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CERTIFICATE OF THE SECRETARY OF ENERGY AND ENVIRONMENTAL AFFAIRS
ON THE
SINGLE ENVIRONMENTAL IMPACT REPORT

PROJECT NAME : Plymouth Rock Studios
PROJECT MUNICIPALITY : Plymouth
PROJECT WATERSHED : South Coastal Watershed
EOEA NUMBER : 14345
PROJECT PROPONENT : Plymouth Rock Studios
DATE NOTICED IN MONITOR : September 23, 2008

As Secretary of Energy and Environmental Affairs, I hereby determine that the Single Environmental Impact Report (Single EIR) submitted on this project **adequately and properly complies** with the Massachusetts Environmental Policy Act (G. L. c. 30, ss. 61-62I) and with its implementing regulations (301 CMR 11.00).

Plymouth Rock Studios (PRS) proposes to develop the east coast's first independent, full-service film and television studio facility in Plymouth, Massachusetts. The studio would represent a major step forward for the growing film industry in Massachusetts. The project has the potential to create an economic engine for the southeast region of Massachusetts by generating over 3,160 full time equivalent jobs at full build-out and serving as a unique tourist attraction and educational resource for potential employees and students. As a result, the project appears to have attracted widespread state and local support. The Proponent has also worked closely with the Town of Plymouth and its residents to identify an appropriate site for the project and has obtained the necessary local approvals to proceed with the project.

Notably, the Single EIR outlines a commitment to design and build a state-of-the-art, green and sustainable studio that will minimize the project's environmental footprint and serve as a model for developers in Massachusetts and studio heads in Hollywood. PRS is seeking to become

the world's first LEED® certified green studio campus, and the project has made significant commitments to the use of renewable energy, including a 500 kilowatt solar photovoltaic (PV) system. The project will also construct a highly-efficient co-generation heating plant to supply a portion of the project's power needs, employ solar water heaters, include a warehouse with a green roof and utilize all-electric vehicles for a majority of the travel within the 242 acre project site. The Proponent estimates that collectively these measures will reduce the project's overall greenhouse gas emissions by nearly twenty percent. These innovative ideas and alternatives represent the kind of forward-thinking approach that project proponents need to undertake as we begin to tackle the problems of greenhouse gas emissions and global climate change. I commend PRS' commitments to sustainability and encourage the proponent to continue to evaluate and adopt pioneering green technologies as they emerge in order to maintain the project's status as a cutting-edge model for green building in the Commonwealth.

The project also includes commitments to provide significant transportation infrastructure improvements to Route 3 and the surrounding area, including construction of a new access roadway that will serve not only the project but also provide access for the Plymouth South School Complex and divert project-related traffic from nearby roadways containing residences. The Proponent has likewise committed to develop a new tertiary treatment facility at the Plymouth Wastewater Treatment Plant to facilitate the use of reclaimed water for irrigation purposes within the watershed. Finally, I am also pleased that the Proponent has worked closely with the Department of Conservation and Recreation to effectively mitigate potential impacts from the project on the nearby Miles Standish State Forest, including providing funding for upgrades to park infrastructure. In total, I am persuaded that the project has put forth a comprehensive mitigation package that will effectively address the potential environmental impacts of the project and provide a host of community and environmental benefits.

Based upon my review of the Single EIR and the comments received, I find that the Proponent has adequately analyzed the project's potential impacts and proposed sufficient mitigation to meets the standards of MEPA. The project may proceed to state permitting.

Project Summary

The project building program includes three campuses: a 1,741,000 gross square foot (gsf) Studio Production Campus (including 14 sound stages, 10-acre back lot, theater, office buildings, visitor center, and parking structures), a 671,000 gsf Studio Amenities Campus (including shops, restaurants, parking structure, a hotel and housing) and a 401,000 gsf Research/Education Campus (including research and education buildings, residences and structured parking). To facilitate review of the Single EIR, each campus has been designated as a Development Zone with the Studio Production Campus referred to as Development Zone 1, the Studio Amenities Campus as Development Zone 2, and the Research/Education Campus as Development Zone 3.

Primary access to the PRS site will be provided by a new access road extending from Clark Road to the project site. The access road will include extensions to the Plymouth South Middle/High School and to Forges Field. In addition, a multi-use path will be constructed within the same corridor as the roadway. Secondary access will be provided from Long Pond Road via the existing Waverly Oaks Drive. Other roadway improvements include: construction of a modern

roundabout at the Clark Road/Long Pond Road intersection; completion of the Route 3/Exit 3 interchange; signalization of the access road/Clark Road intersection; widening of Clark Road between the Route 3 overpass and Long Pond Road; and pedestrian, bicycle and traffic calming improvements along Long Pond Road north of Clark Road. Wastewater will be conveyed from the site to the Camelot Drive Wastewater Treatment Plant (WWTP) via a new sewer extension. Water supply will be provided through connection to the municipal supply (either through a connection to the existing Bradford Zone, or a future public water supply well under consideration by the Town of Plymouth).

Project Site

The 242-acre site is located between Long Pond Road and Route 3 near Interchange 3. The site is bounded by Crosswinds Golf Course to the west and northwest, Forges Field Recreational Complex to the north, Route 3 to the east, the Plymouth South Middle and High School (Plymouth South School Complex) to the south and east and Long Pond Road and existing residences to the southwest. The northeast portion of Myles Standish State Forest (MSSF) is located to the west of the site. The site is presently occupied by Waverly Oaks Golf Course, a 27-hole golf course, a club house, ancillary support structures, parking lots, access roads, an irrigation system, drinking water wells, three lined ponds associated with the irrigation and stormwater management systems, a single family home and 9 housing lots. The site contains forested upland areas and three isolated wetland resource areas (only one of which is subject to jurisdiction under the Wetlands Protection Act). It is located within the Eel River subwatershed of the South Coastal Basin Watershed.

A 7,000 foot long access road will extend from the Route 3/Clark Road corridor through a 206-acre parcel of conservation land to the Plymouth South Schools Complex, the PRS site and to the Forges Field Recreational Complex. The conservation land is bounded by Route 3 to the east, Clark Road to the south, Long Pond road to the west and the Plymouth South School Educational Complex to the north. The land is subject to a conservation restriction (CR) held by Wildlands Trust of Southeastern Massachusetts. The construction of an access road is specifically considered in the CR. The project previously obtained a Phase 1 Waiver to allow construction of this access road in advance of completion of the Single EIR, but construction has not yet begun. According to the Single EIR, the access road is currently undergoing design and it is anticipated that construction will start later in the fall.

The project also includes off-site transportation improvements and utility infrastructure which may extend from the Route 3/Clark Road corridor north to the Camelot Drive WWTP and the Bradford Water Supply area. The utility corridor is located within areas identified in the 13th Edition of the Natural Heritage Endangered Species Program (NHESP) Natural Heritage Atlas as *Priority Habitat*. The project also includes improvements to roadway, bicycle and pedestrian improvements near and within the MSSF.

Finally, the project is proposed for inclusion in an expanded wastewater management district proposed by the Town of Plymouth. Expansion of the wastewater management district has been proposed to accommodate additional wastewater flows associated with not only the PRS project, but also the Plymouth South School Complex, and abutters to the proposed sewer

alignment. The Town of Plymouth was directed by the Certificate on the Expanded ENF for the PRS project to submit a Notice of Project Change (NPC) for the Plymouth Comprehensive Wastewater Management Plan (CWMP) (EEA No. 8228) in conjunction with the Single EIR filing for Plymouth Rock Studios to facilitate coordinated review of the projects. The expansion of the wastewater management district to encompass the PRS project site was not originally contemplated in the original Plymouth CWMP that was reviewed under MEPA. A separate decision has been issued today (October 30, 2009) for the Plymouth CWMP that addresses the request by the Town of Plymouth to expand the geographic boundaries of its wastewater management district.

Procedural History

In accordance with Section 11.05(7) of the MEPA regulations, the Proponent submitted an Expanded ENF with a request that I allow the Proponent to fulfill its EIR obligations under MEPA with a Single EIR, rather than the usual process of a Draft and Final EIR. On January 16, 2009 I issued a Certificate on the Expanded ENF granting this request for preparation of a Single EIR as a means to fulfill the project's obligations under the MEPA regulations. I also granted the Proponent's request for a Phase 1 Waiver in a Final Record of Decision (FROD) issued on February 11, 2009 to allow for the construction of the access road to the PRS site.

Permits and Jurisdiction

The project is undergoing MEPA review and is subject to preparation of a mandatory Environmental Impact Report (EIR) pursuant to 301 CMR 11.03 (1)(a)(1), 11.03 (1)(a)(2) and 11.03 (6)(a)(6) because it requires state Agency Actions and consists of alteration of more than 50 acres of land, creation of ten or more acres of impervious area, generation of 3,000 or more new average daily vehicle trips (adt) on roadways providing access to a single location, and construction of 1,000 or more new parking spaces at a single location. The project requires Access and Traffic Signal Permits from the Massachusetts Highway Department (MassHighway) and a Sewer Connection/Extension Permit from the Department of Environmental Protection (MassDEP). Additional wastewater approvals or permit modifications from MassDEP include BRPWP68 and BRPWP84 for modifications to the Plymouth South School Complex WWTP, tertiary treatment modifications at the existing Camelot Drive WWTP, and approval of the water reuse system at PRS. An Individual Permit Renewal/Modification with Plan Approval (BRPWP11) will also be required from MassDEP prior to the construction of the tertiary treatment equipment or reclaimed water pipeline at the Camelot Drive WWTP. The project will also require a water supply Distribution Modifications Approval from MassDEP. Also, the project requires an Order of Conditions from the Plymouth Conservation Commission (and a Superseding Order of Conditions in the event the local Order is appealed). The project requires a National Pollutant Discharge Elimination System (NPDES) Construction General Permit for Stormwater from the U.S. Environmental Protection Agency (U.S. EPA). In addition, the project is pursuing funds from the State Revolving Fund (SRF) and the Transportation Investment Generating Economic Recovery (TIGER) Program.

Because the project may include financial assistance from the Commonwealth, MEPA jurisdiction is broad in scope and extends to all aspects of the project that may cause Damage to the Environment as defined in the MEPA regulations.

Changes Since the Filing of the Expanded ENF

The Single EIR provided a summary of project changes that have occurred since the filing of the Expanded ENF in November 2008. Project changes include: the incorporation of a 4.8 - Megawatt (MW) gas-powered, co-generation unit associated with Development Zone 1, an increase in backup generator capacity, development of a tertiary treatment system at the Camelot Drive WWTP, modifications to the site program and design, pursuit of alternative sources of State funding, and a modification of the proposed construction schedule. Notable site program and design changes include: the expansion of the central power plant building footprint to accommodate the co-generation unit, extension and connection of the proposed recreation path to Myles Standish State Forest, a reduction in parking spaces, creation of additional structured parking, reductions to grading and earth moving requirements, addition of a fuel depot for fueling of on-site and location vehicles, and pursuit of Platinum Certification in accordance with the Leadership in Energy and Environmental Design (LEED®) program.

Review of the Single EIR

General

The Single EIR included a description of both existing and proposed conditions for the entire project, including the associated wastewater, water supply, and traffic improvements. The Single EIR described potential project impacts to transportation, water, wastewater, grading, landscaping, stormwater, sustainable design, solid waste management, and benefits to the Town of Plymouth and the Commonwealth. The Single EIR included both existing conditions plans illustrating environmental resources and abutting land uses and proposed conditions plans illustrating proposed building layout, access roads, stormwater management areas, and utility connections. The Single EIR also included a site circulation plan illustrating access to, from, and within the project site by vehicles, bicycles and pedestrians.

In accordance with the Certificate on the EENF, the Single EIR included a response to comments section, an update on potential permits required to achieve the proposed project, and circulated the document in accordance with Section 11.16 of the MEPA regulations and the scope for the Single EIR.

Land Alteration

The Proponent was not required to further analyze alternative site layouts in the Single EIR. However, the Single EIR scope did direct the Proponent to consider additional mitigation to minimize land alteration and creation of impervious associated with the project. The Single EIR evaluated various ways to reduce land alteration impacts including: use of structured parking, increasing density, use of open space as a functional part of the site program, and use of the existing site features and topography where feasible. The results of this evaluation led to modifications in site design since review in the EENF, as reflected in the proposed project put reviewed in the Single EIR.

Greenhouse Gas Emissions

Stationary Source Emissions

The Single EIR included a GHG analysis performed in conformance with MEPA's Greenhouse Gas Emissions Policy and Protocol (the Policy). The Policy requires projects to quantify carbon dioxide (CO₂) emissions and identify measures to avoid, minimize or mitigate such emissions. The GHG analysis evaluated CO₂ emissions for three alternatives as required by the Policy including 1) a Base Case corresponding to the 7th Edition of the Massachusetts Building Code which includes all ASHRAE 90.1-2007 and International Energy Conservation Code (IECC) supplements (Case 1), 2) a Preferred Alternative (Case 2), and 3) an Alternative with Greater GHG Mitigation (Case 3).

Case 1 was revised in the Single EIR to reflect the latest building code requirements. Case 1 consists of buildings complying with the current building code.

Case 2 represents the proposed project and includes those measures incorporated into the building and mechanical systems above and beyond those required for code compliance. Specifically, Case 2 includes the following GHG reduction and sustainable design elements:

- High-efficiency building envelopes for new buildings;
- High-efficiency HVAC components and other major electrical components in all locations;
- High-efficiency lighting in all locations;
- 500 kW of PV on the roofs of one stage building, with the remaining stage building roofs to be constructed as "PV-ready";
- Solar hot water heating in the Zone 1 commissary and Zone 2 hotel pool, spa and apartment/retail space;
- Daylighting;
- Use of natural ventilation in the Zone 1 stages, Zone 2 retail/apartments and visitor center, and Zone 3 education buildings and homes;
- Thermal massing/precooling in the Zone 1 stages and production services buildings;
- A green roof on the Zone 1 warehouse;
- Rainwater harvesting;
- High albedo covering on all roofs in Zone 1;
- Use of under-floor air distribution in most office spaces;
- Incorporation of sustainable lighting strategies using LED lighting and/or CFLs, as well as use of dimmer systems (advanced controls) for stage lighting;
- Installation of metering and controls in the production studios, with anticipated expansion to buildings in Zones 2 and 3;
- Construction of a 4.8- MW combined heat and power (CHP) system at the Central Utility Plant to produce 1/3 of the facility's annual electricity usage;
- Incorporation of ice storage to the chilled water system of the Central Utility Plant to improve system efficiency;

- Efficient building orientation at all locations;
- Use of Building Energy Management Systems at all locations; and
- Use of Heat Recovery Ventilation (HRV) in the Zone 2 hotel, spa, bungalows, and retail/apartments, and the Zone 3 education buildings and homes.

Case 2 included several GHG-reduction efficiency measures that were not considered during the EENF review, but upon further evaluation, were incorporated into the proposed project in the Single EIR. I commend the Proponent for refining project design to achieve substantial GHG-reductions associated with stationary sources. Notable additions to the suite of GHG mitigation measures to be incorporated into the project include the construction of the 4.8-MW CHP system, inclusion of ice storage in the chilled water system at the Central Utility Plant, high performance building envelopes, and use of natural ventilation. Finally, while not quantified in the GHG analysis, the Proponent has incorporated water consumption reduction measures into project design and will implement a materials management program to further sustainable design goals. These measures are expected to support GHG emissions reductions associated with the project.

Case 3 represents a project alternative with greater GHG emissions-related mitigation than the proposed project (Case 2). The Single EIR notes that this case includes additional mitigation measures that may be applied when further design development occurs or when changing economics dictate. Specifically, Case 3 includes the following GHG reduction elements:

- All elements presented in Case 2;
- Full build-out of PV on the stage building roofs (additional 3MW) and 500 kW of PV on Zone 2 building(s); and
- High-albedo roofs in Zone 2.

The GHG analysis acknowledges the conceptual nature of the potential emissions reductions attributable to buildings within Development Zones 2 and 3, as design has not been advanced to the level evaluated in Development Zone 1. Therefore, the Proponent has committed to continue to evaluate additional efficiency measures that may be implemented in future stages of development, if proven beneficial and economic. The Single EIR provided a summary of measures that will continue to undergo study and in/on what buildings they may be used. These measures include:

- Additional PV arrays on one or more buildings;
- Use of ground-source heat pumps;
- Use of heat recovery systems;
- Construction of higher performance building envelopes such as skylights, high performance glazing, exterior shade and light shelves;
- Use of natural ventilation;
- Fuel Cell use for power and heating and cooling purposes;
- Installation micro-turbines at the bungalows; and
- Use of radiant heat.

The Single EIR also provided information on what types of GHG emissions reduction technologies were evaluated and rejected for the various buildings throughout the three Development Zones.

The Single EIR identified two major considerations of energy use on site, the building envelope and the HVAC systems. The Single EIR noted that the Proponent is looking at achieving Platinum Certification, at a minimum, under the Core and Shell category for Campus Development in accordance with LEED. The project has adopted high performance building envelopes for all new buildings and has targeted the bungalows in Zone 2 and houses in Zone 3 to be as close to Net-Zero Energy as possible. The Single EIR provided detailed information of building envelope parameters and HVAC system attributes for Cases 1, 2 and 3, and reflected these attributes in the GHG modeling conducted for the project (with exceptions to modeling noted). The Single EIR also provided a description of HVAC components for different building types within the three Development Zones. Additionally, the Single EIR described the Central Utility Plant which consists of three major components: a CHP system, a central chilled water plant with thermal ice storage, and a central hot water boiler plant.

Direct and indirect energy uses were modeled for each of the three cases. The EQUEST model was used to estimate the building energy uses, while the Department of Energy's 2.2 (DOE2.2) simulation model was used to assess energy use associated with the CHP system. The modeling output was configured by Development Zone rather than building by building, as individual buildings, especially in Zones 2 and 3, are too early in the design process for meaningful detailed analysis. In consultation with the Division of Energy Resources (DOER) and the MEPA office, the Proponent provided revised data regarding CHP system performance during the Single EIR comment period. Modeling revisions that more accurately reflected the operation of the CHP as an electric load-following device resulted in a greater overall project GHG emission reductions than indicated in the Single EIR.

The Single EIR included data supporting the conclusions of the GHG analysis. The Single EIR estimated both direct and indirect energy use and CO₂ emissions for stationary sources. Direct energy usage attributable to natural gas burning and indirect energy usage attributable to importation of electricity were broken down by demand sources and converted to CO₂ emissions. According to the supplemental GHG data provided during the Single EIR comment period the following total CO₂ emissions were estimated:

- Case 1 (Code-compliant) = 19,040 tons per year (tpy);
- Case 2 (Proposed Project) = 15,169 tpy, for a CO₂ reduction of 3,871 tpy or 20%; and
- Case 3 (Potential Future Project) = 13,370 tpy, for a CO₂ reduction of 5,670 tpy or 30%.

I applaud the Proponent for evaluating and implementing additional GHG reduction measures into the proposed project. I encourage the Proponent to continue a robust analysis of additional measures that could be incorporated into the building design and operations programs to achieve further GHG reductions. To that end, I note the MassDEP/DOER comments regarding additional evaluation of window U-values, cooling tower sizing, and enhancement of the building energy management system. The Proponent should also continue to refine efficiencies within the CHP system during the on-going design and operations process.

Mobile Source Emissions

Mobile source emissions were modeled with the U.S. EPA's MOBILE 6.2 computer program using data gathered as part of the mesoscale study. The GHG analysis evaluated the CO₂ impacts attributable to the project for Case 1, Case 2 and Case 3. Case 1 represents the 2028 Build without Mitigation Condition (minus the 2028 No-Build Condition to accurately reflect project-related traffic only). Case 1 assumes that on-site fleet vehicles would be comprised of light duty gasoline and light duty diesel vehicles only, and off-site transportation-related emissions were modeled using the Build without Mitigation Condition developed in association with the project Traffic Impact Assessment. Case 2 represents the 2028 Build with Mitigation Condition (minus the 2028 No-Build Condition) and incorporates the roadway improvements and the implementation of the TDM program. Case 2 assumes that 75% of on-site fleet vehicles are electric powered. Case 3 represents the 2028 Build with Mitigation Condition (i.e. Case 2) plus additional transit service (minus the 2028 No-Build Condition). Additional transit service includes an extension of Greater Attleboro Taunton Regional Transit Authority (GATRA) bus service to the project site.

The Single EIR provided detail of the transportation-related CO₂ emissions broken down by vehicle miles traveled (VMT) within the mesoscale study area, on-site fleet vehicle VMT, reductions attributable to on-site electric vehicle use (75% of vehicles), and emissions associated with electricity use to charge on-site fleet vehicles. The Single EIR concluded that Case 1 would generate 7,152 tpy of transportation-related CO₂ emissions; Case 2 would generate 5,979 tpy of transportation-related CO₂ emissions (a 16% reduction compared to the Case 1 baseline); and Case 3 would generate 5,402 tpy of transportation-related CO₂ emissions (for a potential future reduction of 24% compared to the Case 1 baseline).

Overall GHG Emissions

Total GHG emissions for the proposed project (Case 2), including indirect and direct emissions attributable to stationary sources and indirect emissions attributable to mobile sources, are estimated at 21,148 tpy, a 5,044 tpy reduction from the Case 1 baseline total of 26,192 tpy (a 19.3% overall project reduction). Additional GHG reductions may be realized in the potential future implementation of Case 3, with GHG emissions estimated at 18,772 tpy, a 7,420 tpy reduction from Case 1 (a 28.3% overall project reduction).

I join MassDEP and DOER in acknowledging and commending the Proponent and their consultants on the incorporation of numerous significant energy conservation measures, in particular the use of PV technologies, CHP systems, and cool storage in the project. Furthermore, the investment in these measures represents a strong commitment to the project and the Commonwealth's common goal of reducing project-related GHG emissions.

Self-Certification

The Single EIR presented a project divided into three distinct Development Zones to be built in stages over an extended construction period. Therefore, the Proponent's GHG-related mitigation commitments will be implemented in phases. As noted in the Single EIR and this

Certificate, some GHG mitigation measures are still under evaluation for implementation on-site. Prior to the commencement of construction of each Development Zone, the Proponent must submit to the MEPA Office a final list of proposed mitigation measures relating to GHG emissions for each Development Zone, with a discussion of what measures will be implemented in each building type. This submission will list the applicable GHG mitigation measures outlined above relating to the proposed buildings or propose equivalent measures that collectively will achieve the GHG emissions reductions represented in the Single EIR, which may be adjusted to account for changes in building use, project design or advances in technology. The submission shall also provide an update on implementation of GHG mitigation measures for any previous phases of the project. The Proponent is reminded that major changes to a project or to its proposed mitigation may require the submission of a Notice of Project Change in accordance with 301 CMR 11.10.

Provided there is no objection from the MEPA Office within 30 days of its receipt of the Proponent's pre-construction submission, the measures listed shall be deemed to satisfy the GHG emissions mitigation commitments for that particular Development Zone. Following completion of construction for each Development Zone, the Proponent shall file with the MEPA Office a certification signed by an appropriate professional (e.g. engineer, architect, general contractor) indicating that all of the mitigation measures listed in the pre-construction submission to the MEPA Office for the Development Zone have been implemented. The certification should be supported by as-built plans. For those measures that are operational in nature (i.e. TDM, recycling), the Proponent should provide an updated plan identifying the measures, the schedule for implementation and how progress toward achieving these measures will be obtained. Collectively, the mitigation measures for the project as a whole shall include all of the GHG emissions mitigation measures outlined in the Single EIR, or equivalent measures that are designed to achieve the overall GHG emissions reductions estimated in the Single EIR.

Traffic/Transportation

The project is expected to generate 9,916 vehicle trips on an average weekday. Primary access to the project will be provided via a new access road that will intersect with the north side of Clark Road between the Route 3 southbound ramps and Long Pond Road. This access road was approved in accordance with the Phase 1 waiver issued for the project. The primary access road will also serve as access to the Plymouth South School Complex, with the existing school access on Long Pond retained. Secondary access to the project for emergency vehicles and to the ten single-family homes that will front along Long Pond Road will be provided via a new roadway that will parallel Long Pond Road and intersect with the existing access to the Waverly Oaks Golf Course. This access may also provide limited access (up to 500 vehicles per day) to the movie and production component of the project. The project will require both a Temporary Access Permit for the construction of the access road and an Access Permit for the site to access Clark Road and Route 3 from MassHighway.

The Single EIR included a Traffic Impact and Access Study (TIAS) that supplements and expands upon the analyses completed as part of the EENF. The Executive Office of Transportation (EOT) comment letter states that the TIAS generally conforms to EOEEA/EOT Guidelines for EIR/EIS Traffic Impact Assessments. The Single EIR TIAS: established a 2028 planning horizon for the project, provided additional discussion regarding methodology to

estimate movie and production traffic trips associated with the project, refined and presented additional analysis of the three interchange improvement alternatives identified in the Certificate on the EENF, provided an assessment of project-related impacts on MSSF, developed conceptual design plans for off-site roadway and intersection improvements, and refined and expanded the transportation improvement program to be implemented in conjunction with the project.

The Single EIR included a study methodology, existing and proposed traffic volumes, existing and proposed pedestrian and bicycle facilities, available public transportation services, spot speed measurements, motor vehicle crash data, a discussion of internal traffic trips, anticipated transit use, proposed conditions trip distribution and assignment, traffic operations analyses for unsignalized and signalized intersections, and operations analyses for ramp junctions.

Interchange Alternatives Analysis

As directed in the Certificate on the EENF, the Single EIR included an additional analysis of the proposed Exit 3 Interchange improvements, specifically an analysis of Alternative 1A, Alternative 1B and Alternative 1D. Alternative 1A includes the construction of the Clark Road access with full interchange improvements at Exit 3 and a realigned Clark Road/Long Pond Road roundabout. Alternative 1B is similar to Alternative 1A with the exception of the modification of the Route 3 northbound configuration. Under Alternative 1B, a new slip-ramp from Clark Road westbound to Route 3 northbound would be constructed in the northeast quadrant of the interchange. A traffic signal would be installed at the current northbound ramp intersection with Clark Road in order to facilitate left-turn movements from the off-ramp onto Clark Road westbound. Alternative 1D entails the construction of slip-ramps from Clark Road to Route 3 in both the northeast and southwest quadrants of the interchange and the installation of traffic signals at the existing Route 3 ramp intersections with Clark Road (two locations).

Each alternative also includes off-site traffic improvements beyond the physical configuration of the Exit 3 interchange including:

- Reconstruction of the intersection of Long Pond Road at Clark Road to function as a modern roundabout controlled intersection. This will be performed in conjunction with the proponent for the nearby River Run project;
- Widening of Clark Road between Long Pond Road and the project access roadway to provide a general four lane cross-section (two travel lanes per direction) with an eastbound left-turn lane and a westbound right-turn lane provided at the project access roadway intersection with Clark Road;
- Widening of Clark Road between the project access roadway and the Route 3 overpass to provide a general four lane cross-section (two travel lanes per direction);
- Restriping of the Clark Road Bridge over Route 3 to accommodate two eastbound travel lanes and a single westbound travel lane (3-lane cross section);
- Provision of three exiting travel lanes consisting of two left-turn lanes and a right-turn lane, and one entering lane at the project access roadway approaching Clark Road;
- Installation of a traffic control signal at the intersection of Clark Road with the project access roadway;

- Installation of “intersection ahead” warning signs, trimming of vegetation within the public right-of-way and placement of signs and pavement markings at the Long Pond Road at Jordan Road intersection. These improvements will be designed and constructed by the Proponent prior to the issuance of the first Certificate of Occupancy for the movie and production or studio amenities components of the project;
- Design and construction of intersection improvements at Long Pond Road and Alden Road (an entrance to MSSF). The Proponent will work with the Department of Conservation and Recreation (DCR) and the Town of Plymouth to prepare design plans for traffic calming measures, sight line, and safety improvements; this will be accomplished prior to the issuance of the first Certificate of Occupancy for the movie and production or studio amenities components of the project. The Proponent will design and construct the selected improvement measures prior to the issuance of the final Certificate of Occupancy for these components. DCR has noted that they may eventually need to initiate a checkpoint at the Alden Road entrance to provide greater control of vehicle access. Therefore, at the recommendation of DCR, the design should include considerations for potentially developing a gated entrance system and/or contact station at this location; and
- Design and construction of traffic calming measures at defined locations along the segment of Long Pond Road between Clark Road and Jordan Road. The location and specific traffic calming feature will be defined, reviewed and approved by the Town of Plymouth. Suggested locations include: the intersections of Long Pond Road and Clark Road, Long Pond Road at the Plymouth South School Complex driveway, Long Pond Road at Mast Road and the access roadway serving the ten single-family residences associated with the project, Long Pond Road at Alden Road, and Long Pond Road at Jordan Road. Traffic calming measures will be designed prior to issuance of the first Certificate of Occupancy for the movie and production or studio amenities components of the project, with construction prior to the issuance of the final Certificate of Occupancy for these components.

The Single EIR presented level of service and queue summaries, ramp junction operations data, and a qualitative discussion of land alteration impacts for each alternative. The Single EIR stated that Alternatives 1A and 1B offered the best overall operating conditions and provisions for future growth in the area, while minimizing the installation of new traffic signals along the Clark Road corridor and accommodating safe and efficient access to the PRS site. Alternative 1B was determined to result in reduced land area impact in the northeast quadrant of the interchange, and in conjunction with acceptable operating conditions, put forth as the preferred roadway and interchange improvement plan for the project. The EOT comment letter indicates that while Alternative 1B meets the goals identified in the Single EIR for selection of the preferred interchange improvements, EOT believes that Alternative 1A provides a better balance of several considerations within the MassHighway Project Development Design Guidebook including: compatibility with the surrounding highway system, road user impacts, right-of-way impacts and availability, uniformity of exit and entrance patterns, operation characteristics, and construction and maintenance costs. It should be noted that Alternative 1A will require additional work on privately owned land by The Pinehills (EEA No. 11519) in comparison to Alternative 1B. However, as a condition of the Section 61 Finding for The Pinehills, the developer agreed to donate land at no cost to MassHighway for the completion of the Route 3/Clark Road interchange.

This land will need to be transferred to MassHighway before the construction of the proposed improvements if Alternative 1A is advanced.

The Single EIR adequately evaluated both Alternative 1A and 1B in accordance with the Certificate on the EENF and the MEPA regulations. The Proponent may choose to advance either interchange improvement alternative to the MassHighway permitting process. The Proponent should continue to work with EOT during the permitting process to select an interchange improvement alternative that meets the collective goals of mitigating project-related traffic impacts and the future demands of the regional highway network.

Impacts to Myles Standish State Forest

The Single EIR specifically addressed efforts to minimize impacts to the MSSF roadway network by project-related traffic. The Proponent has outlined several mitigation measures including: directing employees not to use the MSSF for commuting purposes, restricting security passes to the Long Pong Road gated entrance to those employees who reside in Plymouth or whose primary commuting route would not potentially involve the use of MSSF roadways, issuing directions to the PRS site that direct motorists to use the Route 3/Clark Road Interchange, and working with companies that provide on-demand mapping and motorist direction services to provide directions to the project that avoid MSSF.

Parking

The Single EIR indicated that the total number of parking spaces on-site will total 4,361 spaces (2,360 structured), including approximately 200 spaces for on-site, alternative power vehicles. Parking within Development Zone 1 will include 2,609 total spaces (1,090 structured), 1,107 total spaces (625 structured in Development Zone 2, and 645 total spaces (all structured) in Development Zone 3. The Single EIR described how parking ratios were determined, shared parking opportunities, and identified the reduced parking provisions in comparison to Plymouth zoning parking requirements. The Town of Plymouth Planning Board has acknowledged these reductions and accepted the overall reduction from the Town zoning standards as part of their Master Site Plan approval. I applaud the Proponent for reducing overall parking on-site as a means to reduce land alteration and promote use of alternative transportation modes to the PRS site.

Transportation Demand Management (TDM)

The Single EIR included a detailed TDM program designed to reduce single occupancy vehicle (SOV) trips and promote the use of alternative forms of transportation to the project site (i.e., public transit, walking, cycling, etc.). Key components of the TDM program are outlined below and memorialized in the draft Section 61 findings.

Pedestrian Improvements

- Inclusion of sidewalks and pedestrian promenade areas within the PRS site and along all internal circulating roadways;

- Full accessibility to persons with disabilities will be provided both within the PRS site and along proposed internal circulating roadways and at all signalized intersections constructed or modified in conjunction with the Project;
- Pedestrian crossing warning signals will be provided at pedestrian crossing locations and at all garage driveways;
- A sidewalk and/or walking path will be constructed along the north side of Clark Road between The Pinehills and the intersection of Clark Road with the Route 3 northbound ramps, where a signalized pedestrian crossing will be provided allowing pedestrians to cross to the south side of the roadway. The sidewalk will then travel along the south side of Clark Road, over the Clark Road/Route 3 overpass and connect to the PRS access roadway. The EOT comment letter has asked the Proponent to evaluate the feasibility of moving the sidewalk to the north side of the bridge in order to provide a continuous pedestrian connection, eliminating safety hazards associated with the need to cross Clark Road twice. The Proponent should consult with EOT to evaluate this recommendation prior to the issuance of a Section 61 Finding for the project;
- A signalized pedestrian crossing will be provided at the project access roadway;
- A multi-use path will be constructed that traverses a meandering alignment parallel to the access road, providing access to the PRS site and the Plymouth South School Campus; and
- The Proponent will complete an evaluation of the primary pedestrian/bicycle crossings within Myles Standish State Forest (MSSF), including an assessment of sight lines and safety. The evaluation will identify specific improvement measures and be summarized in a report provided to DCR prior to the issuance of a Certificate of Occupancy for the movie and production or studio amenities components of the project.

Bicycle Accommodations

- Provision of safe, secure, weather protected bicycle racks and/or storage lockers;
- Construction or modification of traffic signals to include bicycle detection and associated signs and pavement markings, to the extent feasible and appropriate;
- Roadway and intersection improvements will include provisions for bicycle travel, including both on and off-road bicycle paths, as appropriate. As directed by EOT, the Proponent should work with MassHighway during the design of roadway improvements on the Clark Road bridge to explore the allocation of width to travel lanes and bicycle lanes/shoulders that provides the best balance of accommodation between bicycles and motor vehicles; and
- The Proponent will design and construct a bicycle connection between the PRS site and the MSSF utilizing Mast Road and existing pathways within the State Forest. Design plans will be provided to the Town of Plymouth and DCR prior to issuance of the first Certificate of Occupancy for the movie and production or studio amenities components of the project, with pathway construction prior to the issuance of the final Certificate of Occupancy for these components.

Traffic Reduction Strategies

- The Proponent will make available to visitors, residents, and employees information on traffic reduction strategies such as carpool/vanpools, coordination with MassRIDES, and other ridesharing programs;
- Coordination with the Town of Plymouth, MassHighway, the Old Colony Planning Council, MassRIDES, Greater Attleboro Taunton Regional Transit Authority (GATRA), and the Massachusetts Bay Transportation Authority (MBTA) to develop an effective traffic reduction program;
- Implementation of a fixed-route shuttle service to be operated as part of the project, initially funded by the Proponent, connecting PRS to MassHighway Park-and-Ride lots at Exit 5 (Long Pond Road) and off Commerce Way, the Downtown and Waterfront areas of Plymouth, and the Kingston and Plymouth (Cordage) Commuter Rail Stations. Additional locations may be identified as the route is developed in consultation with appropriate parties and may be expanded to service other developments such as The Pinehills and River Run, at which time a cost sharing structure may be developed;
- Provision of subsidies for the purchase of transit passes (MBTA Charlie Cards) for qualified full-time employees. Charlie Cards will also be made available to hotel guests;
- Designation of parking spaces for car/vanpools and alternatively fueled vehicles; and
- Provision for electric vehicle charging within the PRS site;

Traffic Monitoring and Reporting Program

- Implementation of a traffic monitoring program that includes the collection of 24-hour automatic traffic counts on the project access roadways (primary and residential) over a continuous 7-day, weeklong period, as well as manual turning movement and vehicle classification counts during the weekday morning and evening peak periods at the following locations:
 - Clark Road at the project access roadway;
 - Long Pond Road at Clark Road;
 - Long Pond Road at the project access roadway;
 - Long Pond Road at Alden Road; and
 - Long Pond Road at Jordan Road.
- Counts will be conducted in May or June of any calendar year, unless otherwise authorized by the Town of Plymouth, and completed on an annual basis during the build-out of the project. The Proponent indicated in the Single EIR that monitoring would continue for one year after full occupancy. EOT has stated that they will require that the program continue for five years following full occupancy of the site. Prior to the issuance of the Section 61 Finding, the Proponent should submit a letter of commitment to address this requirement, as well as reporting on the implementation and success of the TDM program.
- Results of the traffic monitoring program will be reported to MassHighway, the Town of Plymouth, DCR and Old Colony Planning Council.

Air Quality

The project should comply with air quality permitting requirements, approvals or other reporting requirements associated with the potential use of pyrotechnics or special effects, heating/cooling equipment, and emergency generators as directed in the MassDEP comment letter.

Mesoscale Analysis

The Single EIR presented a revised mesoscale analysis that was adjusted for the consideration of impacts associated with the preferred traffic improvement scheme (Alternative 1B) and to account for additional mitigation measures (such as additional bus service). The results of the mesoscale analysis indicate that the 2018 Build Condition, when compared to Existing Conditions, shows a reduction of about 60-percent of nitrogen oxides (NOx) and 22- percent of volatile organic compounds (VOC) emissions. The Single EIR states that these reductions are due to improved vehicle technology. The results also show an increase in daily VOC and NOx emissions of about 28-percent and 23-percent, respectively, for the 2018 Build Condition versus the 2018 No-Build Condition. The Single EIR noted that there is no significant difference between the results of the analysis conducted in the EENF for transportation Alternative 1A and Alternative 1B presented in the Single EIR.

The Single EIR presented myriad mitigation measures to address the potential increase in emissions associated with the 2018-Build Scenario. These mitigation measures (intersection improvements and TDM measures) have been outlined elsewhere in this Certificate and are anticipated to result in a project that has a less than 0.5-percent increase in VOC and NOx when compared to the Build Condition without Mitigation.

The Single EIR also included a mesoscale analysis of emissions from on-site vehicles. This includes both trips within the studio complex, as well as trips between each development zone, the schools, and amenities areas. The baseline analysis assumed that all on-site trips were conducted in conventionally powered vehicles, while the mitigation scenario assumed that 75-percent of the on-site fleet would be comprised of electric vehicles. The results of this analysis demonstrated a reduction in VOCs from 1.847 tpy to 0.462 tpy and reductions in NOx from 0.470 tpy to 0.117 tpy.

Noise Analysis

The Single EIR included two separate noise analyses: the first updating the EENF noise impact analysis to include the new cogeneration facility as part of the central plant and the relocation of the central plant and other buildings and structures within the site, and the second examining the potential impact of alteration of layout and traffic volumes associated with the Alternative 1B transportation improvements proposed at the Route 3/Exit 3 Interchange.

The noise impact analysis for on-site construction and operations assessed baseline sound levels at the closest residential areas and the two schools during the daytime and nighttime. The operational noise impact analysis evaluated HVAC systems, cooling towers, power generating sources, etc., as regulated by MassDEP and the Town of Plymouth Movie and Entertainment

Production Overlay District (MEPOD) Bylaw. The analysis concluded that all incremental changes in existing daytime and nighttime sound levels are below the 10dBA incremental limit allowed by the MassDEP Noise Policy and MEPOD Bylaw. In addition, maximum sound levels from the project will not contain “pure tones” as defined by the MassDEP Noise Policy. The Single EIR noise analysis also modeled potential impacts associated with the construction period. The noise analysis concluded that the temporary sound of construction will not create a noise nuisance condition. The Proponent intends to construct earthen berms with mature vegetated buffer zones to mitigate noise-related impacts on adjacent educational or residential uses. The noise study included in the Single EIR reflects changes made to the berm design and approved by the Town of Plymouth in its Master Plan Approval in June 2009. I note concerns regarding the effectiveness of the noise mitigation measures to effectively reduce noise impacts associated with the variety of uses proposed on the PRS site. The Proponent should continue to work with the Town of Plymouth and nearby property owners to ensure that project construction and operations will comply with the MassDEP Noise Policy and the MEPOD Bylaw.

The Single EIR also included a noise analysis associated with the proposed transportation improvements at the Route 3 Interchange. The study consisted of the collection of existing ambient sound levels, development of a computerized Traffic Noise Model (TNM), input of predicted traffic forecasts, and comparison to the MassDEP Noise Policy criteria. The Single EIR concluded that Alternative 1B would meet the MassDEP Noise Policy limit, and the overall impact would only be moderately higher than the No-Build Condition. The Single EIR concluded that the primary reason for the increase in sound levels based on the TNM was due to increased traffic volumes on Route 3, not the exit/entrance ramps for Alternative 1B.

In note that the Single EIR limited its traffic-related noise study to impacts associated with the Alternative 1B alignment. Given the possibility that Alternative 1A may be advanced by the Proponent at the direction of EOT, an additional TNM may be required in association with the MassHighway permitting process. Consultation with the Proponent’s project team during the Single EIR comment period indicates that based on an initial rough assessment of potential noise impacts due to a modified alignment there should not be an appreciable impact on sound levels for either Alternative 1A or Alternative 1B. This is based upon the conclusion that sound levels in the study area are governed by the Route 3 mainline traffic and not those on the off and on-ramps. The Proponent should consult with MassHighway during the permitting process to determine if a modified noise analysis is required and amend draft Section 61 Findings accordingly.

Water Supply

Based on Title 5 requirements, the Single EIR estimates potable water demand for the PRS project at approximately 166,000 gallons per day (gpd). Water will be provided via a connection to the municipal water supply system. The Single EIR included a discussion of existing water supply systems, approved water withdrawal limits, water demand and system design requirements, and a description of the proposed facilities. The Single EIR addressed the relationship of the PRS site to the Bradford Service Zone and how the use of booster pumping stations and pressure reducing valves will be used to provide redundancy and support from each zone to provide stronger and more reliable water supply to both zones. The Single EIR included information on the location of water mains both within the PRS site and off-site and described potential

environmental impacts associated with the construction of the water main. The Single EIR provided a discussion of impacts of the PRS project on the Town of Plymouth's water system with an analysis of average daily demand and maximum day demand as requested by MassDEP. The Single EIR summarized the existing water conservation measures in place by the Town of Plymouth Water Department, those to be implemented on the PRS project site, and consistency with the 2006 Massachusetts Water Conservation Standards.

The Single EIR provided additional evaluation of three water supply alternatives as directed in the Certificate on the EENF (Alternatives 1,2 and 4). Alternative 1, the preferred water supply alternative, includes the connection to the Bradford Service Zone municipal supply, construction of a booster pump, and the construction of an elevated 500,000 gallon volume storage tank. Water will be conveyed to the site by the construction of a new water supply line approximately 4.5 miles in length to connect to the well. The anticipated alignment of the water supply line will follow the proposed sewer extension alignment and extend to a location near Camelot Drive. The Single EIR states that Alternative 1 is preferred because it is the most stable water supply for the project and is the most expedient in terms of permitting and construction. Alternative 2 consists of the installation of a new public water supply well on the PRS site, requiring several new MassDEP permits, and has been dismissed as an option by the Proponent. Alternative 4 includes the connection of the project to a new public water supply well that may be developed by the Town of Plymouth on Town-owned conservation land abutting the Plymouth South School Complex. While Alternative 4 is not the preferred option at this time, the Single EIR notes that the Proponent may consider a connection to this well at a later date if completed by the Town of Plymouth. The Single EIR states that should the development of the new municipal public water supply satisfy the water supply needs of the project in a timely manner, PRS may elect to pursue this alternative directly with the Town of Plymouth and MassDEP. A Notice of Project Change (NPC) would be developed for MEPA and public review, in addition to the permitting and design development requirements for MassDEP.

Mitigation measures proposed in the Single EIR include, separate building metering and the use of ultra-low flow fixtures in the commercial type buildings, including the offices, sound stages and support, commissary, and educational occupancies. Waterless urinals will be used in all buildings with the exception of the hotel, spa, and artist bungalows; dual flush toilets will be used in these buildings. The Proponent intends to conduct a water audit three years after the project site is fully operational to allow for an evaluation of the effectiveness of conservation efforts and incentives structures. Some project buildings (including post-production, stages, production support offices, park office buildings, warehouse, and shop buildings) will be equipped with rooftop runoff collection systems, which will provide a supply of graywater for use in flushing toilets.

Irrigation

The Single EIR also included a conservative analysis of estimated irrigation demands for the PRS project. Irrigation demands are anticipated to be high in the first year after the grounds have been established, dropping and leveling off once vegetation has become established. The Single EIR estimates irrigation demand on a 50-acre area at approximately 51 million gallons over the course of the March to October irrigation season during the first year after the grounds have

been established. Irrigation demand on a 25-acre area will fall to 21.5 million gallons over the course of the season in the third year after grounds have been established. The higher levels of irrigation-related water demand in year one are primarily related to the robust buffer planting program (which includes relocating mature trees) along Bump Rock and Long Pond Roads. Existing fairways will be allowed to revert naturally to successive vegetation regimes, eliminating their existing irrigation demands. Supplemental information provided by the project consultant estimates the actual (versus the conservative estimates presented in the Single EIR) annual irrigation demand based on application rates and irrigation zones at approximately 9.5 mg/year in Year 1 and less than 5.0 mg/year in subsequent years. Rainwater harvesting volume will exceed demand on an average, annual basis.

The project intends to utilize lined basins and cisterns supplied by rainwater harvesting to meet the projected irrigation demands. The project will use both existing irrigation ponds constructed in association with the golf course and newly constructed basins to serve as irrigation sources and provide groundwater infiltration. Some basins will be lined to prevent infiltration, while others will not. Cisterns will provide additional storage capacity throughout the project site. The Single EIR noted that to supplement the ponds in drought conditions, the existing irrigation well will be kept on-line, but restricted to a production rate of less than 100,000 gpd for the express purposes of keeping the lined ponds at an acceptable level to maintain the irrigation needs.

As noted previously, no potable water will be used for irrigation purposes. Irrigation needs will be addressed by rain-water harvesting systems, and non-potable water requirements will be minimized where possible by using native, drought-tolerant species to the largest extent possible. Rainwater collection, distribution and eventual infiltration through a process of bioswales, natural surface water gardens and stormwater retention are the primary source for irrigation needs. The Proponent should prepare an irrigation management plan as suggested by MassDEP.

Wastewater

The PRS project is anticipated to generate a maximum (based on Title 5 calculations) of 166,425 gpd of wastewater. The 4.5-mile sewer extension will be designed to carry flows from not only the PRS project, but additional future flows from the Plymouth South School Complex, Crosswinds Golf Course, Forges Field Recreational Complex, and residential abutters along the sewer extension alignment on Jordan and Russell Mills Road. The afore-mentioned parcels have been considered for inclusion in an expansion of the existing Plymouth wastewater management district. The geographic expansion of this service area was contemplated in the NPC for the Plymouth CWMP (EEA No. 8228) mentioned previously in this Certificate. New sewer mains will be installed to convey wastewater to the Camelot Drive WWTP. Ancillary facilities to the project will include two pump stations to be located on the PRS site and one at the Forges Field Recreational Complex, a new grit screening facility with pump station to be located at the Camelot Drive WWTP, and a direct tie-in connection to the inflow piping at the Camelot Drive WWTP. The Proponent has also proposed to develop, in conjunction with the Town of Plymouth, a new tertiary treatment facility at the Camelot Drive WWTP to facilitate the use of reclaimed water for irrigation purposes within the watershed. A new water reuse line will transport gray water for irrigation to Crosswinds Golf Course, Forges Field Recreational Complex, and the Plymouth South School Complex.

The Single EIR described the existing wastewater conditions associated with the PRS site (currently occupied by Waverly Oaks Golf Course), the Plymouth South School Complex, adjacent municipal recreation facilities, and abutting residential lots. Notably, the Plymouth South School Complex has an on-site wastewater treatment plant with a design flow of 40,000 gpd and a current average daily flow of 27,935 gpd. The other sites all contain conventional Title 5 systems. The Single EIR described the Town of Plymouth municipal wastewater system, including service areas, key infrastructure, flow rates, and WWTP nitrogen levels. The Single EIR presented information on proposed wastewater conditions associated with the PRS project and additional connections to the sewer extension. The Single EIR included a summary of anticipated design flows for all area connections and a specific breakdown of projected demand based on Title 5 flow rates for each use proposed on the PRS site. Total design flow in association with all projects subject to the proposed sewer extension was estimated at 278,126 gpd and broken down as follows:

- PRS = 166,425 gpd
- Plymouth South School Complex = 35,000 gpd
- Crosswinds Golf Course = 11,400 gpd
- Forges Field Recreational Complex = 15,250 gpd
- Abutters (Jordan and Russell Mills Roads) = 50,051 gpd

The Single EIR presented the assumptions used to estimate wastewater flows. The Single EIR notes that with an existing average daily flow of 1.65 mgd and current capacity of 2.5 mgd, the Camelot Drive WWTP has adequate capacity to accept the estimated 278,126 gpd of wastewater associated with the connections in the new expanded wastewater management district.

The Single EIR included a PRS site sewer plan depicting the location of sewer infrastructure, as well as the location of the off-site connections to the sewer extension. The sewer main route is primarily located in existing roadways, but would also cross easements within the Crosswinds Golf Club and Forges Field Recreational Complex. Construction in the vicinity of wetland resource areas is limited to a single crossing at a bridge within Russell Mills Road.

The water reuse system will, at a minimum, be capable of producing and delivering reclaimed water for irrigation purposes at a volume equivalent to the PRS water use (166,425 gpd). As noted previously, this water reuse line will be capable of transporting grey water for irrigation to Crosswinds Golf Course, Forges Field Recreational Complex, and the Plymouth South School Complex. The water reuse infrastructure will be built in accordance with 314 CMR 20.00 and the Proponent will coordinate permitting of the water reuse line with the Town of Plymouth and MassDEP. The Single EIR notes that installation of a tertiary treatment system and water reuse line in tandem with the installation of the sewer line will provide a public benefit by recharging the aquifer.

Based upon correspondence with the project consultant, the Town of Plymouth has applied for State Revolving Fund (SRF) for full funding of the tertiary treatment facility and the water reuse line. Announcement of the award of SRF funding has not been issued at the time of issuance of this Certificate. If SRF funding is not available for the tertiary treatment facility, PRS

has committed to continue to work with the Town of Plymouth to develop the facility. Specifically, PRS will contribute a portion of the funds necessary for design and construction and memorialize these commitments through a modification to the original MOU with the Town of Plymouth (dated October 27, 2008). If SRF funding is not available for the water reuse line, PRS will fund the design and construction of a water reuse line to convey the reclaimed water for irrigation use at Town properties.

I note that the MassDEP comment letter identified several potential wastewater permit modifications or approvals that may be necessary to facilitate construction of the tertiary treatment facility and water reuse infrastructure. Should new permits be required to complete the wastewater infrastructure, the Proponent or the Town of Plymouth should submit a Request for Advisory Opinion to the MEPA Office to discuss whether a Notice of Project Change would be required.

Sewer Extension Alternatives Analysis

As directed in the Certificate on the EENF, the Single EIR included an analysis of alternative sewer extension routes to evaluate potential for tie-in for adjacent on-site septic systems. Alternative 1 consists of a mix of gravity sewer and force mains located entirely in Long Pond Road from the Plymouth South School Complex to the Camelot Drive WWTP. Resultant flow from this alternative would be 357,774 gpd, pushing the total flow at the Camelot Drive WWTP to 2.01 mgd, exceeding the 80% threshold associated with the 2.5 mgd permit limit. This alternative was dismissed as it would require either mitigation of additional flow or the construction of three more infiltration beds at the Camelot Drive WWTP. Alternative 2 originates at the Plymouth South School Complex, travels north along Long Pond Road to Jordan Road, links to Russell Mills Road, then travels along Town-owned property before connecting to the Camelot Drive WWTP. This alternative would generate flows of approximately 382,127 gpd, pushing the total flow at the Camelot Drive WWTP to 2.03 mgd. This alternative was dismissed for reasons similar to Alternative 1. Finally, the Single EIR evaluated a no-build alternative that consists of construction of an on-site Camelot Drive WWTP to treat the 166,425 gpd of flow from PRS only. This alternative was dismissed by the Proponent because the connection to the Camelot Drive WWTP provides a viable solution to the PRS wastewater needs and no additional mitigation within the Eel River watershed would be realized.

The Single EIR concluded that the proposed sewer main route through Crosswinds Golf Club, Forges Field Recreational Complex, Jordan Road, and Russell Mills Road (the Preferred Alternative) is superior to other alternative routes considered during the MEPA review process because it is the most direct route to the Camelot Drive WWTP within existing disturbed ways. The Single EIR also noted that the cumulative flow (including the PRS projects plus the properties along the extension route) is within the 80% of the constructing and permitted flow rates of the Camelot Drive WWTP. Finally, the Single EIR notes that removal of properties currently using Title 5 systems and transferring waste flows to the Camelot Drive WWTP for enhanced treatment will provide a benefit to the Eel River and estuary.

Nitrogen Loading

The Single EIR presented an analysis of methods to reduce project-related nitrogen contributions to the Eel River Watershed. The Single EIR presented a site specific nitrogen loading analysis to demonstrate that the project as planned, including sewer extension infrastructure, does not exacerbate nitrogen loading in the Eel River watershed or Plymouth Harbor Estuary. Furthermore, the Single EIR states that the proposed wastewater infrastructure will provide opportunities to begin addressing or mitigating nitrogen issues through land use change and potential elimination of Title 5 systems by conversion to the municipal sewer system. The nitrogen analysis of the PRS project was a condition of the Memorandum of Understanding (MOU) developed with the Town of Plymouth. The Single EIR outlined existing wastewater disposal policies as they relate to nitrogen and presents a site specific nitrogen analysis. Key components of this analysis include the net benefit of conversion of a manicured golf course to a mixed use development with reversion of remaining open space to successional vegetation regimes and the elimination of residential Title 5 systems.

The site specific nitrogen analysis concluded that there will be a reduction in nitrogen load and concentration at the site just from the change of use on the property. Additionally, the project proposes to connect the Plymouth South School Campus to the Camelot Drive WWTP, eliminating the on-site wastewater treatment facility. This facility has had historic problems meeting its total nitrogen (TN) concentration limit. The Single EIR notes that provision of sewer connections has the potential to connect 31 existing single family homes and two other lots located on Jordan and Russell Mills Roads to the WWTP. These residences are located in the environmentally sensitive headwaters of the Eel River. Total flows from these homes are estimated at 23,561 gpd. Future benefits include the connection of Crosswinds Golf Club and Forges Field Recreational Complex, as well as undeveloped abutting lots on Jordan and Russell Mills Roads, with a potential to divert full build-out flows of approximately 76,701 gpd from title 5 septic systems to the WWTP. The Single EIR concluded that the construction of the PRS project and associated sewer improvements to adjacent properties in comparison to the existing Waverly Oaks Golf Course would result in a net benefit of reducing nitrogen loading by approximately 919 kg/year.

I acknowledge the continued concern regarding the potential impact of nitrogen loading to the Eel River Watershed related to groundwater discharges at the Camelot Drive WWTP. As noted in the MassDEP comment letter, the Plymouth Harbor Estuary is listed as an impaired water body due to excessive nutrients (likely nitrogen). Because the estuary is listed as an impaired water, the Commonwealth is required to formulate a Total Maximum Daily Load (TMDL) for this estuary. The Massachusetts Estuary Project (MEP) is expecting a Technical Report (a predecessor of the TMDL report) for the Plymouth Harbor, Duxbury and Kingston Bays Watershed in 2012. This report will, in part, document the sources, fate and transport of nitrogen in the Eel River Watershed. As part of this effort, the Town of Plymouth has expressed that, to the extent feasible, it will use the data and modeling to determine the health and, if necessary, nitrogen reduction that should take place to protect the freshwater habitat. I note the expressed commitment by the Proponent to provide a monetary contribution to the MEP to assist in these modeling efforts.

Industrial Wastewater

The Single EIR discussed the types and volumes of industrial wastewater that will be generated by the project. The Single EIR indicated that wastewater generated by movies produced at PRS may require pretreatment and/or flow equalization before the wastewater can be accepted at the Camelot Drive WWTP. The Proponent will coordinate with the Town of Plymouth to obtain an industrial wastewater permit, if necessary. No industrial wastewater from the studio will be disposed/discharged on-site. Water from the proposed wave tank will be recycled to the water recycling system which eventually discharges back into the sanitary sewer system.

Open Space/Recreation

The Single EIR identified potential project impacts to open space, including those associated with the access roadway and other transportation improvements. The Single EIR included a map of all conservation land and open space resources within the vicinity of the PRS site. The Proponent consulted with DCR to address issues raised in the DCR comment letter on the Expanded ENF with regard to project impacts to MSSF. As noted previously, the Proponent has proposed several mitigation measures to be implemented to reduce potential impacts to MSSF by PRS-related visitors. DCR comments direct the Proponent, in conjunction with the proposed assessment to evaluate use of MSSF by PRS visitors, to establish baseline use data so it can be effectively compared with the subsequent operating conditions once PRS is in full operation. DCR is available for consultation in this effort.

The Single EIR also described impacts to open space associated with the proposed transportation improvements. Both the 206-acre town-owned parcel north of Clark Road and the 9.7-acre town-owned parcel located south of Clark Road are encumbered by existing CR's controlled by the Wildlands Trust. The access road and recreation path will cross the 206-acre parcel, while the proposed round-about will encroach on the 9.7-acre parcel. The CRs for each of these parcels explicitly allow the "construction and maintenance of...roadways...to service adjacent properties." The Town of Plymouth and Wildlands Trust staff were consulted prior to design of the roadways to find means to minimize impact to these open spaces.

Wetlands

According to the Single EIR, the Town of Plymouth Conservation Commission issued a negative determination of applicability on March 26, 2009 confirming that all proposed project elements associated with the PRS site (proper) and the associated access road are not within wetland resource areas subject to the Massachusetts Wetlands Protection Act and the local Plymouth wetlands Bylaw. Therefore, a Notice of Intent will only be required for the utility work proposed in conjunction with the project.

The Single EIR included plans for the utility corridor that illustrated the approved wetland delineations in comparison to the proposed areas of work. According to the Single EIR, portions of the proposed utility corridor will be located within the 100-foot buffer zone to Bordering Vegetated Wetlands (BVW) and 200-foot Riverfront Area, including approximately 400 linear feet of disturbed/paved Riverfront Area associated with the Eel River. The project proposes to

mitigate potential impacts to wetland resource areas through the placement of the alignment within previously-disturbed areas such as roadways and shoulders and through the implementation of erosion and sedimentation control Best Management Practices (BMPs). This utility work will also be temporary in nature and will be filed as a Limited Project in accordance with the Massachusetts Wetlands Protection Act regulations. As presently designed, these utility improvements will not require the filing of applications for a Section 401 Water Quality Certificate or Chapter 91 License from MassDEP.

Stormwater

The Single EIR included a discussion of the project's consistency with MassDEP's Stormwater Regulations; both existing regulations and new regulations currently under review (i.e., proposed Regulated Impervious Area (RIA) General Stormwater Permit). The project will incorporate a combination of Low-Impact Development (LID) techniques as well as conventional stormwater BMPs. The Single EIR included stormwater management plans for both the PRS site proper, as well as the access roadway. The Single EIR demonstrated how the project intends to comply with the ten standards outlined in the MassDEP Stormwater Regulations, including water quality and quantity, recharge, land uses with higher potential pollutant loads, and discharges to critical areas. The project will require the preparation of a Stormwater Pollution Prevention Plan (SWPPP) in accordance with the NPDES regulations and a long-term Operation and Maintenance Plan to ensure that the stormwater management systems function as designed.

Rare Species

Portions of the project site have been mapped as *Priority* and/or *Estimated Habitat* according to the current 13th Edition of the *Massachusetts Natural Heritage Atlas*. According to the Single EIR, the proposed sewer extension and water reuse line crosses *Priority Habitat* at one location on the Forges Field Recreational Complex and at a second location on Russell Mill Road. Previous correspondence with NHESP indicates that areas in the vicinity of the utility improvements are mapped as habitat for the Barrens Buckmoth (*Hemileuca maia*) and the Adder's-tongue Fern (*Ophioglossum pusillum*). The Single EIR states that the proposed sewer and water reuse lines will be exempt from review under the Massachusetts Endangered Species Act (MESA) (321 CMR 10.14(5) and (6)).

Construction Period Impacts

The Single EIR described potential construction period impacts such as noise, blasting and vibration, air quality, construction waste, stormwater management and erosion/sedimentation control, traffic, work hours and rodent control. The Single EIR presented modeling data demonstrating that the project would not create a noise nuisance condition. The Construction Manager will implement a comprehensive noise mitigation plan for all subcontractors and equipment on-site. While extensive blasting is not anticipated, the Single EIR confirmed that blasting on-site would be performed in accordance with applicable local and State regulations. The Proponent will participate in MassDEP's Clean Construction Equipment Initiative to work with subcontractors to use ultra low sulfur diesel (ULSD) and reduce diesel exhaust fumes and particulate emissions.

Construction debris will be handled, managed, and disposed of in accordance with 310 CMR 19.00 and other applicable regulations. Furthermore as part of the LEED Certification process, the project will be required to conduct detailed monitoring and reporting of recycling efforts and performance during construction. As noted previously, the Proponent will prepare a SWPPP in accordance with NPDES to mitigate construction period erosion and sedimentation. The Proponent will work with the Town of Plymouth to develop a comprehensive Construction Traffic Management Plan to address truck traffic and site access, traffic pattern management, construction worker travel, construction access routes, and overall traffic mitigation measures. A separate Traffic Management Plan will be prepared for construction of the sewer extension, which will take place partly in public roadways. All construction contracts will include provisions that expressly prohibit use of the MSSF roadway network.

Mitigation / Draft Section 61 Findings

The Single EIR contained draft Section 61 findings associated with each separate State Agency Action identified for the project. These draft Section 61 findings should be revised in response to this Certificate and provided to State agencies to assist in the permitting process and issuance of Final Section 61 findings. The following mitigation measures have been proposed in accordance with the project:

Greenhouse Gas Emissions

- The proposed project will include the following GHG reduction and sustainable design elements:
 - High-efficiency building envelopes for new buildings;
 - High-efficiency HVAC components and other major electrical components in all locations;
 - High-efficiency lighting in all locations;
 - 500 kW of PV on the roofs of one stage building, with the remaining stage building roofs to be constructed as “PV-ready”;
 - Solar hot water heating in the Zone 1 commissary and Zone 2 hotel pool, spa and apartment/retail space;
 - Daylighting;
 - Use of natural ventilation at the stages, retail/apartments, visitor center, education buildings, and homes;
 - Thermal massing/precooling at the stages and production services buildings;
 - A green roof on the Zone 1 warehouse;
 - Rainwater harvesting;
 - High albedo covering on all roofs in Zone 1;
 - Use of under-floor air distribution in most office spaces;
 - Incorporation of sustainable lighting strategies using LED lighting and/or CFLs, as well as use of dimmer systems (advanced controls) for stage lighting;
 - Installation of metering and controls in the production studios, with anticipated expansion to buildings in Zones 2 and 3;

- Construction of a 4.8- MW combined heat and power (CHP) system at the Central Utility Plant to produce 1/3 of the facility's annual electricity usage;
 - Incorporation of ice storage to the chilled water system of the Central Utility Plant to improve system efficiency;
 - Efficient building orientation;
 - Use of Building Energy Management Systems;
 - Use of Heat Recovery Ventilation (HRV) in the hotel, spa, bungalows, retail/apartments, education buildings, and homes; and
 - Use of primarily electric fleet vehicles for on-site transportation.
-
- The Proponent will continue to evaluate additional efficiency measures that may be implemented in future stages of development, if proven beneficial and economic;
 - Mobile source GHG emissions will be mitigated through the implementation of the proposed off-site and on-site transportation improvements and a TDM program, as outlined in this Certificate;
 - The proposed project will generate 15,169 tpy of CO₂ from stationary sources, a reduction of 3,871 tpy (or 20%) when compared to a building code-compliant case;
 - The proposed project will generate 5,979 tpy of CO₂ from project-related mobile sources, a reduction of 1,173 tpy (or 16%) from the 2028 Build without Mitigation Condition; and
 - The Proponent will submit self-certification documentation to the MEPA office for each Development Zone consistent with the terms outlined in this Certificate.

Traffic and Transportation

- Construction of interchange improvements at Exit 3/Clark Road in a manner consistent with either Alternative 1A or 1B upon approval by EOT and MassHighway;
- Reconstruction of the intersection of Long Pond Road at Clark Road to function as a modern roundabout controlled intersection. This will be performed in conjunction with the proponent for the nearby River Run project;
- Widening of Clark Road between Long Pond Road and the project access roadway to provide a general four lane cross-section (two travel lanes per direction) with an eastbound left-turn lane and a westbound right-turn lane provided at the project access roadway intersection with Clark Road;
- Widening of Clark Road between the project access roadway and the Route 3 overpass to provide a general four lane cross-section (two travel lanes per direction);
- Restriping of the Clark Road Bridge over Route 3 to accommodate two eastbound travel lanes and a single westbound travel lane (3-lane cross section);
- Provision of three existing travel lanes consisting of two left-turn lanes and a right-turn lane, and one entering lane at the project access roadway approaching Clark Road;
- Installation of a traffic control signal at the intersection of Clark Road with the project access roadway;
- Installation of intersection ahead warning signs, trimming of vegetation within the public right-of-way and placement of signs and pavement markings at the Long Pond Road at Jordan Road intersection. These improvements will be designed and constructed by the

- Proponent prior to the issuance of the first Certificate of Occupancy for the movie and production or studio amenities components of the project;
- Design and construction of intersection improvements at Long Pond Road and Alden Road (an entrance to MSSF). The Proponent will work with DCR and the Town of Plymouth to prepare design plans for traffic calming measures, sight line, and safety improvements; this will be accomplished prior to the issuance of the first Certificate of Occupancy for the movie and production or studio amenities components of the project. The Proponent will design and construct the selected improvement measures prior to the issuance of the final Certificate of Occupancy for these components. DCR has noted that they may eventually need to initiate a checkpoint at the Alden Road entrance to provide greater control of vehicle access. Therefore, at the recommendation of DCR, the design should include considerations for potentially developing a gated entrance system and/or contact station at this location;
 - Design and construction of traffic calming measures at defined locations along the segment of Long Pond Road between Clark Road and Jordan Road. The location and specific traffic calming feature will be defined, reviewed and approved by the Town of Plymouth. Suggested locations include: the intersections of Long Pond Road and Clark Road, Long Pond Road at the Plymouth South School Complex driveway, Long Pond Road at Mast Road and the access roadway serving the ten single-family residences associated with the project, Long Pond Road at Alden Road, and Long Pond Road at Jordan Road. Traffic calming measures will be designed prior to issuance of the first Certificate of Occupancy for the movie and production or studio amenities components of the project, with construction prior to the issuance of the final Certificate of Occupancy for these components; and
 - The Proponent will implement several mitigation measures to reduce project-related traffic to MSSF including: directing employees not to use the MSSF for commuting purposes, restricting security passes to the Long Pong Road gated entrance to those employees who reside in Plymouth or whose primary commuting route would not potentially involve the use of MSSF roadways, issuing directions to the PRS site that direct motorists to use the Route 3/Clark Road Interchange, and working with companies that provide on-demand mapping and motorist direction services to provide directions to the project that avoid MSSF.

Transportation Demand Management

Key components of the TDM program are outlined below and memorialized in the draft Section 61 findings:

Pedestrian Improvements

- Inclusion of sidewalks and pedestrian promenade areas within the PRS site and along all internal circulating roadways;
- Full accessibility to persons with disabilities will be provided both within the PRS site and along proposed internal circulating roadways and at all signalized intersections constructed or modified in conjunction with the Project;

- Pedestrian crossing warning signals will be provided at pedestrian crossing locations and at all garage driveways;
- A sidewalk and/or walking path will be constructed along the north side of Clark Road between The Pinehills and the intersection of Clark Road with the Route 3 northbound ramps, where a signalized pedestrian crossing will be provided allowing pedestrians to cross to the south side of the roadway. The sidewalk will then travel along the south side of Clark Road, over the Clark Road/Route 3 overpass and connect to the PRS access roadway. The EOT comment letter has asked the Proponent to evaluate the feasibility of moving the sidewalk to the north side of the bridge in order to provide a continuous pedestrian connection, eliminating safety hazards associated with the need to cross Clark Road twice. The Proponent will consult with EOT to evaluate this recommendation prior to the issuance of a Section 61 Finding for the project;
- A signalized pedestrian crossing will be provided at the project access roadway;
- A multi-use path will be constructed that traverses a meandering alignment parallel to the access road, providing access to the PRS site and the Plymouth South School Campus; and
- The Proponent will complete an evaluation of the primary pedestrian/bicycle crossing within Myles Standish State Forest (MSSF), including an assessment of sight lines and safety. The evaluation will identify specific improvement measures and be summarized in a report provided to DCR prior to the issuance of a Certificate of Occupancy for the movie and production or studio amenities components of the project.

Bicycle Accommodations

- Provision of safe, secure, weather protected bicycle racks and/or storage lockers;
- Construction or modification of traffic signals to include bicycle detection and associated signs and pavement markings, to the extent feasible and appropriate;
- Roadway and intersection improvements will include provisions for bicycle travel, including both on and off-road bicycle paths, as appropriate. As directed by EOT, the Proponent will work with MassHighway during the design of roadway improvements on the Clark Road bridge to explore the allocation of width to travel lanes and bicycle lanes/shoulders that provides the best balance of accommodation between bicycles and motor vehicles; and
- The Proponent will design and construct a bicycle connection between the PRS site and the MSSF utilizing Mast Road and existing pathways within the State Forest. Design plans will be provided to the Town of Plymouth and DCR prior to issuance of the first Certificate of Occupancy for the movie and production or studio amenities components of the project, with pathway construction prior to the issuance of the final Certificate of Occupancy for these components.

Traffic Reduction Strategies

- The Proponent will make available to visitors, residents, and employees information on traffic reduction strategies such as carpool/vanpools, coordination with MassRIDES, and other ridesharing programs;
- Coordination with the Town of Plymouth, MassHighway, the Old Colony Planning Council, MassRIDES, Greater Attleboro Taunton Regional Transit Authority (GATRA), and the Massachusetts Bay Transportation Authority (MBTA) to develop an effective traffic reduction program;
- Implementation of a fixed-route shuttle service to be operated as part of the project, initially funded by the Proponent, connecting PRS to MassHighway Park-and-Ride lots at Exit 5 (Long Pond Road) and off Commerce Way, the Downtown and Waterfront areas of Plymouth, and the Kingston and Plymouth (Cordage) Commuter Rail Stations. Additional locations may be identified as the route is developed in consultation with appropriate parties and may be expanded to service other developments such as The Pinehills and River Run, at which time a cost sharing structure may be developed;
- Provision of subsidies for the purchase of transit passes (MBTA Charlie Cards) for qualified full-time employees. Charlie Cards will also be made available to hotel guests;
- Designation of parking spaces for car/vanpools and alternatively fueled vehicles; and
- Provision for electric vehicle charging within the PRS site.

Traffic Monitoring and Reporting Program

- Implementation of a traffic monitoring program that includes the collection of 24-hour automatic traffic counts on the project access roadways (primary and residential) over a continuous 7-day, weeklong period, as well as manual turning movement and vehicle classification counts during the weekday morning and evening peak periods at the following locations:
 - Clark Road at the project access roadway;
 - Long Pond Road at Clark Road;
 - Long Pond Road at the project access roadway;
 - Long Pond Road at Alden Road; and
 - Long Pond Road at Jordan Road;
- Traffic counts will be conducted in May or June of any calendar year, unless otherwise authorized by the Town of Plymouth, and completed on an annual basis during the build-out of the project. The Proponent indicated in the Single EIR that monitoring would continue for one year after full occupancy. EOT has stated that they will require that the program continue for five years following full occupancy of the site. Prior to the issuance of the Section 61 Finding, the Proponent should submit a letter of commitment to address this requirement, as well as reporting on the implementation and success of the TDM program; and

- Results of the traffic monitoring program will be reported to MassHighway, the Town of Plymouth, DCR and Old Colony Planning Council.

Air Quality

- Traffic intersection improvements and TDM measures will be implemented to achieve a project that has a less than 0.5-percent increase in VOC and NO_x when compared to the Build Condition without Mitigation;
- PRS will use electric on-site fleet vehicles to mitigate VOC and NO_x emissions;
- Site construction and operations activities will comply with MassDEP's Noise Policy;
- The Proponent will construct earthen berms with mature vegetated buffer zones to mitigate noise-related impacts on adjacent educational or residential uses as approved in the Town of Plymouth's June 2009 Master Plan Approval; and
- The Proponent will consult with MassHighway during the permitting process to determine if a modified noise analysis is required for the Exit 3 Interchange improvements and amend draft Section 61 Findings accordingly.

Water Supply

- Construction of new water mains, booster pumping stations, pressure reducing valves, storage tank to connect the PRS site (and at a minimum the Plymouth South School Complex) to the Bradford Zone municipal water supply well;
- Buildings will be separately metered to promote conservation;
- Ultra-low flow fixtures will be installed in the commercial-type buildings, including the offices, sound stages and support, commissary, and educational occupancies;
- Waterless urinals will be used in all buildings with the exception of the hotel, spa, and artist bungalows; dual flush toilets will be used in these buildings;
- No potable water will be used for irrigation purposes. The project will incorporate rainwater harvesting systems for the collection, distribution and eventual infiltration through a process of bioswales, natural surface water gardens and stormwater retention through the use of lined irrigation ponds and cisterns;
- The existing on-site irrigation well will be kept on-line, but restricted to a production rate of less than 100,000 gpd for the express purposes of keeping the lined ponds at an acceptable level to maintain the irrigation needs;
- The Proponent will prepare an irrigation management plan to ensure compliance with Water Management Act thresholds, as directed by MassDEP;
- Landscaping will consist of native, drought-tolerant species to the largest extent possible;
- The Proponent will conduct a water audit three years after the project site is fully operational to allow for an evaluation of the effectiveness of conservation efforts and incentives structures; and
- Post-production, stages, production support offices, park office buildings, warehouse, and shop buildings will be equipped with rooftop runoff collection systems, which will provide a supply of graywater for use in flushing toilets.

Wastewater

- Construction of new sewer mains to convey wastewater to the Camelot Drive WWTP from the PRS site, Plymouth South School Complex, Crosswinds Golf Club, Forges Field Recreational Complex, and abutters along Jordan and Russell Mills Roads. Total design flow in association with all projects subject to the proposed sewer extension is estimated at 278,126 gpd. Ancillary facilities to the project will include two pump stations to be located on the PRS site and one at the Forges Field Athletic Complex, a new grit screening facility with pump station to be located at the WWTP, and a direct tie-in connection to the inflow piping at the WWTP;
- The Proponent will develop, in conjunction with the Town of Plymouth, a new tertiary treatment facility at the WWTP to facilitate the use of reclaimed water for irrigation purposes within the watershed. The Town of Plymouth is seeking SRF funding for the construction of the tertiary treatment facility and water reuse line;
- If SRF funding is not available for the tertiary treatment facility, PRS has committed to continue to work with the Town of Plymouth to develop the facility. Specifically, PRS will contribute a portion of the funds necessary for design and construction and memorialize these commitments through a modification to the original MOU with the Town of Plymouth (dated October 27, 2008). If SRF funding is not available for the water reuse line, PRS Will fund the design and construction of a water reuse line to convey the reclaimed water for irrigation use at Town properties;
- The Proponent will construct a new water reuse line to transport gray water for irrigation to Crosswinds Golf Course, Forges Field Athletic Complex, and the Plymouth South School Complex. This reuse line will be built in accordance with 314 CMR 20.00 and the Proponent will coordinate permitting of the water reuse line with the Town of Plymouth; and
- The Proponent will support additional nutrient analysis within the Eel River Watershed by contributing funds to the Massachusetts Estuaries Program (MEP).

Open Space

- The Proponent will, in consultation with the Town of Plymouth and DCR, prepare preliminary designs for, and upon receipt of permits, approvals and funding, construct traffic calming measures, sight line and safety improvements at the intersection of Long Pond Road at Alden Road;
- MSSF will not be identified as a potential overnight accommodation;
- The Proponent will work GPS providers to determine whether it is possible to avoid a “cut through” of MSSF as a first routing option;
- The Proponent will conduct an engineering study of the four crosswalks on Alden Road and make recommendations for their improvement;
- The Proponent will conduct a Visitor Assessment to determine how PRS visitors use MSSF (and vice-versa);
- The traffic monitoring program will include traffic levels on Alden Road and Long Pond Road; and

- A bicycle and pedestrian connection will be made between the Plymouth South school complex and Forges Field, along Bump Rock Road to MSSF, and an extension of existing pathways within MSSF.

Wetlands

- Utility improvements will be located in areas of existing roadway or previously-disturbed roadway shoulder to eliminate direct wetland resource area impacts; and
- The Proponent will implement erosion and sedimentation control BMPs for the utility work improvements.

Stormwater

- The project includes LID stormwater management techniques and approved conventional stormwater BMPs;
- The project will comply with the ten standards outlined in the MassDEP Stormwater Regulations;
- The Proponent will prepare a SWPPP in accordance with the NPDES permitting requirements; and
- The Proponent will prepare and implement an Operations and Maintenance Plan to ensure that the approved stormwater management system functions as designed and permitted.

Construction Period

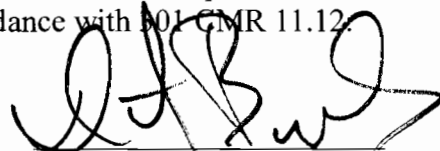
- The Construction Manager will implement a comprehensive noise mitigation plan for all subcontractors and equipment on-site;
- Blasting will be performed in accordance with applicable local and State regulations;
- The Proponent will participate in MassDEP's Clean Construction Equipment Initiative to work with subcontractors to use ultra low sulfur diesel (ULSD) and reduce diesel exhaust fumes and particulate emissions;
- The Proponent will conduct detailed monitoring and reporting of recycling efforts and performance during construction;
- The Proponent will prepare a comprehensive Construction Traffic Management Plan both the PRS project and the installation of the sewer main; and
- All construction contracts will include provisions that expressly prohibit use of the MSSF roadway network.

Conclusion

Based on a review of the Single EIR, comment letters and consultation with state agencies, I find that the Single EIR adequately and properly complies with MEPA and its implementing regulations. Outstanding issues can be addressed during state and local permitting and review. The project may proceed to permitting. State agencies should forward copies of the final Section 61 Findings to the MEPA Office for publication in accordance with 301 CMR 11.12.

October 30, 2009

Date



Ian A. Bowles

Comments Received:

10/09/2009	Senate President Therese Murray, State Representative Vinny deMacedo, and State Representative Thomas J. Calter
10/07/2009	Plymouth Area Chamber of Commerce
10/22/2009	Old Colony Planning Council
10/23/2009	Eel River Watershed Association
10/23/2009	Massachusetts Department of Environmental Protection – SERO
10/23/2009	Department of Conservation and Recreation
10/23/2009	The Pinehills, LLC
10/23/2009	Jones River Watershed Association
10/23/2009	Joseph J. DeSilva
10/26/2009	Executive Office of Transportation

IAB/HSJ/hsj