	Lot 14/Plan 13216-I	Cert. #124185
Lot 22/Plan 29992-E	Cert. #73925	Lot 11/Plan 13216-I	Cert. #124185
Lot 26/Plan 29992-E	Cert. #73925	Lot 10/Plan 13216-I	Cert. #124185
Lot 13/Plan 18367-D	Cert. #73503	Lot 12/Plan 29719-B	Cert. #78644
Lot 16/Plan 29992-D	Cert. #41206	Lot 11/Plan 29719-B	Cert. #78644
Lot 17/Plan 29992-D	Cert. #41206	Lot 19/Plan 29992-E	Cert. #108683
Lot 23/Plan 29992-E	Cert. #73503	Lot 25/Plan 29992-E	Cert. #104912
Lot 24/Plan 29992-E	Cert. #39492/41206	Lot 27/Plan 29992-E	Cert. #104912
Lot 2/Plan 34491-B	Cert. #44869	Lot A-1/Plan 21173-B	Cert. #129187
Lot 1/Plan 34491-B	Cert. #137708	Lot A-2/Plan 21173-B	Cert. #129187
Lot 14/Plan 29992-D	Cert. #119830	Lot 94/Plan 17786-K	Cert. #76834
Lot 15/Plan 29992-D	Cert. #119830		

## DECISION OF THE CAPE COD COMMISSION

### SUMMARY

The Cape Cod Commission Commission) hereby approves with conditions the application of

Cape Cod Mall Renovation & Expansion - #TR96025  
1/29/98 Decision

Cape Cod Mall Nominee Trust c/o New England Development as a Development of Regional Impact (DRI) pursuant to Sections 12 and 13 of the Cape Cod Commission Act, c. 716 of the Acts of 1989, as amended, for the proposed renovation of and additions to the Cape Cod Mall in Hyannis, MA. The decision is rendered pursuant to a vote of the Commission on January 29, 1998.

### PROJECT DESCRIPTION

The existing Cape Cod Mall is located on a 55.4 acre site in Hyannis, MA. The Mall was originally constructed in 1969 and currently contains approximately 571,274 s.f. of gross leasable floor area and approximately 3096 parking spaces. The project site is bordered by Route 28 to the south, Route 132/Iyanough Road to the north, and Corporation Street/Enterprise Road to the west. Additional retail and hotel uses are located directly east of the project site. The existing site contains two coastal plain ponds and a retention basin for stormwater runoff. The project is located within the Shopping Center Redevelopment Overlay District which was adopted as part of the Barnstable Zoning By-law in May, 1996.

The project consists of the renovation and expansion of the existing Mall to accommodate a total of 822,857 s.f. of gross leasable floor area. The applicant proposes to add a total of 8.1 acres of adjacent land to the existing 55.4 acre Mall site. This 8.1 acres contains 59,478 s.f. of existing commercial and industrial uses. These buildings are proposed to be demolished to provide additional parking and a new access drive for the Mall expansion. On the existing Mall property, Marshalls and Cinemas 1 & 2 are also proposed to be demolished to provide additional parking. Cinemas 3 & 4, totaling 7,316 s.f. on approximately 5.6 acres of land will also be included in the project as parking facilities.

The Mall expansion includes a new access drive as an extension to Enterprise Road in the northwest corner of the site to create a signalized four-way intersection with Route 132 and Independence Way. As part of the project, the Mall exterior will receive updated architectural treatment. Improvements are also proposed to the site's existing stormwater drainage system, signage, parking lot lighting, and landscaping.

### PROCEDURAL HISTORY

The applicant filed an Environmental Notification Form (ENF) with the Executive Office of Environmental Affairs (EOEA), MEPA Unit, on July 1, 1996. The applicant agreed to extend the comment period on the ENF until December 23, 1996. The proposed project was categorically included for the preparation of an Environmental Impact Report (EIR) under the Massachusetts Environmental Policy Act (MEPA). Pursuant to a Memorandum of Understanding (MOU) between the Cape Cod Commission and the EOEA, the applicant elected to participate in a joint Cape Cod Commission/MEPA review process designed to address the concerns of both agencies. Under a separate MOU between the town of Barnstable and the Cape Cod Commission, the applicant also agreed to participate in a joint review process with the Town and the Commission.

A joint public hearing between the MEPA Unit, Cape Cod Commission subcommittee and town of Barnstable to recommend the scope of the EIR was held in the Barnstable Town Hall on December 18, 1996. The Secretary of EOEA issued the Certificate requiring an EIR on January 9, 1997. The applicant submitted a Draft Environmental Impact Report (DEIR)/Development of Regional

Impact (DRI) report to the Commission and Executive Office of Environmental Affairs (EOEA), Massachusetts Environmental Policy Act (MEPA) Unit on May 15, 1997. A joint public hearing on the DEIR/DRI was held in the Barnstable Town Hall on June 18, 1997. The Secretary of EOEA determined that the DEIR was adequate on June 30, 1997. The applicant submitted a Final Environmental Impact Report (FEIR)/DRI to the Commission and EOEA on October 31, 1997. A joint public hearing on the FEIR/DRI was held in the Barnstable Town Hall on December 3, 1997. The Secretary of EOEA certified the FEIR on December 17, 1997.

Subcommittee meetings were held on December 19, 1996, June 19, 1997, September 22, 1997, October 29, 1997, December 3, 1997, and January 15, 1998. At the January 15, 1998 subcommittee meeting, the subcommittee voted unanimously to recommend to the full Commission that the Cape Cod Mall renovation and expansion be approved as a DRI, subject to conditions. A final public hearing before the full Commission and public hearing pursuant to Section 13(b) of the Cape Cod Commission Act was held on January 29, 1998. At this hearing, the Commission voted unanimously with one abstention to approve the project as a DRI, subject to conditions.

#### Materials submitted for the Record

##### From the Applicant:

Letter, Goulston & Storrs, to Reitsma, Joint MEPA/DRI review	6/3/96
Draft ENF information	6/4/96
Draft DRI application	6/5/96
Letter, Stinson & Ford, to Ralph Crossen, Preliminary Site Plan Review filing with attachments	6/5/96
Letter, Anderson & Nichols, Utility Systems information	6/5/96
Plans, New England Development (all below received on this date)	6/5/96
-Existing Site Plan, black/white and color, full sized	
-Existing Topography, black/white and color, full sized	
-Existing Utilities, black/white and color, full sized	
-Existing Drainage, black/white and color, full sized	
-Proposed Drainage, black/white and color, full sized	
-Sanitary Sewage, black/white and color, full sized	
-Water Distribution, black/white and color, full sized	
Plans, Cullinan Engineering, Existing Property Lines, black/white, full sized	6/5/96
Preliminary Site Development, planting sections, 11x17, Arrowstreet, Inc.	6/11/96
Letter, Arrowstreet Inc., to Crossen, Preliminary Site Plan Review filing with attachments	6/12/96
Letter, Arrowstreet Inc., to Ralph Crossen, Preliminary Site Plan Review filing, signage and lighting information	6/19/96
Letter, Johnson & Stover, Inc., Lighting Narrative	6/19/96
Plans, Arrowstreet, Lighting information (initial/maintained levels), four full-sized black and white plans	6/19/96
Letter, R.D. Vanasse & Associates, Preliminary Site Plan Review filing, traffic information, technical appendix	6/26/96
Traffic Access & Circulation Plan, R.D. Vanasse & Associates, Inc.	6/26/96
NED, to Town of Barnstable, preliminary Site Plan Review, traffic information	6/26/96
NED, to Town of Barnstable, preliminary Site Plan Review, traffic tech. appendix	6/26/96

Letter, RDV, Preliminary Site Plan Review filing, Traffic information	7/1/96
Letter, Arrowstreet, to Trudy Coxe, ENF submittals	7/3/96
No heading, Listing of items submitted	7/23/96
Letter, Stinson & Ford, to Ralph Crossen, request to change meeting date	7/25/96
Letter, Goulston & Storrs, to Jan Reitsma, request to extend decision period on the ENF	8/2/96
Letter, Stinson & Ford, to Ralph Crossen, request to change meeting date	8/28/96
Preliminary Building Plan 1"=200', Arrowstreet, Inc.	10/11/96
Letter, New England Development, to Armando Carbonell, discussion of project	10/21/96
Memo, RDV, List of tentative traffic study locations	11/5/96
Preliminary Site Plan filing, 1"=200'	11/5/96
Site Plan Review photos/renderings, 11x17	11/6/96
Letter, Goulston & Storrs, to MEPA, request to extend decision period on the ENF	11/8/96
Renderings, Arrowstreet Inc., Preliminary Site Plan, Building Design, 11 x 17, color, three copies	11/13/96
Letter, Stinson & Ford, to Ralph Crossen, Final Site Plan Review filing with an appendix of items to be incorporated in final plans	11/15/96
New Site Lighting Plan, Initial and Maintained Light Levels, Johnson & Stover, Inc., 2 sheets	11/21/96
Arrowstreet Inc., MEPA/DRI Joint Review Application package @1"=100', 15 sheets	11/25/96
Arrowstreet Inc., MEPA/DRI Joint Review Application package	
-Application form (one bound volume)	11/26/96
-Traffic analysis (one bound volume)	11/26/96
-Traffic analysis/tech. appendix (one bound volume)	11/26/96
 Fax, New England Development, Gross Floor Area vs Fee (Breakdown)	12/5/96
Letter, New England Development, fee transmittal letter	12/17/96
Facts Sheet, Saragoni & Company, facts about redevelopment	12/18/96
Documents/Certificates of Title, Arrowstreet	1/21/97
Letter, New England Development, followup to meeting with Commission staff	2/4/97
Letter, New England Development, traffic information and study	2/6/97
Packet of information, tour of other malls	2/26/97
Letter, Arrowstreet, followup on tour of other malls, design issues	3/21/97
Letter, RDV, discussion of Enterprise Road	3/28/97
Letter, NED, additional information from VHB on Enterprise Road	3/28/97
Letter, Goulston & Storrs, response to issues raised by Stuart W. Rapp	4/18/97
Letter, Goulston & Storrs, to Bob Mumford, analysis of Enterprise Road	4/24/97
Fax, Paul O'Leary & Associates, to David Gilmore/NED, appraisal	4/24/97
New Site Lighting Plan, Initial and Maintained Light Levels w/35' mounting height, Johnson & Stover, Inc., 2 sheets	5/14/97
New England Development (NED), Joint MEPA/DRI DEIR submission	5/15/97
-project summary (one bound volume)	
-traffic technical appendices (four bound volumes)	
-traffic list of figures (one bound volume)	
-stormwater and drainage information (Appendix B) (one bound volume)	

Enterprise Road Extension - Detailed Conceptual Mitigation Plan, R.D. Vanasse & Associates, Inc.	5/15/97
Landscape portion of transportation information (one bound volume)	5/22/97
CBA Landscape Architects, proposed planting plan	6/5/97
Fax, Goulston & Storrs, to Bob Mumford, appraisal	6/10/97
Attorney Davis, to Subcommittee, comments on 6/12/97 Staff Report	6/18/97
Johnson & Stover, Exterior lighting narrative (2 copies)	6/19/97
Arrowstreet, to Ralph Crossen, Exterior lighting and signage	6/19/97
Summary, comments/responses to discussion of design issues on 6/19/97	7/28/97
Summary, comments/responses to discussion of stormwater, natural resources and open space on 6/30/97	8/5/97
Letter, summary of traffic issues with attached letter	8/12/97
Technical cuts for solar-powered signs	8/12/97
New Site Lighting Plan, Initial and Maintained Light Levels w/35' mounting height, Johnson & Stover, Inc., 2 sheets (revised)	8/18/97
New Site Lighting Plan, Initial and Maintained Light Levels w/25' mounting height, Johnson & Stover, Inc., 2 sheets	8/18/97
Letter from Johnson & Stover w/attachments	8/19/97
HydroAnalysis Inc., Statement of Qualifications	August, 1997
Appendix B, Cape Cod Mall Design Guidelines enlarged from FEIR/DRI, 18 sheets	8/25/97
RDV, fax, comments on site design issues from 7/29/97 meeting	9/8/97
Memo, comments on site design issues from 7/29/97 meeting	9/8/97
Cape Cod Mall Design Guidelines (spiral bound)	9/8/97
Proposed sign design, 2 sheets	9/8/97
Color map, 11 x 17, site changes (2 copies)	9/10/97
Memo, Johnson & Stover, 30-ft pole height lighting scheme	9/10/97
Resume, Spencer T. Osborne	9/12/97
New Site Lighting Plan, Initial and Maintained Light Levels w/30' mounting height, Johnson & Stover, Inc., 2 sheets	9/16/97
Loss Control Program, Beaver Builders	9/16/97
Superintendent's Safety Manual, Beaver Builders	9/16/97
Hazard Communications Program, Beaver Builders	9/16/97
Memo, comments on hazardous materials/recycling issues from the 6/30/97 final scoping letters	9/16/97
Memo, tentative project changes	9/18/97
Memo, tentative project changes	9/22/97
Cape Cod Mall Design Guidelines (spiral bound)	9/22/97
Color drawing, mall sign	9/22/97
Color photo	10/6/97
Letter, NED, open space issues	10/8/97
Map, proposed off-site open space lots	10/15/97
Memo, comments on outstanding issues in memo from Commission dated 10/10/97	10/21/97
Arrowstreet, table, existing conditions summary of hazardous materials and wastes for the existing Sears store	10/22/97
Cape Cod Mall Design Guidelines (spiral bound)	10/21/97
RDV, trip generation data	10/28/97

Cape Cod Mall Design Guidelines (spiral bound)	10/29/97
RDV, mitigation summary (traffic)	10/30/97
New England Development (NED), Joint MEPA/DRI FEIR submission	10/31/97
-project summary (one bound volume)	
-traffic report (one bound volume)	
-traffic technical appendices (two bound volumes)	
Cape Cod Mall Fig. 2-10, Route 132 planting section, Arrowstreet, Inc.	10/31/97
Comments, from meetings with Commission staff (bound copy)	Undated
-site design (7/29/97)	
-wastewater, stormwater, natural resources, open space (8/5/97)	
-traffic (8/12/97)	
-Cape Cod Mall Design Guidelines, economic development (8/26/97)	
-unresolved issues (9/9/97)	
-hazardous materials and recycling (9/16/97)	
Aerial photo, project site, color, 8 1/2 x 11	Undated
Hoyts cinema sign photo, Mashpee Commons, 11x17	Undated
Renderings, New England Development, color, 11 x 17, 2 sets	Undated
Renderings, Arrowstreet Inc., signage and graphics, 11 x 17, black/white, 1 set	Undated
Photo sheets, New England Development, vegetation examples, 11 x 17, color	Undated
Plans, New England Development, Preliminary Site Plan, Building Design, color renderings, full sized	Undated
Proposed site plan, Anderson-Nichols & Co., Inc.	Undated
Synopsis of Commission responses to the FEIR	Undated
Mall entry perspectives, Arrowstreet Inc., 2 sheets 11 x 17	12/3/97
Notice of Intent, prepared by ENSR	12/19/97
Notice of Intent plan submission, Arrowstreet Inc., 11 sheets	12/19/97
Preliminary exterior elevations, Arrowstreet Inc., sheets A-1 through A-5	12/29/97
Pylon sign studies, Arrowstreet Inc., 3 sheets	12/29/97
Proposed planting plan, CBA Landscape Architects	12/29/97
Proposed shrub planting, CBA Landscape Architects	12/29/97
Copy of letter from ENSR to NED, Revised Hazardous Materials Inventory	12/30/97
Letter w/changes to draft decision, Goulston & Storrs, 16 pages	1/9/98
Copy of memorandum from Joseph Stupar, RDV to David Gilmore, NED, w/Table 1, Trip Reduction/Traffic Mitigation Schedule	1/9/98
Aerial perspective, Arrowstreet Inc.	1/15/98
Proposed site plan w/maximum building envelope dated January 15, 1998, Arrowstreet Inc.	1/15/98
Letter with attachments from Anderson-Nichols & Co. Inc. w/revised stormwater design for lot 6	1/22/98
Dimensions of existing entrance sign at Route 28, Arrowstreet Inc. received	1/22/98
Letter from Michael Ford, Esq. to Commission staff dated January 23, 1998	1/23/98
Pylon Sign Illustration, Arrowstreet Inc. 3 sheets	1/27/98

Cape Cod Commission:

Memo to Subcommittee about local overlay district	5/31/96
Letter, to James V. Terilizzi, RDV, traffic issues	6/13/96
Meeting Notes, Open space and Landscaping	6/19/96

Letter, Robert C. Davis, Goulston & Storrs, DRI/MEPA	7/17/96
Memo, to Subcommittee, Minutes, Site Plan Review	8/14/96
Letter, to David Gilmore, New England Development, traffic	10/4/96
Letter, to Ralph Crossen, traffic issues	10/18/96
Memo, to Subcommittee and Staff, project update	10/18/96
Letter, to Stephen R. Karp, New England Development, project issues	10/23/96
Staff Report	12/12/96
Scoping Session Agenda, Joint MEPA/DRI process	12/18/96
Subcommittee Review Report	12/23/96
Letter, transmittal of Subcommittee Review Report to Secretary Cox	12/24/96
Photos, Tour of other malls, perimeter photos	January, 1997
Memo, to Ingrid Moulton, Arrowstreet, additional information	1/14/97
Letter, to David Gilmore, NED, summary of traffic issues	2/28/97
Letter, to David Gilmore, NED, further discussion of traffic issues	4/9/97
Memo, to Subcommittee, transmission of letters received and correspondence	5/2/97
Memo, to Subcommittee, transmittal of DEIR	5/15/97
Memo, to Subcommittee, transmittal of tables omitted from DEIR and change in meeting date	5/23/97
Staff Report	6/12/97
Agenda, Joint Review hearing	6/18/97
Cover letter and Subcommittee Review Report	6/19/97
Memo, summary of design issues	6/19/97
Fax, to David Gilmore, NED, from Bob Mumford, property appraisals	6/20/97
Section of buffer at Route 132	7/29/97
Meeting Summary, design issues	8/1/97
Meeting Summary, stormwater, natural resources and open space	8/5/97
Notes, working session on design issues	8/8/97
Letter, to Swan Design, lighting issues	8/8/97
Swan Design, memo on lighting	8/11/97
Letter, to Johnson & Stover, lighting issues	8/12/97
Meeting Summary, traffic Issues	8/12/97
Letter, to Swan Design, lighting issues	8/13/97
Memo, to Subcommittee, list of Working Meetings	8/14/97
Letter, to Barnstable Town Manager, coordination of project review	8/14/97
Meeting Summary, design guidelines/economic development	8/26/97
Swan Design, memo, comments on lighting diagrams	9/3/97
Memo, meeting schedule	9/4/97
Meeting Summary, lighting/design/traffic	9/9/97
Swan Design, letter, review of 25-ft and 35-ft lighting schemes	9/9/97
Meeting Summary, solid & hazardous waste issues	9/16/97
Memo, to Subcommittee, meeting reminder on outstanding issues	9/18/97
Memo, Issues to be Addressed	9/22/97
Memo, to Subcommittee & Town, change in meeting on lighting	9/22/97
Comments on issues to be addressed responding to applicant's memo "Tentative Project Changes" of 9/17/97	9/22/97
Swan Design, letter, review of 30-ft lighting scheme	9/23/97
Memo, Summary of Administrative Review Procedure	10/97
Memo, to Subcommittee, design issues	10/2/97

Staff comments on Cape Cod Mall Design Guidelines dated 9/8/97	10/3/97
Memo, to Subcommittee, meeting on design and open space	10/9/97
Chart, open space calculations	10/9/97
Summary of comments on outstanding issues	10/10/97
Update on Design/Transportation issues	10/21/97
Memo, to Subcommittee, about Cape Cod Mall Design Guidelines	10/23/97
Memo, to David Gilmore, elimination of parking spaces	10/27/97
Letter from Armando Carbonell to Dr. Alan Donhelser	11/3/97
Memo, to Subcommittee, meeting reminder	11/14/97
Comments, landscape design	Undated
Commission staff report on FEIR	11/26/97
Public hearing agenda	12/3/97
Subcommittee Review Report on FEIR w/cover letter to MEPA	12/9/97
Memo to staff, meeting schedule	12/18/97
Memo, to Subcommittee & Town, meeting notice	12/23/97
Concept Plan to address circulation, safety & buffer issues	Undated
Letter from Commission staff to Robert Gregory, MHD	1/21/98

Town of Barnstable:

Existing Zoning Districts, Proposed Shopping Center Overlay District, Town of Barnstable, 1"=100'	9/95
Text, Shopping Center Redevelopment Overlay District (SCROD), final version	4/24/96
Notes, Site Plan Review Meeting	6/5/96
Notes, Site Plan Review Meeting	6/12/96
Memo, Planning Dept., to Site Plan Review Committee, Landscaping and Open space comments	6/14/96
Notes, Site Plan Review Meeting	6/19/96
Memo, Planning Dept., to Site Plan Review Committee, Lighting and Signage comments	6/24/96
Notes, Site Plan Review Meeting	6/26/96
Memo, Planning Dept., to Site Plan Review Committee, Transportation comments (incl. memo from CCRTA)	7/9/96
Notes, Site Plan Review	7/10/96
Notes, Site Plan Review	7/17/96
Memo, DPW, to Crossen, Transportation comments	7/17/96
Meeting Notice, Building Division, Site Plan Review	9/30/96
Notes, Site Plan Review	10/16/96
Meeting Notice, Building Division, Site Plan Review	10/22/96
Meeting Notice, Building Division, Site Plan Review	11/6/96
Listing, Items Incorporated in Site Plan Review	11/13/96
Notes, Site Plan Review	11/18/96
Letter, Warren Rutherford, Comments on Review Process and enclosures	12/3/96
Letter, Health Department, Comments on Mall and Sears Auto Center	12/6/96
Letter, Robert Schernig, Comments to Site Plan Review on landscaping and open space	6/14/97
Letter, Town Manager, Comments to Secretary Cox	6/19/97
Letter, Town Manager, Clarification of comments to Secretary Cox	



w/attachments	8/12/97
Letter, Ralph Crossen, comments on off-site open space	8/26/97
Letter, Dr. Alan Donheiser, Barnstable EDC, design issues	10/12/97
Letter, Town Manager, design issues	10/14/97
Letter, Town Manager, design issues and open space	10/14/97
Abstract, Stormwater management, P8 Urban Catchment Model (1990)	Undated
Building Division, Notice, Site Plan Review	Undated
Listing, Town offices, Planned Transportation projects, FY 1996 - 1999	Undated
Plan, SCROD boundaries, full sized, black/white, one copy	Undated
Copy, Article 39 (Toxic & Hazardous Materials)	Undated
Letter to Trudy Coxe from James Tinsley, Barnstable Town Manager	
w/attachments	12/10/97
Proposed sign s.f. calculations by Ralph Crossen, Building Commissioner	1/22/98

State Agencies:

Massachusetts Historical Commission, Stamped returned notification form	7/29/96
Letter, to Trudy Coxe, from Massachusetts Highway Department (MHD),	
Comments on ENF/EIR	8/1/96
Certificate on the ENF, from Secretary Coxe (with attachments)	1/31/97
Letter, to Trudy Coxe, from Massachusetts Highway Department, Comments on	
DEIR	6/30/97
Certificate on the DEIR, from Secretary Coxe	7/3/97
Certificate on the FEIR, from Secretary Coxe	12/17/97
Letter to Trudy Coxe from MHD on FEIR	12/17/97

From the public:

Map, Showing a pond and subdivision of lots between Route 28 and Fresh	
Holes Road, dated 2/16/77	12/18/96
Letter, Furman, Cannon & Ross, P.C., comments on review process	
(signed by Stuart W. Rapp (w/attached map)	3/5/97
Letter, Furman, Cannon & Ross, P.C., comments on review process	
(signed by Stuart W. Rapp (w/attached map)	5/7/97
Association for the Preservation of Cape Cod, comments on the project	6/16/97
Riverside Properties, Inc., comments on traffic impacts	6/18/97
Note, address of Cape Cod Regional Transit Authority	10/3/97
Memo, Cape Cod Regional Transit Authority, transit access info.	10/3/97
-Letter to Joseph Stupar	
-Brochures	
-Transit proposal	
Letter, Alice D. Fisher, design issues	10/13/97
Letter, Susan J. Peters, design issues	10/15/97
Memo, Cape Cod Regional Transit Authority, transit information	11/14/97
-Letter to Joseph Stupar	
-Memo from Exec. Office of Transportation/Construction,	
TDM guidelines	
Letter from Joseph G. Potzka, Jr. CCRTA w/attachments	12/18/97

The application and notices of public hearings relative thereto, the Commission staff notes, exhibits and correspondence, the transcript and minutes of the hearings and all written submissions received in the course of our proceedings are incorporated into the record by reference.

### TESTIMONY

At the December 18, 1996 public hearing/scoping session on the Environmental Notification Form (ENF), Mr. Vigneau of the MEPA Unit described the MEPA process and noted that an Environmental Notification Form (ENF) was originally filed on this project on July 1, 1996. He indicated that the project is categorically included for the preparation of an Environmental Impact Report (EIR) based on anticipated trip generation. Attorney Michael Ford introduced the project and noted the procedural history leading up to tonight's hearing. He noted that the applicant worked with town officials to draft an overlay amendment to the zoning bylaw to allow the project to go forward. He noted that the applicant had also participated in an advisory site plan review process prior to tonight's hearing, with participation by Commission staff.

David Gilmore, representing New England Development, applicant on the proposed project, explained the history of the Mall project, noting that the Cape Cod Mall has not received any major physical improvements since its construction in 1969 and subsequent expansion in the 1970s. Robert Slattery of Arrowstreet, the architectural consultant for the project, described the proposed architectural design. Sharon Rooney presented the staff report on the project. Sue Pommrehn, transportation engineer with the Cape Cod Commission, described requirements under the Regional Policy Plan for transportation. Ed Eichner, Water Resources scientist discussed stormwater issues. Comments from public officials included Ralph Crossen, Barnstable Building Commissioner, who asked questions regarding trip generation. Robert Schernig, Barnstable Planning Director, discussed the transportation scope of review. Susan Walker, Vice President and board member of the Association for the Preservation of Cape Cod (APCC), supported the scope of review recommended in the staff report.

Comments from the public included Stuart Rapp, representing Doherty Investment Corporation, abutters to the project, who expressed concern for the adequacy of parking on the site with the proposed expansion. Mark Levy, owner of a shopping plaza at the intersection of Enterprise Road, Corporation Road and Bearses Way, asked that additional information be provided on proposed improvements to these intersections. Ken Jansen, a Barnstable resident on Mary Dunn Road, expressed concern about traffic impacts on Mary Dunn Road as a result of the applicant's proposed extension of Enterprise Road, which would result in increased traffic through Independence Park. Joe Dugas of Barnstable village asked that provisions for safe pedestrian access be provided between the Mall and the KMart plaza.

At the June 18, 1997 public hearing on the DEIR/DRI, attorney Michael Ford provided a development history of the Cape Cod Mall. Attorney Robert Davis noted that there are many issues on the table and emphasized a delicate balance which must be achieved if tenants are to re-commit to the renovation and expansion. He also requested working sessions with the staff and subcommittee to resolve design issues. George Trombley of Arrowstreet, project architects, described the Mall design. Sharon Rooney gave an overview of the staff report, noting that key issues for the project include transportation and community character. Sue Pommrehn, transportation engineer, provided an overview of transportation issues. Jim O'Connell, Economic Development Officer, discussed economic issues. Comments from local officials included

Barnstable Town Councillor Audrey Loughnane, who noted that the town does not have authority over design and requested the Commission pay close attention to community character issues. Tom Geiler, Barnstable Director of Health, Safety, and Environmental Services discussed a letter from town staff. Jackie Etsten, Barnstable Planning Department discussed traffic mitigation measures and the need for additional planting in the parking lots to improve safety.

Comments from the public included Brian McCarthy, member of a local carpenters union, who asked that local contractors be given preference in hiring for Mall construction. Lynn Poyant, Executive Director of the Cape Cod Chamber of Commerce, supported the redevelopment of the Mall. Jim Heggarty, a Mall tenant, discussed the loss of business to off-Cape malls and the importance of redevelopment of the Cape Cod Mall. Timothy Cayton, representing the International Brotherhood of Electrical Workers, requested a commitment from the applicant to hiring local construction workers. Mark Wortner, representing the Association for the Preservation of Cape Cod, questioned where employees will live and whether the Mall redevelopment will induce residential growth and in turn result in the construction of exit 6-1/2.

At the December 3, 1997 public hearing on the FEIR/DRI, Attorney Ford gave an overview of the FEIR, noting changes to the project since filing the DEIR/DRI. Sharon Rooney presented the staff report, noting that staff is in support of the proposed changes to the project. She briefly described the design guidelines as a highlight of the revisions to the project. Sue Pommrehn discussed a reduction in traffic for the project due to the demolition of cinemas 3 & 4 and summarized other traffic mitigation measures proposed for state highway locations and measures to meet the 20% trip reduction requirement. Mary Jacobs, Barnstable Assistant Town Manager, indicated that the Town supports the staff report as written and believes that remaining issues could be resolved through DRI and local review and encouraged MEPA to certify the FEIR. Comments from the public included Nicholas Fitzgerald, who asked when construction would start on the project and how long it would take.

### JURISDICTION

The proposed project qualifies as a DRI under Section 12(i) of the Cape Cod Commission Act as "any proposed development project for which the Secretary of Environmental Affairs requires the preparation of an Environmental Impact Report (EIR) in accordance with the provisions of Sections 61 - 62H, inclusive, of M.G.L. Chap. 30 shall be deemed a Development of Regional Impact." The project is categorically included for the preparation of an EIR due to anticipated trip generation in excess of 3000 vehicles per day. The project also qualifies as a DRI under Section 3(e) of the DRI Enabling Regulations as "any proposed...retail...addition...with a gross floor area greater than 10,000 s.f."

### FINDINGS

The Commission has considered the application of Cape Cod Mall Nominee Trust c/o New England Development for the proposed Cape Cod Mall renovation and expansion in Hyannis, MA, and based on consideration of such application, the information presented at the public hearings and submitted for the record, the Commission makes the following findings subject to Sections 12 and 13 of the Act:

## **A. General**

A.1. The project consists of the renovation and expansion of the Cape Cod Mall, which was originally constructed in 1969, to accommodate a total of 822,857 s.f. of gross leasable area with a total of 3569 parking spaces.

A.2. The project is substantially located within the Shopping Center Redevelopment Overlay District (SCROD) which was adopted as part of the Barnstable Zoning By Law in May, 1996. The Overlay District includes the existing Mall site as well as 8.1 acres of adjacent land which contains 59,478 s.f. of existing commercial and industrial buildings. While not part of the original SCROD, cinemas 3 & 4, totaling 7,316 s.f. on approximately 5.6 acres of land will also be included in the project as parking facilities. These buildings and others on the existing Mall site are proposed to be demolished to provide additional parking and a new access drive for the Mall expansion.

A.3. The proposed project was categorically included for the preparation of an Environmental Impact Report (EIR) under the Massachusetts Environmental Policy Act (MEPA). Pursuant to a Memorandum of Understanding (MOU) between the Cape Cod Commission and the Executive Office of Environmental Affairs, the applicant elected to participate in a joint Cape Cod Commission/MEPA review process designed to address the concerns of both agencies. Under a separate MOU between the town of Barnstable and the Cape Cod Commission, the applicant also agreed to participate in a joint review process with the Town and the Commission.

## **B. Water Resources**

B.1. The Cape Cod Mall site is located within a Wellhead Protection Area/Zone II and the Marine Water Recharge Area to Lewis Bay.

B.2. Wastewater from the existing Mall is treated at the Town of Barnstable wastewater treatment facility and approximately 5,000 gallons per day (gpd) will be added to the facility by the proposed Mall expansion.

B.3. Stormwater on the site is currently discharged into and around four freshwater ponds (Ponds A, B, C, and a detention basin, Pond D) adjacent to and within the site.

B.4. The applicant revised the stormwater system design to decrease stormwater discharges during all three design storms (10-year, 25-year, and 100-year), provided hooded sumps, reduced discharge volumes to Pond D (the detention basin), and eliminated discharges to Pond A and Pond B to improve the water quality of these ponds. Lot 6, which currently contains Cinemas #3 & 4 has two catch basins which directly discharge to Pond C. The applicant has agreed to provide a reduced indirect discharge into Pond C and thereby enhance its water quality to the extent feasible.

## **C. Natural Resources/Open Space**

C.1. Due to its location in a Wellhead Protection Area, the Mall redevelopment area is within a Significant Natural Resource Area as designated and mapped by the Cape Cod Commission. In such areas, redevelopment projects are required to provide a minimum of 30% open space. Based on an area of 68.08 acres for the total redevelopment area, less 5.63 acres of ponds, the applicant

is required to provide a total of 18.73 acres of open space. This will require increasing the amount of open space over what currently exists within the redevelopment area.

C.2. The applicant proposes to provide the required open space through a combination of on-site dedication and restriction of off-site land. The DEIR/DRI proposes to contribute an off-site parcel of land adjacent to Route 6 (the "Route 6 parcel") which is in a highly degraded state and would require both restoration and continued monitoring to prevent encroachment. After discussions with the Cape Cod Commission, the applicant has agreed that if other land, in a more pristine condition can be restricted in a manner to satisfy the requirements of the Barnstable Zoning By-Laws, the applicant shall provide a cash contribution toward the acquisition of alternative off-site open space in an amount equal to the cost of the Route 6 parcel.

C.3. The Regional Policy Plan requires a minimum 100' buffer to wetlands. This requirement may be modified where the buffer is already altered and would require the removal of structures and/or pavement. Several ponds are located on, and immediately adjacent to, the Cape Cod Mall site. These ponds have been subject to varying degrees of alteration for drainage purposes, and have existing development, including buildings and parking, within portions of their 100' buffers. In several locations, the applicant is proposing to increase the amount of vegetated buffer around these ponds and/or improve stormwater discharges. In other locations, existing development and stormwater basins will be retained.

C.4. Pond A contains the highest wildlife habitat value on the site and is surrounded by a buffer of dense vegetation. This pond currently has a motel located within a portion of its 100' buffer. The applicant is proposing to remove this motel and construct a stormwater management area and 56-car parking lot in the vicinity of the existing motel. This stormwater management area will further encroach on the buffer zone of this pond. The applicant has redesigned the drainage for the parking lot to minimize impacts on the Pond. To the extent that the applicant is able to provide sufficient parking on-site to meet local requirements, the applicant is encouraged to remove all or a portion of this parking lot and relocate the drainage recharge area as far outside the buffer zone to Pond A as possible, enabling further restoration of the buffer to this Pond.

C.5. The Massachusetts Highway Department has requested that the applicant upgrade a section of Route 28 to a four-lane cross section. This roadway widening has the potential to further encroach on the 100' buffer to a pond and wetlands along this section of Route 28. No plans have yet been submitted by the applicant detailing this roadway widening as the applicant is discussing the need for this upgrade with MHD.

## **D. Air Quality**

D.1. Minimum Performance Standard (MPS) 2.5.1.1 requires DRIs to be in compliance with the Massachusetts State Implementation Plan and DEP Air Pollution Control Regulations. DEP requires that new development offset all pollutant emissions. The Cape Cod Mall air quality analysis indicated that an additional 4.37 kg/day of VOCs and 5.92 kg/day of NOx would be emitted as a result of the proposed expansion. These levels do not account for the effects of trip reduction strategies proposed in the FEIR/DRI such as the proposed interconnect with Christmas Tree Shops, Travel Demand Management (TDM) programs, and pedestrian improvements. While the effect of these strategies on air quality cannot be directly quantified, compliance with the 20% trip reduction requirement of the Regional Policy Plan is likely to offset the anticipated increase in

emissions anticipated with this project. In addition, neither further review nor additional air quality mitigation was required by the Executive Office of Environmental Affairs, MEPA Unit.

## **E. Economic Development**

E.1. The Cape Cod Mall has not undergone a significant renovation since 1976. The applicant stated that the Mall needs to expand in order to become more competitive. Existing anchor stores are significantly smaller than the industry norm of 150-200,000 s.f. In addition, cinema complexes currently have 10-14 theaters, while the Cape Cod Mall has only two theaters on their property with two more under separate ownership adjacent to the site.

E.2. With the renovation of the Mall, existing anchor stores will increase in size, enabling them to increase their offerings and market share with additional square footage available for other retailers, major tenants and proposed cinemas.

E.3. The applicant estimates that Cape Cod currently has a retail sales leakage of \$127 million per year, representing a demand for retail goods and services that is not being met locally. The applicant estimates that \$36 million (approximately 29% of the total) of this sales leakage will be captured annually by the Mall after its renovation and expansion.

E.4. The applicant estimates that the Mall renovation will generate an additional \$76 million annually over a five year period, consisting of \$9 million (12%) in sales from natural growth; \$36 million (47%) from recaptured leakage to off-Cape markets; \$23 million (30%) in sales to off-Cape tourists and seasonal residents; \$7.5 million (10%) transferred from existing Cape merchants.

E.5. The DEIR/DRI states that the Mall renovation and expansion will create approximately 670 new year-round positions, including 280 full-time positions and 390 part-time positions. Approximately 93 of the full-time positions will be managerial jobs. The project will also generate 300 seasonal employment positions, including 100 full-time and 200 part-time jobs. The applicant predicted that the majority of these employment positions are likely to be generated for Cape Cod residents. The applicant also anticipates that new entrepreneurial opportunities will open up for Cape Cod businesses as a result of the Mall renovation.

E.6. The applicant estimates that the Mall renovation and expansion will generate between 900 and 1,100 construction-related jobs. Construction employment for the overall renovation will generate 500-600 positions for a period of at least one year. The DEIR/DRI indicates that there will be an additional 400-500 construction positions remodeling or fitting out Mall tenants. Annual construction payroll for the renovation is estimated at \$26 - \$32 million. The applicant proposes to hire Cape Cod construction workers and subcontractors as much as possible. In addition, the general contractor will take additional measures to encourage the participation of Cape Cod contractors in the redevelopment of the Cape Cod Mall.

E.7. The applicant estimates that the Mall expansion will result in an additional \$163,000 in property taxes to the Town, with a cost to the Town of \$91,000 to provide additional services to the Mall. This results in net additional property taxes and permit/fee revenues to the Town of Barnstable of \$72,000 per year, with additional taxes of \$15,000 going to the Hyannis Water District.

## **F. Transportation**

F.1. To address the site drive and regionally significant off-site traffic impacts of the project, the applicant agreed to provide the mitigation measures described in section 4.0 of the FEIR/DRI. These measures include roadway, intersection, and pedestrian improvements in accordance with the RPP.

F.2. The applicant agreed to provide the improvements and trip reduction strategies described in section 4.0 of the FEIR/DRI. Together, these improvements and strategies satisfy the trip reduction requirements of the RPP.

F.3. According to Table 4-4 on traffic generation in the FEIR/DRI, the regional roadways beyond the site drive would increase in traffic by 2,386 weekday daily, 205 weekday PM peak hour, 2,702 Saturday daily, and 230 Saturday peak hour trips with the extension of Enterprise Road and the elimination of Cinemas 3 & 4. The applicant agreed to trip reduction strategies within the FEIR/DRI to reduce the number of trips added to the regional roadway system by 596 weekday daily, 51 PM peak hour, 676 Saturday daily, and 57 Saturday peak hour trips.

F.4. According to Figures 4-3 and 4-3A in the FEIR/DRI, the study area for the project included all regional intersections and roadways significantly impacted as defined in the RPP and those intersections required by the Massachusetts Highway Department for mitigation. The applicant assigned the additional site traffic to the regional roadway system, documented existing area traffic volumes and travel patterns, and determined the roadways and intersections significantly impacted by the project. The applicant developed traffic volume forecasts for future daily and peak hour conditions with the project for year 2002 from which mitigation strategies were developed. The methodology used to conduct the traffic impact analysis is consistent with the RPP.

F.5. The Town of Barnstable requested the applicant to fund and construct the extension of the existing Enterprise Road to Route 132 at Independence Drive as a primary component of its transportation mitigation. It has been a priority of the Town of Barnstable to extend this road. The Barnstable/Yarmouth Transportation Study conducted in recent years indicates that this link is critical to the long range plans for the Town. The applicant agreed to extend the existing two lane Enterprise Road with 80 feet of right-of-way for four travel lanes. The applicant has developed a conceptual improvement plan for the proposed extension in Figure 4-18 of the FEIR/DRI for the project. This plan includes improvements to the Enterprise Road intersection with Route 132.

F.6. As part of extending Enterprise Road, the applicant agreed to improve the intersection of Bearses Way and Enterprise Road with signalization. The applicant has developed a conceptual improvement plan for this intersection in Figure 4-23 of the FEIR/DRI for this project.

F.7. Under the RPP, the applicant was required to maintain a 100' buffer to Pond A adjacent to the proposed Enterprise Road extension. Due to this buffer requirement, the Enterprise Road extension will not meet the requirements of a designated bicycle route given the width of pavement and a 14-foot outside travel lane.

F.8. A credit of \$303,400 toward off-site traffic impacts from the project was established based upon the extension of Enterprise Road. The credit is based upon the applicant's cost for right-of-way acquisition, building demolition, roadway design and construction less any benefit gained by

the Cape Cod Mall by the roadway extension.

F.9. The applicant demonstrated that the cost to provide the regional benefits gained with extending Enterprise Road exceed \$303,400. With this credit, the applicant agreed to restrict the land area acquired to extend Enterprise Road, lots 1 through 5 shown in Figure 2-2 of the FEIR/DRI, to the proposed surface parking areas, open space, or facilities which increase accessibility of alternate modes of travel. The applicant agreed to limit the use of this same land area to additional sidewalks, bicycle paths, bicycle lanes, transit stops, turnouts, shelters, or open space.

F.10. The applicant agreed to apply this credit toward mitigation of the following roadways, intersections, and rotaries within the study area:

a. Route 28 and Yarmouth Road: Allowed under the RPP, the applicant determined that the fair share cost to mitigate this intersection would be \$12,200.

b. Route 28 (Airport Rotary and Yarmouth Road): Allowed under the RPP, the applicant determined that the fair share cost to mitigate this intersection would be \$90,300.

c. The roadways, intersections, and Airport rotary listed in Table 4-2 of the FEIR/DRI where the project traffic impacts are less than 50 peak hour trips. Allowed under the RPP, the applicant determined the mitigation cost is \$200,900.

F.11. The Town of Barnstable Zoning Overlay District requires 3,572 parking spaces be provided for an expansion of the Cape Cod Mall to 822,857 square feet of gross leasable area. This parking supply is based upon a parking ratio of 4.3 spaces for each 1,000 square feet of gross leasable area. Currently, 3,096 parking spaces are available at the existing Cape Cod Mall. The applicant agreed to resurface and paint new pavement markings on all parking and circulation areas.

## **G. Solid Waste**

G.1. Goal 4.2.1. of the Regional Policy Plan is to manage solid waste using an integrated solid waste management system that includes waste reduction, recycling, composting, incineration and landfilling, and to divert 30% of municipal solid waste from incinerator and landfill facilities through recycling and composting by 2000, and 40% by 2005.

G.2. According to the DEIR/DRI, the Mall redevelopment and expansion will generate approximately 8,764 tons of construction and demolition debris, including asphalt, brick and concrete (ABC). According to the DEIR/DRI, recycling these materials will result in a demolition recycling rate of at least 90% for the project. The FEIR/DRI submissions indicate that recycling options for untreated wood, ABC and metals are still being evaluated.

G.3. According to the DEIR/DRI, the Mall's recycling rate for 1996, excluding the anchor stores, was only 10% (591 tons of trash and 67 tons of cardboard recycled). Overall, the Mall's existing recycling program is capturing only about one-fifth of the cardboard generated.

G.4. According to the DEIR/DRI, existing estimated solid waste generation is 2,703 tons, including businesses which will be demolished as part of the reconstruction. The proposed solid waste generation after the expansion is complete is 3,527 tons.



G.5. Regional Policy Plan Minimum Performance Standard 4.2.1.2 states that development and redevelopment shall allocate adequate storage space for interim storage of materials to be recycled. The FEIR/DRI states that custodial staff will be trained in the handling of recyclables and that adequate space and equipment will be provided for recycling programs. New recycling bins for glass, plastic bottles and cans will be placed in the common areas and food court. Mall management will also implement tenant educational seminars to maximize and improve the capture rate for cardboard and paper.

## **H. Hazardous Materials/Waste**

H.1. Minimum Performance Standard 4.2.2.1 states that redevelopment shall make reasonable efforts to minimize their hazardous waste generation through source reduction, reuse, material substitution, employee education and recycling.

H.2. The FEIR/DRI includes an outline of an asbestos abatement program and building demolition activities. Electrical contractors hired for construction activities will deal with both PCB lighting ballasts and transformers. The FEIR/DRI indicates that during construction, the contractor will test for lead-based paint and, as necessary, will hire a subcontractor to remove any lead-based paint.

H.3. The FEIR/DRI indicates that the general contractor, Beaver Builders, will be responsible for overall management of hazardous materials during both the demolition and construction phases. Samples of the company's Loss Control Program, Hazards Communication Program and Superintendent's Safety Mobilization Manual were submitted as part of the FEIR/DRI. These three documents describe how Beaver Builders and any subcontractors will provide employee training in proper hazardous materials/wastes handling and storage, accident/spill prevention, container marking, emergency response and record keeping.

H.4. The FEIR/DRI includes an updated overview of the status of the 21-E cleanups going on at the Sears Automotive Center, Gibbs Service Center and Marvel Cleaners which are on or near the Mall site. The FEIR/DRI indicates that a Response Action Outcome (RAO) statement was submitted for the Gibbs Service Center and Sears sites in May and July, 1997, respectively stating that no further response actions are needed. It is anticipated that both these sites will be removed from the DEP's list. For the Marvel Cleaners site, the FEIR/DRI states that groundwater at the Mall property will continue to be monitored until concentrations meet the applicable standards of the Massachusetts Contingency Plan.

H.5. The FEIR/DRI indicates that several existing floor drains in the mall concourse will be sealed as part of the redevelopment. It states that at locations where there is a potential for hazardous materials to be present, floor drains will be directly piped to sealed tight tanks. It also states that floor drains in restrooms and food preparation areas will be connected to the sewer system linked to the Town of Barnstable Wastewater Treatment Facility.

H.6. The FEIR/DRI submissions indicate that the existing amount of hazardous materials and hazardous wastes attributable to the Mall, prior to redevelopment and construction is 15,448 gallons, 43,681 pounds and 7,216 batteries. These figures take account of the Sears garden center and auto service center, including a 1,000 gallon tight tank which holds wash water from the auto service bays.

H.7. The FEIR/DRI submissions indicate that a maximum of 15,448 gallons and 43,681 pounds of hazardous materials and hazardous wastes and 7,216 batteries are stored at the site within the Mall redevelopment area. The quantity of hazardous materials and hazardous wastes attributable to the Mall after redevelopment and construction is 7,399 gallons, 3,681 pounds and 7,216 batteries. This is a reduction of 8,049 gallons and 40,000 pounds from existing quantities. The large reduction in pounds is made up entirely of materials associated with Colonial Candle. Other reductions come from the elimination of underground fuel storage tanks associated with properties scheduled to be demolished as part of the redevelopment. However, the figures do not account for new Mall tenants resulting from the redevelopment. The total quantity of hazardous materials and hazardous wastes allowed on the Mall site at any one time for both existing and future tenants/anchor stores will be limited to the documented existing quantities of 15,448 gallons and 43,681 pounds and 7,216 batteries at any given time, excluding compressed gases.

H.8. According to information submitted by the applicant, the new Mall heating system and emergency generators after construction will be fueled by natural gas.

## **I. Community Character**

I.1. Goal 6.2 of the Regional Policy Plan encourages redevelopment of existing structures as an alternative to new construction, and seeks to ensure that redevelopment respects the traditions and character of Cape Cod. The Cape Cod Mall has grown incrementally since its construction in 1969 and does not have a coherent architectural style consistent with the character of Cape Cod. Architectural form, parking lot landscaping, buffering and signage on the site are currently not consistent with the Commission's Design Guidelines for Cape Cod.

I.2. Redevelopment of the site includes expansion of the Cape Cod Mall structure and renovation of exterior facades and site amenities in order to insure the mall's competitiveness in the retail market.

I.3. Redevelopment of the site includes removal of strip development along the Route 132 and Route 28 corridors in order to provide additional parking and a new access drive to the site.

I.4. The proposed designs for the exterior of the common areas of the mall are consistent with the traditional character of Cape Cod architecture in their use of gabled roof forms, pedestrian scale features, and traditional-style materials.

I.5. The Design Guidelines for the Cape Cod Mall prepared by Arrowstreet, Inc. dated October 31, 1997, provide sufficient direction for anchor stores and other tenants to allow administrative review by the Commission staff to determine whether future proposals for the exterior design of these stores are consistent with the goals and policies of the Regional Policy Plan.

I.6. The proposed landscaping will improve the visual character of the site through the addition of vegetated buffers that are wider than currently exist, more varied landscaping and planted berms along the Route 132 corridor, as well as 10-foot wide landscaped parking islands within each of the major parking fields.

I.7. The applicant has agreed to provide building signage which will not be internally illuminated

and which will conform with the requirements of the Shopping Center Redevelopment Overlay District, limiting the number of exterior wall signs to 15, and limiting the size of exterior wall signs to 150 square feet for major stores and 100 square feet for other such signs.

I.8. The design of the three proposed pylon signs, as shown on elevations titled Main Pylon Sign, dated December 21, 1997 by Arrowstreet, Inc., is consistent with traditional Cape Cod design forms and is compatible with the surrounding commercial district. The proposed sign and readerboard has slightly less surface area than the existing Cape Cod Mall pylon sign and readerboard, and is 5 feet shorter than the existing Mall pylon sign.

I.9. The proposed illumination of the pylon signs with push-through translucent lit letters is not consistent with Regional Policy Plan Minimum Performance Standard 6.2.8, which prohibits internally illuminated signs. As the project is a renovation of an existing use which has internally illuminated pylon and building signage, translucent-lit letters on the proposed pylon signs are a substantial improvement over these existing signs. In addition, because of the large size of the proposed pylon sign, translucent-lit lettering would require less illumination than an externally lit sign and would thus limit glare and light pollution on the adjacent roadway, better meeting the intent of MPS 6.2.8 than if the standard was applied.

I.10. Unlike the existing Mall pylon signs, the proposed pylon signs do not include cinema signage. Cinema signage will be proposed in conjunction with the exterior design of the cinema and will undergo administrative review by Commission staff.

I.11. The proposed site lighting includes light poles of 30 feet in height and exceeds the standards in the Commission's Lighting Technical Bulletin, which requires light poles to be no higher than 25 feet. The Commission's lighting consultant indicated that constraints posed by the size of the Mall parking lots prevent the applicant from meeting the Technical Bulletin's recommended footcandle limits if the 25-foot high poles are used. Using 30-foot high light poles, the applicant is better able to achieve the recommended footcandle levels, while still meeting the intent of the guidelines to reduce unnecessarily glare and light intensity.

### CONCLUSION

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

The probable benefit from the proposed development is greater than the probable detriment. This conclusion is supported by the following Findings: Community Character Findings #I.2. - I.5. regarding redevelopment of the Cape Cod Mall consistent with traditional Cape Cod architectural styles; Community Character Findings #I.6 and I.7. regarding improvements to landscaped buffers and signage; Transportation Finding #F.1. concerning pedestrian improvements to the Mall site; Economic Development Findings #E.5. - E.7. concerning the provision of a significant number of new year-round permanent positions and construction jobs as well as additional taxes to the town of Barnstable; Natural Resources Finding #C.3. concerning increased vegetated buffers surrounding existing ponds on the Mall site; Open Space Findings #C.1. and C.2. concerning the provision of more open space than is currently provided on the Mall site; and Finding #B.4. regarding the reduction or elimination of direct stormwater discharges to existing ponds on the Mall site. These benefits outweigh the detriments in Findings #C.4. concerning a stormwater

management area which will further encroach on the buffer zone to Pond A; Finding #D.1. concerning additional air quality impacts; and Finding #F.3. concerning additional traffic generated by the proposed development. However, these impacts were addressed through various mitigation measures proposed by the applicant.

As conditioned, the project is consistent with the Minimum Performance Standards of the 1996 Regional Policy Plan. The project is consistent with local development bylaws.

The Commission hereby approves with conditions the application of Cape Cod Mall Nominee Trust c/o New England Development for the proposed Cape Cod Mall expansion, provided the following conditions are met:

### CONDITIONS

#### **A. General**

A.1. The applicant shall obtain all state and local permits for the project.

A.2. A copy of this decision shall be provided to the general contractor, all Mall tenants and anchor stores prior to the start of construction.

A.3. Prior to issuance of a building permit for any phase of construction, the applicant shall obtain a preliminary Certificate of Compliance from the Commission which states that all conditions in this decision pertaining to issuance of a building permit for such phase have been met. Prior to receiving a permanent or temporary Certificate of Occupancy for any phase of the proposed project, the applicant shall obtain a Certificate of Compliance from the Cape Cod Commission for such phase. Unless otherwise stated in this decision, the project shall be constructed in accordance with final plans listed elsewhere in this decision and all conditions of this decision relating to a particular phase shall be met prior to issuance of a Certificate of Compliance for such phase of the proposed project. No new building area within a phase shall be open for business to the public until a Certificate of Compliance is received from the Cape Cod Commission for such phase.

A.4. For each phase of the proposed project, the applicant shall notify Commission staff when proposed transportation improvements are 75% and 95% complete. In addition, the applicant shall notify Commission staff of the intent to seek a Certificate of Compliance for any phase of the proposed project at least 30 days prior to the anticipated date of occupancy. Such notification shall include a list of key contact(s), including relevant tenant(s) and/or anchor store representative(s) for questions that may arise during the Commission's compliance review. Commission staff shall complete an inspection under this condition within seven (7) business days of such notification and inform the applicant of any deficiencies and corrections needed. The applicant understands that the Commission has no obligation to issue a Certificate of Compliance unless conditions are complied with or secured consistent with this decision.

A.5. The proposed Cape Cod Mall expansion shall be constructed in accordance with the following plans or as amended per condition #A.6 below:

- Proposed Site Plans for Cape Cod Mall Renovation dated January 15, 1998, 52 sheets
- Proposed Site Plan w/Maximum Building Envelope dated January 15, 1998

- Proposed Planting Detail Sheet, CBA Landscape Architects dated January 26, 1998
- Notice of Intent plan submission, 11 sheets, dated December 19, 1997
- Main Pylon Sign Elevation, Arrowstreet, Inc. revised January 27, 1998
- Pedestrian Circulation Plan dated October 31, 1997

A.6. Prior to issuance of a building permit for any phase of proposed construction, the applicant shall submit the above final plans for review by Commission staff to determine their consistency with Section 7 of the Cape Cod Commission Administrative Regulations, Modifications to Approved DRIs, dated 5/12/97. Revisions to the above plans which are a result of more restrictive conditions imposed by a local board shall be considered Minor Modifications #1 and shall be approved by Commission staff. In addition, the following shall be considered Minor Modifications #1 and approved by Commission staff:

- a). Alterations to proposed building footprint, parking layout or loading, recycling and service areas within the Permissible Building Area as denoted on the final Site Plan dated January 15, 1998, provided that such alterations do not result in an increase in overall project or building area or a material alteration to the following: open space; traffic patterns; traffic conditions forecast in the FEIR/DRI; quantity of parking spaces; quantity or quality of landscaped areas; site drainage patterns; or wetland buffers.
- b). Anchor or small tenant architectural and sign design consistent with the Cape Cod Mall Design Guidelines dated October 31, 1997 (see also Community Character condition # H.2.).
- c). Revisions to construction phasing provided any additional traffic generated by the specific phase of the project is offset with traffic mitigation consistent with the Trip Reduction/Traffic Mitigation Schedule referred to below.
- d). Substitution of plant materials listed on the final Planting and Shrub Planting Plans dated January 15, 1998 due to availability.
- e). Final designation of off-site open space property.
- f). Revisions to the exterior of the Cape Cod Mall entrances consistent with the Cape Cod Mall Design Guidelines dated October 31, 1997.

A.7. Prior to issuance of a building permit for a particular phase, the applicant shall submit a phasing plan for such phase. Such phasing plan shall include and depict the building area within the phase and the parking, site work and landscaping components to be included. Such phasing plan shall also provide a calculation of the net leasable floor area of the Mall that will be attained upon completion of the phase so as to enable Commission staff to determine whether the Trip Reduction/Traffic Mitigation Schedule is being met.

A.8. If any Traffic Reduction Measure or Traffic Mitigation component is not completed in accordance with these conditions, no Certificate of Compliance shall thereafter be issued until such construction measure or component is completed as determined by Commission staff. The applicant hereby agrees that the Cape Cod Commission is under no obligation to issue a partial or final Certificate of Compliance due to the failure of the applicant to complete any Traffic Reduction

Measure or Traffic Mitigation component as identified in this decision and the attached Trip Reduction/Traffic Mitigation Schedule. If any traffic mitigation measure is not functionally completed consistent with the Trip Reduction/Traffic Mitigation Schedule due to circumstances beyond the applicant's control, so long as the applicant demonstrates that the failure to complete such measure could not be avoided by the exercise of great diligence, the applicant may seek a modification to this decision pursuant to Section 7 of the Cape Cod Administrative Regulations, Modifications to Approved DRIs, dated 5/12/97. The applicant shall be required to demonstrate to the satisfaction of the Commission that an alternative trip reduction/traffic mitigation measure exists, permanent or temporary, and can be completed prior to issuance of a Certificate of Compliance for that phase of the project. Nothing in this condition shall waive the applicant's rights to apply for a modification under Section 7 of the Cape Cod Commission Administrative Regulations, Modifications to Approved DRIs, dated 5/12/97.

## **B. Water Resources**

B.1. Prior to issuance of a final Certificate of Compliance, the applicant shall contribute \$750.00 toward the completion of a flushing study for Lewis Bay. Such contribution shall be payable to the Barnstable County Treasurer.

## **C. Natural Resources/Open Space**

C.1. Prior to issuance of a final Certificate of Compliance from the Cape Cod Commission, the applicant shall clean trash, oil and other debris from around the on-site ponds and associated drainage recharge areas.

C.2. If Commission staff can designate for acquisition off-site land that will satisfy the requirements of the Barnstable Zoning By-Law for the restriction of off-site land for the Mall expansion and such acquisition can be consummated prior to the application for a building permit for the first phase of construction, the applicant shall make a cash contribution available for such acquisition equal to the amount which the applicant is prepared to expend to acquire the Route 6 parcel. Such cash contribution shall be applied to the concurrent acquisition of off-site open space totaling at least 6.99 acres. Any lands purchased with these funds shall be approved by the Cape Cod Commission or its designee and held solely for conservation purposes by the Town of Barnstable or the Barnstable Land Trust or subject to permanent conservation restriction consistent with M.G.L. c. 184 §31-33 and shall otherwise meet the requirements of the Regional Policy Plan and Town of Barnstable's Shopping Center Redevelopment Overlay District.

If such designation is not made by the Cape Cod Commission prior to the application for a building permit for the first phase of construction, then the applicant shall acquire the Route 6 parcel, implement thereafter a program to reclaim the degraded portions of the parcel and cause the use of the land to be permanently restricted for conservation purposes in an instrument in favor of the Cape Cod Commission or its designee. Such restrictions shall be recorded at the Barnstable County Registry of Deeds and proof of recording shall be provided to the Cape Cod Commission prior to issuance of the Certificate of Compliance for the final phase of the project.

C.3. Prior to an application for a building permit for any phase of proposed construction, the applicant shall provide the Cape Cod Commission with a plan depicting the location of at least 11.74 acres of on-site open space along with a draft deed restriction providing that these areas shall

be maintained as permanent open space. The restriction and plan shall be of a form and content acceptable to the Cape Cod Commission or its designee. Prior to obtaining a Certificate of Compliance from the Cape Cod Commission for the final phase of the Mall expansion, the restriction and plan shall be recorded at the Barnstable County Registry of Deeds and proof of recording shall be provided to the Cape Cod Commission.

C.4. Prior to issuance of a building permit for the first phase of construction, the applicant shall submit a revised landscaping plan that includes a variety of shrubs that will also be planted around the existing detention pond to create a dense understory layer that will enhance wildlife habitat and discourage littering of the pond.

C.5. The applicant shall provide plans showing any roadway improvements to Route 28 and any other roadway required by the Massachusetts Highway Department within 100' of the ponds or other wetlands for review and approval by Cape Cod Commission staff in accordance with the requirements of condition #E.13. To the extent that such roadway improvements will encroach on existing vegetated buffers to those wetlands and waterbodies or alter existing drainage patterns, the applicant is encouraged to take measures to reduce wetland impacts. The applicant shall provide appropriate mitigation for new buffer alteration.

#### **D. Economic Development**

D.1. Commencing one year after the date of this decision, the applicant shall submit annual reports regarding the numbers of Cape Cod construction companies/workers employed as a result of the project. This condition shall lapse upon issuance of the final Certificate of Compliance for the project.

#### **E. Transportation**

E.1. The implementation of trip reduction measures and traffic mitigation components shall be undertaken in accordance with the schedule attached to this decision and identified as "Trip Reduction/Traffic Mitigation Schedule".

E.2. All on-site pedestrian improvements shall be constructed in accordance with the Final Site Plan dated January 15, 1998, Pedestrian Circulation Plan dated October 31, 1997 and Traffic Improvement Plans listed elsewhere in this decision. The applicant shall work with the Cape Cod Regional Transit Authority to address the issues described in the letter from the Authority dated December 18, 1997.

E.3. Prior to issuance of a building permit for any phase of construction, the applicant shall submit a final site/parking plan for such phase for review by Commission staff. Such plan shall include total parking requirements as approved by the Barnstable Zoning Board of Appeals. If, at submission of the phasing plan for the final phase, the total number of parking spaces exceeds local requirements, the final site/parking plan shall eliminate any excess parking spaces in the following order:

- a) Pond A employee parking lot
- b) parking spaces directly adjacent to Route 132 frontage, particularly at ends of parking lot aisles; or

c) parking spaces along interior circulation aisles, particularly adjacent to the proposed interconnect and Sears store

Prior to issuance of a building permit for the final phase of construction, the applicant shall submit a landscape plan for treatment of areas created through the removal of excess parking. Any parking removed from location E.3.(a) above shall be replaced with landscaping designed to screen the stormwater management area and restore the wetland buffer to Pond A. Any parking removed from locations E.3.(b) and E.3.(c) above shall be replaced with landscaped islands in accordance with the proposed Planting Plan and Shrub Planting Plan by CBA Landscape Architects dated January 15, 1998 and Proposed Planting Detail Sheet dated January 26, 1998.

E.4. The applicant shall meet the parking requirements of the Town of Barnstable Zoning Overlay District which is based upon a parking ratio of 4.3 spaces for each 1,000 square feet of gross leasable area.

E.5. For all parking and traffic circulation areas, the applicant shall resurface and paint new pavement markings according to the final site plan and phasing plan prior to issuance of a Certificate of Compliance for each phase of construction.

E.6. The applicant shall construct the Enterprise Road Extension, defined in concept in Figures 4-18 and 4-23 of the FEIR/DRI for the project. Final design plans shall be provided to the Cape Cod Commission at least thirty (30) days prior to implementation of the plan. Modifications made during the development of the final design plans that are in accordance with the operation characteristics and pedestrian accommodations planned for in the conceptual plans in Figures 4-18 and 4-23 of the FEIR/DRI shall be considered as Minor Modification #1 and approved by the Cape Cod Commission staff.

E.7. Given the width of pavement and proposed 14-foot outside travel lane, Enterprise Road shall not be designated as a bicycle route and no bicycle related pavement markings or route signage shall be provided.

E.8. The site drive intersection with Route 28 shall be in operation for public use as described in the FEIR/DRI for the project and as described in the attached Trip Reduction/Traffic Mitigation Schedule. If signalization is not approved by the Massachusetts Highway Department as proposed in the FEIR/DRI, the applicant shall provide a revised access plan for the site to address the travel needs of the project. Any revised site access plan shall require further review and approval by Cape Cod Commission staff.

E.9. Prior to issuance of a building permit for any phase of construction, the applicant shall submit a written agreement allowing construction of an interconnect between the Cape Cod Mall and the owner of the Christmas Tree Shops plaza. The applicant is encouraged to include language in the agreement recommending guide signage and information regarding the interconnect on the Christmas Tree plaza site.

E.10. The applicant shall install guide signage regarding the interconnect with the Christmas Tree Shops within the Mall parking lot(s) and provide information regarding use of the interconnect at Mall kiosks.



E.11. The interconnect shall be operational and open to the public in accordance with the attached Trip Reduction/Traffic Mitigation Schedule.

E.12. In the event that the applicant is unable to secure the agreement for the interconnect prior to issuance of a building permit, the applicant shall either place as a cash contribution equivalent for 698 daily trips as determined by Cape Cod Commission staff in an escrow fund in a form and content satisfactory to Commission counsel or provide an equivalent trip reduction measure to meet the requirements of the Regional Policy Plan.

E.13. The applicant shall construct the following improvements or provide an alternative design as set forth in E.13.(b) below as determined by the town of Barnstable and the Massachusetts Highway Department in accordance with the attached Trip Reduction/Traffic Mitigation Schedule:

- a. Route 28 at Cape Cod Mall/Plaza 28 Driveways-Figure 4-20
- b. Route 28 Westbound approach to Bearses Way-Figure 4-21 or Alternate design plan for Route 28 at Bearses Way-Figure 4-22 as determined by the town of Barnstable and the Massachusetts Highway Department, or Figure 4A-12, Route 28 4-Lane Concept within the limits of the site driveway to Bearses Way subject to approval by the Massachusetts Highway Department
- c. Route 132 at Westerly Right-Turn In and Out Only Cape Cod Mall Driveway, Route 132 at Main Cape Cod Mall Driveway and Cape Town Plaza, and Route 132 at Easterly Right-Turn In and Out Only Cape Cod Mall Driveway-Figure 4-19
- d. Cape Cod Mall Cross Access/Egress with Abutter-Figure 4-20
- e. Route 132 at Phinney's Lane-Figure 4-24
- f. Route 132 at Route 6 Eastbound Ramps and Shoot Flying Hill Road- Figure 4-25
- g. Bearses Way and Enterprise Road-Figure 4-23 of FEIR
- h. Route 132 signal coordination system modification
- i. Route 28 signal interconnection system

Final design plans shall be provided to the Cape Cod Commission for the above improvements at least thirty (30) days prior to implementation of each plan. Modifications made during the development of the final design plans that are in accordance with the operation characteristics and pedestrian accommodations conceptually planned for in the FEIR/DRI for the project shall be considered as Minor Modifications #1 and approved by the Cape Cod Commission staff.

E.14. Unless specified in other conditions and/or in the attached Trip Reduction/Traffic Mitigation Schedule, all agreed upon improvements defined in the FEIR/DRI shall be implemented and operating for public use prior to issuance of a final Certificate of Compliance for the project.

E.15. In accordance with the attached Trip Reduction/Traffic Mitigation Schedule and concluding five (5) years from issuance of the final Certificate of Compliance for the project, the applicant shall monitor employee participation in the travel demand management measures required with this project and provide to the Cape Cod Commission annually a written report with results of how effective each strategy is in reducing automobile travel. The applicant shall provide information on the total number of employees participating in the trip reduction measures, the total number of employees working at the site, the type of incentives offered for participation and their cost, and the reduction in traffic on an average weekday for the various trip reduction strategies. The applicant is encouraged to offer alternative travel demand measures based upon a review of data from two years of full occupancy of the project. The applicant shall provide to the Cape Cod

Commission the information obtained through the traffic monitoring program described in the Draft Massachusetts Highway Department Amended Finding Pursuant to M.G.L. Chapter 30, Section 61 of the FEIR/DRI for this project.

E.16. The applicant shall submit a copy of the Section 61 finding as required by the Massachusetts Highway Department (MHD) to the Cape Cod Commission within 30 days of receipt.

## **F. Solid Waste**

F.1. All asphalt, brick and concrete (ABC), untreated wood, metals and other solid waste generated by demolition and construction activities shall either be managed according to an integrated waste management system where landfills are the disposal method of last resort. Prior to issuance of a building permit for any phase of construction, the applicant shall submit documentation which identifies the disposal method for solid waste generated during construction.

F.2. Additional bins for cardboard and paper recycling shall be provided. Prior to issuance of a building permit for each phase of construction, the applicant shall submit floor plans indicating locations of recycling facilities.

F.3. Adequate equipment and storage space shall be provided to accommodate an expanded recycling program. This shall include waste receptacles in the common areas which are designed to accommodate bottles and cans so that they can be recycled. Prior to issuance of a final Certificate of Compliance, Commission staff shall complete an inspection of the Mall to ensure receptacles are installed.

F.4. Prior to issuance of a Certificate of Compliance for any phase of construction, a Mall-wide recycling coordinator shall be designated to assist tenant stores in securing the best markets for recyclables, coordinate hauler pickups, educate mall tenants and employees, particularly custodial staff, to ensure product quality and monitor recycling equipment for needed maintenance.

## **G. Hazardous Materials/Waste**

G.1. Prior to issuance of a building permit for any phase of construction, the applicant shall submit final floor plans to Commission staff for review. Such plans shall indicate the location of any floor drains and connection to tight tank or sewer system.

G.2. Hazardous wastes generated during redevelopment/construction activities shall be stored on-site separated from construction/demolition debris and general construction waste and shall be disposed of consistent with the requirements of the Massachusetts Hazardous Waste Regulations; 310 CMR 30.00.

G.3. Hazardous materials used during construction shall be stored separately from other construction materials.

G.4. The total quantity of hazardous materials and hazardous wastes used, stored, handled, treated, generated or disposed of on the Mall site at any one time after redevelopment/construction activities are completed shall be no more than 15,448 gallons, 43,681 pounds and 7,216 batteries at any given time. These limits shall exclude compressed gases.

G.5. The applicant may seek a modification to this decision to increase the quantity limits for hazardous materials and hazardous wastes imposed in condition #G.4. above. In granting such modification request, the applicant shall be required to demonstrate to the satisfaction of the Commission that an equivalent amount of hazardous materials and/or hazardous waste will be permanently eliminated from an off-site location within the same Wellhead Protection Area.

G.6. Hazardous wastes generated by Mall tenants after redevelopment/construction activities are completed shall be managed and disposed of consistent with the requirements of the Massachusetts Hazardous Waste Regulations, 310 CMR 30.00.

## **H. Community Character**

H.1. The exterior of the Cape Cod Mall, exclusive of anchor stores/major tenants, shall be constructed as shown on Preliminary Exterior Elevations, sheets A-1 through A-6 by Arrowstreet, Inc., dated January 15, 1998.

H.2. Individual anchor stores and tenants which have an exterior presence at the Cape Cod Mall shall submit proposed exterior elevations and any other necessary supporting documents for review by Commission staff to determine compliance with the Design Guidelines for the Cape Cod Mall dated October 31, 1997 and consistency with Preliminary Exterior Elevations, sheets A-1 through A-6 by Arrowstreet, Inc., dated January 15, 1998. Individual projects shall be reviewed by Commission staff for conformance with the Cape Cod Mall Design Guidelines dated October 31, 1997 and for overall effectiveness in executing the Cape Cod Mall Design Guidelines' design objectives. This administrative review shall include any proposed wall signs or cinema pylon signs.

H.3. Prior to issuance of a building permit for the first phase of construction, the applicant shall submit final planting plans for approval by Commission staff based on planting/shrub plans prepared by CBA Landscape Architects dated January 15, 1998, 2 sheets. Final planting plans shall include the quantity of all plant materials to be installed.

H.4. If all required site work and/or landscape improvements related to each phase of construction are not complete at the time a partial Certificate of Compliance is sought from the Commission, any work which is incomplete shall be subject to an escrow agreement of form and content satisfactory to Commission counsel. The amount of the escrow agreement shall equal 150% of that portion of the incomplete work, including labor and materials, with the amount approved by Commission staff. The escrow agreement shall be payable to the Cape Cod Commission with the work approved by Commission staff prior to release of the escrow agreement.

H.5. Prior to issuance of a building permit for the first phase of construction, the applicant shall submit a final Plant Maintenance Guide based on the draft Plant Maintenance Guide in the FEIR/DRI for approval by Commission staff. The final Plant Maintenance Guide shall incorporate recommended revisions by Commission staff dated November 14, 1997 wherever feasible. Prior to issuance of a Certificate of Compliance for the first phase of construction, the applicant shall submit documentation of a maintenance contract for proposed landscaping based on the final Plant Maintenance Guide.

H.6. As noted in condition #E.3. above, to the extent that excess parking spaces are removed from the site plan, the applicant shall provide additional landscaping in accordance with the Planting Plan and Shrub Planting Plan by CBA Landscape Architects dated December 29, 1997.

H.7. Proposed site lighting shall be constructed in accordance with Site Lighting plans, Initial and Maintained Light Levels with 30' height, 2 sheets, Johnson & Stover, dated January 15, 1998. Parking lot luminaires shall maintain a minimum of 1 footcandle and a maximum 8 footcandles measured on the ground beneath the light source. Prior to issuance of a final Certificate of Compliance, footcandle readings of installed luminaires shall be taken by Commission staff to verify compliance with this condition.

H.8. All proposed Mall pylon signs shall be constructed in accordance with Main Pylon Sign Elevation, Arrowstreet, Inc. dated December 29, 1997. The proposed pylon sign for the cinemas shall be push-through translucent lit letters similar to the existing Mashpee Commons cinema sign. The applicant is strongly encouraged to combine the cinemas signs with proposed Mall pylon signs to reduce the number of signs on the project site.

H.9. Building signs and directional signs shall be constructed in accordance with the Cape Cod Mall Design Guidelines dated October 31, 1997. Internally illuminated building or directional signs are prohibited.

The Cape Cod Commission hereby approves with conditions the application of Cape Cod Mall Nominee Trust c/o New England Development as a Development of Regional Impact (DRI) pursuant to Sections 12 and 13 of the Cape Cod Commission Act, c. 716 of the Acts of 1989, as amended for the proposed renovation and expansion of the Cape Cod Mall in Hyannis, MA.

Vicky Bebout  
Vicky Bebout, Chair

February 2, 1998  
Date

Commonwealth of Massachusetts

Barnstable, ss.

Subscribed and sworn to before me this 2nd day of February 1998

Kerien Ann Cahoon  
Name, Notary Public

My commission expires:



Cape Cod Mall Renovation & Expansion - #TR96025  
1/29/98 Decision

**TRIP REDUCTION/TRAFFIC MITIGATION SCHEDULE**  
**Cape Cod Mall - 1/29/98**

1. Prior to issuance of a Certificate of Compliance which increases net square feet of gross leasable area (sf gla), including all retail outparcels, above the No-Build scenario, the following work shall be functionally completed. Functionally completed shall be defined as work in place and operational to the public as conceptually defined in the FEIR/DRI:

- a. Route 28 at site driveway (traffic control installation/geometric changes)
- b. Route 28 at Corporation Street (left-turn prohibitions)
- c. Route 28 at Bearses Way (traffic control modification/geometric changes)
- d. Bearses Way at Enterprise Road (traffic control installation, initial signal equipment placement)
- e. Route 28 signal interconnection (between site drive and Bearses Way)
- f. Route 28 between Bearses Way and site drive

2. Prior to issuance of a Certificate of Compliance which increases net sf gla by 50,000 sf gla above the No-Build scenario, the following work shall be functionally completed:

- a. Route 132 at Route 6 eastbound off-ramp (geometric changes)
- b. Route 132 at Shoot Flying Hill Road (geometric changes)
- c. Route 132 at Phinneys Lane (traffic control modification/geometric changes)

3. Prior to issuance of a Certificate of Compliance which either adds the Filenes expansion or increases net sf gla by 150,000 sf gla above the No-Build scenario, the following work shall be functionally completed:

- a. Route 132, Cape Cod Mall, and Cape Town Plaza driveway (traffic control modification/geometric changes)

4. Prior to issuance of a Certificate of Compliance which increases net sf gla by 150,000 sf gla above the No-Build scenario, the following work shall be functionally completed:

- a. Enterprise Road Extension (construct new road)
- b. Enterprise Road Extension at Route 132 and Independence Drive (traffic control modifications/geometric changes)
- c. Enterprise Road Extension at Cape Cod Mall driveway (construct new intersection)

5. Prior to issuance of a final Certificate of Compliance for the completed project, the following work shall be functionally completed:

- a. Route 132 at east site drive (geometric changes)
- b. Route 132 at west site drive (geometric changes)
- c. Corporation Street at site drive (geometric modifications)
- d. Route 132 sidewalk between the Enterprise Road Extension and the east site driveway
- e. Route 132 signal coordination timing revision (five locations)

6. Prior to issuance of a final Certificate of Compliance for the completed project and after demolition of Village Square, the interconnection with the Christmas Tree Shops shall be functionally completed.

7. If traffic signal control is installed at the Cape Cod Mall access with Route 28, then the two

existing driveways with Route 28 serving the Mall Liquors Store and the existing driveway with Route 28 serving the Village Square shall be closed concurrent with the operation of the traffic signal unless the applicant can demonstrate to the satisfaction of Commission staff that an unsafe condition will not result from the driveway(s) remaining open or other alternatives constructed, in which case these driveways shall be closed or modified by other alternatives upon demolition of such building(s). If no traffic signal control is installed at the Cape Cod Mall access with Route 28, then timing of closure or other alternative modification of these driveways, if required after review with the applicant, shall be determined by Cape Cod Commission staff.

8. The applicant shall make any necessary final signal equipment placement at Bearses Way and Enterprise Road upon implementation of the Town of Barnstable's widening of Bearses Way.

9. Sidewalk/pedestrian traffic control measures shall be incorporated with the applicable roadway geometric and traffic signal work, unless otherwise noted.

10. Transportation Demand Management/Trip Reduction measures shall be provided according to the following schedule:

- a. Ridesharing Program (prior to issuance of a Certificate of Compliance which increases net sf gla by 125,000 sf gla above the No-Build scenario)
- b. Employee Work Schedules (continuing for current/new tenants)
- c. Truck Delivery Locations/Times (continuing for current/new tenants)
- d. Alternative Transportation (physical measures implemented with phased Mall construction of kiosk areas, other measures-e.g. Mall Pass Book program by Transportation Coordinator)
- e. Bus Services Area/Shelter (implemented with phased Mall renovation)
- f. Christmas Tree Shops Cross Access Driveway directional signage (upon construction of interconnection with the Christmas Tree Shops)
- g. Shuttle Bus System ways of support (as discussed with Town)
- h. Bicycle storage facilities (installed with phased Mall renovation)