

FALL ANNUAL TOWN MEETING OCTOBER 27, 2008

The Moderator opened the meeting at 7:30 P.M. Upon notification by the Town Clerk, he called the meeting to order at 7:38 P.M.

The Plymouth County Sheriffs Department Honor Guard under the direction of Duane Fortes led the salute to the flag, followed by the National Anthem performed by Jodi Mulcahy, a 1997 graduate of Plymouth South High School. The Invocation was offered by Reverend Dr. William Fillebrown, Pastor of Chiltonville Congregational Church and Chaplain for the Plymouth Fire Department.

The Return of the Warrant of the Annual Town Meeting showed that it has been properly served. Without objection the Moderator waived the reading of the Constable's Return of Service of the Warrant of the Annual Town Meeting and further the reading of the Warrant.

Mr. Driscoll moved that adjourned sessions of this Town Meeting be held on October 28, 29, & 30, 2008 at 7:30 p.m. at Memorial Hall.

The motion PASSED.

Mr. Driscoll moved to change the order of articles by moving Article 18 before Article 7.

The motion PASSED unanimously.

ARTICLE 1: Mr. Driscoll moved that the town vote to amend the Classification and Compensation Plans and the Personnel By-Law in accordance with the memorandums from Melissa Arrighi, Assistant Town Manager, located on page 13 and Kerin McCall, Environmental Technician, located on page 17 of the Report and Recommendations of the Advisory & Finance Committee.

To: Board of Selectmen
Advisory and Finance Committee

From: Melissa G. Arrighi, Assistant Town Manager

Date: September 5, 2008

Re: Fall Town Meeting, Article 1

ARTICLE 1: To see if the Town will vote to amend the Classification and Compensation Plans and the Personnel By-Law and Collective Bargaining Agreements contained therein, or take any other action relative thereto.

BOARD OF SELECTMEN

In addition to the wage increase for seasonal Natural Resources Assistants and Technicians that both the Selectmen and Finance Committee voted to approve, we would like support of the following adjustments to the Classification and Compensation Plans:

An upgrade of the Finance Director position from E-5 to E-6:

An upgrade of the Director of Planning and Development from an E-3 to an E-5

An upgrade of the Human Resource Director position from an E-2 to an E-3

As you will recall, two years ago, we had the MMA Consulting Group conduct a reclassification study of all the Non Union positions and the OPEIU positions. At that time, we moved forward with those recommendations which upgraded the Finance Director and the Human Resource Director positions. However, recently with vacancies in both those positions, we found it necessary to upgrade these two positions again as a recruitment tool. The Personnel By-Laws, Section 3, provides that the Town Manager may authorize an entrance rate higher than the minimum rate for a position, and/or any other variance in the compensation plan as he may deem necessary for the proper functioning of the services of the Town. In the case of the Finance Director and Human Resource Director, these upgrades have already been established and were necessary in order to recruit individuals with the level of expertise and experience necessary for the Town.

We are also recommending an upgrade in the Director of Planning & Development position. The Director's of Planning and Development position was not previously reclassified and we have upgraded the position to the appropriate level. In order to remain competitive with our salaries, occasionally we need to make adjustments as a means of retention. That is certainly the case with this position. It is important to note that any salary increases associated with these positions will be absorbed in their respective salary budgets.

Thank you.

Melissa Grabau Arrighi
Assistant Town Manager
Town of Plymouth
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Plymouth, MA 02360
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MEMO

To: Patricia Flynn, Director of Human Resources

From: Kerin McCall, Environmental Technician

Re: Misc D Salary increase

Date: December 5, 2007

I would like to request an increase to the wage rate for the seasonal Natural Resources Assistant and Technician positions. In February, 2008, the state minimum wage will increase to \$8.00, which is an increase of \$1.00 per hour in just over one year. The rates for the seasonal Natural Resources positions have not increased in at least 6 years. During this period, other towns with comparable positions have periodically increased their rates, and a spreadsheet showing their FY08 rates is attached. Some of these towns are planning further increases for FY09. A chart showing the proposed increase for the Natural Resources Assistants and Technicians is also attached. An increase of \$0.51 per hour would bring our rates into the range of those of other towns, and would insure that we continue to attract quality candidates for these positions.

cc: David Gould, Environmental Manager

Mr. Wood moved to postpone Article 1 indefinitely.
The motion FAILED.

On the upgrade of Finance Director, the motion PASSED.

On the upgrade of the Director of Planning and Development, the motion PASSED.

On the upgrade of seasonal assistants, the motion PASSED.

ARTICLE 2: Mr. Driscoll moved that the town vote to amend the vote taken under Article 7 of the 2008 Annual Town Meeting warrant by increasing and decreasing the following budget line items and to raise and appropriate the sum of \$453,738 to fund the amendments in accordance with the spreadsheet located on page 23 of the Report and Recommendations of the Advisory & Finance Committee, as follows:

	Increase (Decrease)
<u>ADMINISTRATIVE SERVICES</u>	
TOWN CLERK	
6 All Other Expenses	30,000
<u>DEPARTMENT OF FINANCE</u>	
ALL DIVISIONS	
10 All Other Expenses	24,052
<u>DEPARTMENT OF COMMUNITY RESOURCES</u>	
VETERANS SERVICES	
14 All Other Expenses	200,000
FIRE DEPARTMENT	
26 All Other Expenses	7,000
<u>DEPARTMENT OF PUBLIC WORKS</u>	
ALL DIVISIONS	
30 Personal Services	79,686
31 All Other Expenses	21,400
<u>FIXED COSTS</u>	

	FUEL & UTILITY ACCOUNT	
33	All Other Expenses	39,600
	PENSIONS	
38	All Other Expenses	(18,000)
	MEMBER BENEFITS	
39	All Other Expenses	125,000
	ALL TOWN INSURANCE	
41	All Other Expenses	(25,000)
	<u>NON-ENTERPRISE DEBT SERVICE</u>	
42	Non-Enterprise Debt Service	<u>(30,000)</u>
		\$453,738

Mr. Luszczyk moved to amend by subtracting the crematory expenses in the amount of \$141,118.

Mr. Howe moved the previous question.

The motion PASSED.

On Mr. Luszczyk's motion, the motion FAILED.

On the main motion of Article 2, the motion PASSED unanimously.

ARTICLE 2A: Mr. Driscoll moved that the town vote to amend the vote taken under Article 7D of the 2008 Annual Town Meeting warrant to increase the amount appropriated for Airport Departmental expenses and to raise and appropriate from Airport Revenues the sum of \$1,000,000 for such purposes in accordance with the spreadsheet located on page 23 of the Report and Recommendations of the Advisory & Finance Committee.

ENTERPRISE FUNDS

AIRPORT COMMISSION

45	All Other Expenses	1,000,000
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The motion PASSED unanimously.

ARTICLE 2B: There was no motion. Town meeting took no action.

ARTICLE 2C: Mr. Driscoll moved that the Town vote to amend the vote taken under Article 11 of the April 5, 2008 Annual Town Meeting to increase the amount appropriated for a household hazardous waste collection day or other activity, and to raise and appropriate the sum of \$55,000 for such purposes, said funds to be expended under the supervision of the Town Manager.

The motion PASSED unanimously.

ARTICLE 3: Mr. Driscoll moved that the town vote to raise and appropriate the sum of \$5,467 to pay certain unpaid bills, as follows:

Town Manager

FY2008 Legal Services	1,982.57
Town Clerk	
FY2008 Postage	270.00
Maintenance Department	
FY 2008 Building Maintenance	2,790.55
FY 2008 Meetings & Education	266.60
FY 2008 Vehicle Maintenance	157.28

Mr. Webber moved to separate the vote. On all but Building Maintenance, the motion PASSED by more than 9/10 with one vote in opposition.

Mr. Webber moved to reduce Building Maintenance to \$317.05.
The motion FAILED.

On Building Maintenance, the motion PASSED by more than 9/10 with five in opposition

ARTICLE 4A: Mr. Driscoll moved that the town vote to appropriate the sum of \$163,500 for the construction of a dispatch center for the fire department; that to meet this appropriation \$163,500 shall be transferred from the unexpended proceeds of an equal amount of bond anticipation notes dated May 15, 2008 issued under the vote of the Town passed May 20, 2006 (Article 9, Item B-6) for the replacement of a rescue truck for the Fire Department, which project is hereby abandoned; and that the Town Manager is authorized to take any other action necessary to carry out this project.

The motion PASSED unanimously.

ARTICLE 4B: Mr. Driscoll moved that the town vote to appropriate the sum of \$22,526 for the purchase of energy efficient vehicles for the DPW Maintenance Department; that to meet this appropriation \$22,526 shall be transferred from the unexpended proceeds of an equal amount of bond anticipation notes dated May 15, 2008 issued under the vote of the Town passed May 20, 2006 (Article 9, Item B-6) for the replacement of a rescue truck for the Fire Department, which project is hereby abandoned; and that the Town Manager is authorized to take any other action necessary to carry out this project.

The motion PASSED unanimously.

ARTICLE 4C: Mr. Driscoll moved the Town vote to transfer the sum of \$103,408 from Receipts Reserved for the Sale of Real Estate for the Library HVAC System Upgrades, said funds to be expended under the supervision of the Town Manager.

The motion PASSED with one in opposition.

ARTICLE 5: Mr. Driscoll moved that the Town receive the reports of the various Town Boards and Officers and Committees, and place them on file with the Town Clerk's office.

The motion PASSED.

ARTICLE 6: Mr. Driscoll moved that the Town vote to continue the Plymouth Energy Committee, for a three-year period, to be reviewed at the 2011 Annual Town Meeting.

The motion PASSED.

ARTICLE 18: Mr. Driscoll moved that the Town vote to amend the Zoning Bylaw and Official Zoning Map #1 to create a Movie and Entertainment Production Overlay District (MEPOD) and to establish Section 205-76 Movie and Entertainment Production Overlay District (MEPOD) in accordance with the FINAL REPORT AND RECOMENDATION OF THE PLANNING BOARD ON THE PROPOSED AMENDMENT TO THE ZONING BYLAW SECTION 205-76 MOVIE & ENTERTAINMENT PRODUCTION OVERLAY DISTRICT.

§ 205-76. Movie and Entertainment Production Overlay District (MEPOD)
[Added xx-xx-2008 October ATM by Art. XX]

A. **Intent.** The intent of this district is:

- (1) To allow for creation of a **Movie and Entertainment Production Studio Development** for motion picture, television, commercial productions and other ancillary uses.
- (2) To allow for commercial, retail, cultural and educational uses that are ancillary to a movie and entertainment production facility.
- (3) To encourage low impact mixed use development on large, well-buffered sites.
- (4) To increase the net tax base of the Town and provide quality employment opportunities for Plymouth residents.
- (5) To encourage development utilizing the highest quality design standards.
- (6) To ensure that development is designed in harmony with the topographical and vegetative character of the land.
- (7) To promote development of the creative arts production in Plymouth.
- (8) To allow an alternative form of land use development consistent with sound design principles for a Movie and Entertainment Production Studio Development, including diverse and integrated land development for commercial production of various media, including live action motion pictures, animations, commercials and videos, music and theater, ancillary support facilities including related commercial, retail, cultural and educational activities, restaurants, offices, services, day spas, community facilities, theaters, support facilities including a

hotel and associated meeting facilities, artists' and other housing, and active and passive indoor and outdoor recreational uses.

B. **Establishment and Location.** The Movie and Entertainment Production Overlay District (MEPOD) shall be considered as overlaying other zoning districts and is delineated on Zoning Map No. 1. For any Development Project proposed within the MEPOD, the provisions of the MEPOD as detailed in this Section 205-76, shall govern over all inconsistent use and dimensional requirements and restrictions of the underlying zoning district. The Planning Board of the Town of Plymouth shall act as the authority designated to review projects and issue site approvals under this Section 205-76, and as the Special Permit Granting Authority, if applicable, under this Section 205-76.

C. **Definitions.**

ARTISTS' HOUSING - Artists' Housing shall be rental housing units for use by persons involved in the activities of the Development Project.

BUFFER - Land established to protect adjacent land uses of a different character by keeping the land in its open, natural state, subject to the provisions of Section 205-76F(5) below. If not naturally vegetated, this area shall be fully landscaped to provide a visual and sound barrier between land uses.

CULTURAL FACILITIES - Cultural facilities are libraries, art galleries, archives, museums, places of worship or similar institutions and uses.

DESIGN STANDARDS - The document entitled Design Standards for the Movie and Entertainment Production Overlay District, adopted by the Planning Board of the Town of Plymouth pursuant to Section 205-76H below. Said Design Standards are applicable to all Development Projects within the MEPOD.

DEVELOPMENT PROJECT - The Development Project is the Movie and Entertainment Production Studio Development to be constructed and operated on the Property.

EDUCATIONAL/RESEARCH CAMPUS - An Educational/Research Campus is an integrated group of buildings that are used by or in conjunction with educational uses relating to cinema, art, entertainment or other similar cultural endeavors, including research.

GROSS FLOOR AREA - For purposes of this Section 205-76, the sum of the areas of each floor in a building measured from the exterior faces of exterior walls or from the center lines of party walls, including the area at each floor in the structure, except: (1) attic space less than five feet zero inches in height; (2) cellar space less than six feet zero inches in height; and (3) Structured Parking facilities.

MEPOD - A MEPOD is the Movie and Entertainment Production Overlay District, established by this Section 205-76.

MOVIE AND ENTERTAINMENT PRODUCTION STUDIO DEVELOPMENT - A Movie and Entertainment Production Studio Development is a unified complex of structures, buildings and outdoor spaces that include a Studio Production Campus, and may include a Studio Amenity Campus, an Educational/Research Campus, and Open Space Areas.

OPEN SPACE AREAS - Open Space Areas are the portions of the Property (if any) which are designated as being part of the Development Project, subject to the provisions of Section 205-76J below.

OUTDOOR AMUSEMENT, WATER PARKS OR THEME PARKS - An establishment having amusement concessionaires and/or amusement devices, including theme entertainment parks, permanent carnivals, vehicular amusement parks, and similar facilities.

PROPERTY - The Property is the land, located wholly within the MEPOD on which the Development Project is to be constructed and developed.

SCREENING - Decorative walls, trees, shrubs, solid fencing or other view-obstructing materials used to conceal buildings, mechanical, electrical, and communications equipment and meters, trash dumpsters, delivery areas, outdoor storage and parking areas from view of traveled ways.

SITE PLAN APPROVAL - Site Plan Approval is the approval of a site plan issued by the Planning Board under this Section of the Bylaw, for a Development Project or a designated Phase of the Development Project. The Planning Board's Site Plan Approval for a proposed Development Project shall be based on a finding of compliance with this Section 205-76 and the Design Standards.

STRUCTURED PARKING - Parking contained within a building either above or below ground, or a free-standing parking facility.

STUDIO AMENITY CAMPUS - A Studio Amenity Campus is a multi-building, multi-use area that may include a mix of uses that are customarily associated with mixed use, low scale developments. The Studio Amenity Campus shall be designed and operated to support and serve the needs of the Studio Production Campus.

STUDIO PRODUCTION CAMPUS - A Studio Production Campus is an integrated, multi-building grouping for the commercial production of movies, videos and other media.

STUDIO THEATRE - A private theatre for special functions, movie premieres and cultural events.

D. Uses and Other Requirements.

- (1) The following are Allowed Uses subject to Site Plan Approval in a Movie and Entertainment Production Studio Development, provided, however:
 - (a) A Development Project shall be limited to 2,000,000 square feet of Gross Floor Area (as defined in this Section 205-76);
 - (b) The total number of residential Dwelling Units, excluding Artists' Housing, shall be limited to twenty-five (25) units, provided that no more than ten (10) units shall be detached single-family homes and the remainder shall be townhouses, multi-family dwellings, or dwelling units on upper floors of commercial buildings; and
 - (c) The total number of Artists' Housing units shall be limited to one hundred (100) units.
- (2) Within the Studio Production Campus:
 - (a) Allowed Uses:
 - [1] Studio production uses, and uses ancillary thereto, which may include: sound stages; music recording and mixing stages; outdoor back lots; administrative and business office use; media editing facilities; material warehouses central shop and mill; art craft production facilities; production and post-production services space; rental facilities and services; film, video and media storage and sales facilities; warehouse and outside storage of equipment; studio production offices; equipment rental/sales; storage and servicing of service vehicles and trailers used for off-site production purposes; medical facilities; food and beverage preparation; catering and dining operations and sales; meeting and special event facilities; day care centers; day spas, educational facilities; rental facilities for people-moving devices;

storage areas; and operations and other, similar uses which are ancillary to or necessary for and integrated with the movie and entertainment production facility.

- [2] A Studio Theatre ancillary to studio production uses.
- [3] Cultural Facilities.
- [4] Passive and active recreational facilities.
- [5] Educational uses, ancillary to the Educational/Research Campus.
- [6] Uses relating to services for visitors to the Studio Production Campus, which may include: a commissary; commercial recreation (excluding in all events any amusement rides); medical services; hospitality services; sales of products and gifts relating to the Studio Production Campus and its operations; transportation facilities; food and beverage preparation; catering, and security.

(b) **Size and other Requirements.** The Studio Production Campus shall not contain more than 1,250,000 square feet of Gross Floor Area. The Studio Production Campus shall not contain more than 400,000 square feet of Gross Floor Area of office space. The Studio Production Campus shall not contain more than fifteen (15) acres of outdoor back lots space.

(3) Within the Studio Amenity Campus:

(a) Allowed Uses, provided, however no single use, except day spa centers and hotel, shall exceed 25,000 square feet of Gross Floor Area, and the total retail and commercial use in the Studio Amenity Campus shall not exceed 60,000 square feet of Gross Floor Area, but not including a hotel, spa, or office uses:

- [1] Professional and business offices, including a medical clinic.
- [2] Cultural Facilities.
- [3] Passive and active recreational facilities.
- [4] Community meeting facilities.
- [5] Day care (as defined in M.G.L. Chapter 28A, Section 9) and nursery uses.
- [6] The following retail and commercial uses ancillary to a Studio Production Campus:
 - [a] Convenience retail establishments such as pharmacies, country stores, financial institutions, including ATMs, grocery and variety stores;

[b] Personal service establishments such as barber and beauty shops, laundry and dry-cleaning establishments, tailoring and garment repair shops, a fitness, wellness and day spa center and a health club; and

[c] Restaurants and cafes.

[7] Artists' Housing, which may include a variety of dwelling units, including townhouses, multi-family dwellings, and dwelling units on upper floors of commercial buildings, and uses accessory to Artists' Housing, provided all Artists' Housing shall be occupied on a rental basis.

[8] Residential Dwelling Units, other than Artists' Housing, subject to the limitation set forth in Section D(1)(b) above.

[9] A hotel.

[10] Postal facilities.

[11] Meeting facilities/conference centers, visitor centers, and educational learning centers.

(b) **Size and other Requirements.** The Studio Amenity Campus shall not contain more than 530,000 square feet of Gross Floor Area. The Studio Amenity Campus shall contain no more than 300 hotel rooms nor more than 400,000 square feet of Gross Floor Area of hotel. The Studio Amenity Campus shall not contain more than 10,000 square feet of Gross Floor Area of office space. No single building, except the hotel and spa, may contain more than 75,000 square feet of Gross Floor Area.

(4) Within the Educational/Research Campus:

(a) Allowed Uses:

[1] Educational uses, and uses ancillary thereto, relating to movie, arts, and entertainment production and the facilities located in the Studio Production Campus, which may include: private kindergarten through post-graduate and continuing education instructional uses; ancillary recreation, artistic and sporting uses; media, production and innovation technology-related research uses; and administrative office uses.

[2] Day care (as defined in M.G.L. Chapter 28A, Section 9) and nursery uses.

[3] Artists' Housing, which may include a variety of dwelling units, including townhouses, multi-family dwellings, and dwelling units on upper floors of commercial buildings, and uses accessory to Artists' Housing, provided all Artists' Housing shall be occupied on a rental basis.

[4] Residential Dwelling Units, other than Artists' Housing, subject to the limitation set forth in Section D(1)(b) above.

(b) **Size and Other Requirements.** The Educational/Research Campus shall not contain more than 200,000 square feet of Gross Floor Area. The Educational/Research Campus shall not contain more than 100,000 square feet of Gross Floor Area of office space. No single building within the Educational/Research Campus shall contain more than 100,000 square feet of Gross Floor Area.

(5) Within Open Space Areas:

Allowed Uses: Open Space Areas shall serve as buffers, large contiguous open areas, open fields, active or passive recreational areas, landscaped areas or yards for buildings.

(6) Within all portions of the Property, generally:

(a) Development infrastructure facilities, including:

- [1] Water storage systems.
- [2] Waste Water treatment facilities.
- [3] District heating and cooling facilities.
- [4] Emergency power generation facilities.
- [5] On and off site access roads.
- [6] Storm water retention facilities.
- [7] Facilities for the transmission of electronic media and data, including telecommunication facilities.
- [8] Energy conversion facilities.
- [9] Horticulture and agriculture.
- [10] Utilities, including but not limited to water and sewer lines. Provided, except for storm water retention facilities, access roads and utilities, the foregoing development infrastructure facilities shall not be allowed in any buffer areas.

(b) Open Space Uses:

- [1] Passive and active recreation uses including golf, swimming, cross country skiing, sledding, walking and hiking trails.
- [2] Bike paths and trails.

[3] Open space amenities such as benches, picnic tables, observation platforms.

[4] Supporting infrastructure deemed appropriate for the purpose of designating and protecting Open Space Areas, including signs, fences, etc.

(7) The following uses are allowed by Special Permit in a Movie and Entertainment Production Studio Development: Wind Energy Facilities, as defined in Section 205-73, Wind Energy Conversion Systems, as defined in Section 205-27(I). For the purposes of Section 205-76, the Planning Board shall be the Special Permit Granting Authority for Wind Energy Facilities and Wind Energy Conversion Systems.

E. **Adequate Access.** A Special Permit subject to environmental design conditions shall be required for any street or driveway access onto a Major Street, the intent of which is to provide access to the district, minimizing the disruption to the neighborhood and local roads. The Special Permit shall be subject to the Curb Cut provisions set forth in Section F(3) below. The Planning Board shall not issue a Major Street Access Special Permit unless the following conditions are satisfied:

- (1) At the peak hour of the average day the Development Project and existing traffic volumes do not exceed 85% of the capacity of Major Streets as defined in the traffic study; and
- (2) The traffic volumes projected to be generated by the Development Project and existing traffic will not cause the level of service of any traffic approach at intersections of Major Streets as defined in the traffic study to fall below a “D” level of service (as defined in the Highway Capacity Manual, Transportation Research Board, National Research Counsel, Washington, D.C. 2000).
- (3) In granting the Special Permit, the Planning Board shall make the following specific findings (“Findings”):
 - (a) that Major Street intersections and roads within a minimum radius of two (2) miles of the boundary of the Property will provide sufficient capacity to accommodate current and projected future traffic in a safe and efficient manner;
 - (b) that major intersections will operate at an acceptable level-of-service (LOS) (defined as LOS “D” or better) and will continue to operate under such conditions or better at the completion and occupancy of the Development Project; and
 - (c) that adequate regional traffic improvements are either in place or, as a condition of the granting of a Special Permit, will be required to be constructed and completed prior to or subsequent to the issuance of any Certificate of Occupancy for any portion of the Development Project in order to reasonably satisfy Findings (a) and (b) above.

- (4) In order to identify and mitigate transportation and traffic impacts of the development of a Development Project, and validate the foregoing, the following findings shall be made by the Planning Board:
- (a) A transportation study shall be prepared and submitted by the applicant with the application for a Special Permit. The transportation study must identify and address the potential transportation impacts of the Development Project on the Major Streets, highways and major intersections serving the proposed Development Project, and shall include travel routes to and from interchanges on State Highways located within a minimum radius of two (2) miles from the Property. The Planning Board shall select a qualified traffic engineer to determine the scope of the study. The transportation study shall include recommendations for specific traffic calming measures; roadway and intersection improvements; and pedestrian and bicycle amenities as may be required to accommodate projected traffic flows in a safe and efficient manner, accommodate all roadway users, and to maintain acceptable levels of service.
 - (b) The Planning Board shall condition the grant of the Special Permit on such traffic and mitigation strategies, which may include without limitation the design and construction of new roadway and intersection improvements, as the Planning Board may find are reasonably necessary to ensure that all roadways and intersections impacted by the Development Project shall continue to function at an acceptable level of service at full completion and occupancy of the Development Project.
 - (c) The Planning Board shall condition the grant of a Special Permit on the implementation of such policies and programs for controlling traffic to and from the Development Project as the Planning Board shall find are reasonably necessary to ensure that the traffic impacts on abutting Major Streets and other local roads are minimized. Such policies and programs may include, without limitation: a transportation coordinator to be employed by the applicant to manage all traffic in and out of the Development Project; policies to direct all employees (other than local resident employees and emergency access) to access the Development Project from the a State Numbered Limited Access Highway Interchange, using highway routes between work and home; and all provided directions to the Development Project (including website directions) should direct all visitors to use a State Numbered Limited Access Highway, which may include reasonable commitments and arrangements to provide public transportation from the Development Project to the Downtown/Harbor District.

F. Dimensional and Other Requirements.

- (1) Table 205-76 (1) lists the dimensional requirements and Lot regulations applicable to a Development Project, in addition to the other dimensional requirements contained in this Section 205-76, but subject to the other provisions of this Section:

Table 205-76 (1) MEPOD Movie and Entertainment Production Studio Development Dimensional Requirements	
<u>Item</u>	<u>Dimensional Requirement</u>
Minimum Development Project Size:	200 acres
Maximum Development Project Size:	250 acres
Minimum Development Project Frontage:	200 feet
Floor Area Ratio:	0.25 ¹ (applicable to the Property as a whole)
Minimum Depth of Buffer Areas:	
from all Boundaries of Adjoining Properties	40 feet
from all existing Major Streets	150 feet (subject to subsection F(5) below)
Minimum Lots Size within the Development Project	6,000 square feet
Minimum width of lots within the Development Project	25 feet
Minimum front yard within the Development Project	10 feet
Minimum side yard within the Development Project	0 feet
Minimum rear yard within the Development Project	10 Feet
Minimum Building Setbacks from Adjoining Properties and Major Streets:	
for Studio Production Campus	150 feet ²
For residential uses	40 feet
for all other areas	150 feet (subject to reduction as provided in subsection F(6) below)
Maximum Height of Structures ³ :	
Within the Studio Production Campus	65 feet (75 feet for one sound stage, not to exceed 50,000 square feet of Gross Floor Area)
Within the Studio Amenity Campus	45 feet
Within the Educational/Research Campus	45 feet
Within all other areas	45 feet
Maximum Lot Coverage:	25% (applicable to the Property as a whole and excluding Structured Parking)
Minimum Separation Between Buildings:	20 feet

¹ Structured Parking facilities shall be excluded from the Floor Area Ratio limitation.

² Sound Stages and back lots shall be a minimum of 500 feet from a Major Street.

³ If Structured Parking or an occupied floor is installed under a building, the height of the building is to be measured from the grade at the building entry facing a public way or internal roadway.

- (2) **Development Project Size.** Parcels of land divided solely by a Street may be considered one tract of land, for the purposes of the Minimum and Maximum Development Project size in this Section 205-76.
- (3) **Curb Cuts.** One (1) curb cut shall be allowed on a Major Street as defined by the Bylaw, provided that such curb cut is located within 1,000 feet of a limited access State Highway interchange, direct State Highway access, or access from a State Highway interchange ramp, and is intended as the primary means of access to a Development Project. A second curb cut shall be allowed on a Major Street, provided that said second curb cut is intended for secondary gated access for a Development Project, limited to access for (a) ten (10) single-family Dwelling Units, (b) employees of the Development Project, provided, however, that not more than 500 vehicle trips per day are generated by such employees, and (c) emergency vehicles.
- (4) **Street Frontage.** Structures in the Development Project shall front on internal access roadways and ways, and shall not front directly on any Street as defined in the Zoning Bylaw.
- (5) **Buffers.**
 - (a) Buffer areas shall consist of unimproved land in its natural vegetated state, and may include land in Open Space Areas. If no such natural Buffer exists, then a naturalized landscaped Buffer plan may be submitted to the Planning Board for approval.
 - (b) In determining the Development Project's buffer areas, any permanently protected conservation lands owned by the Town or any non-profit conservation organization which abut the Property may be included as part of the required buffer area.
 - (c) The Planning Board may increase the required buffer areas, Screening or require additional vegetation within buffer areas, to mitigate the noise and visual impacts of the Development Project on abutting properties.
 - (d) Buffer areas may be penetrated for crossings by new internal roads or new roads to connect the Development Project to existing Major Streets or other roads created as part of the Development Project, and by utility lines, and signage may be located within such areas, if approved pursuant to a Special Permit for Master Plan Signage.
- (6) **Setbacks.** The Planning Board may reduce the required setbacks from any Street or any internal roadway, with respect to any structures or improvements in the Development Project, if such reduction does not adversely affect abutting properties or the Town and results in a better layout, configuration and siting for the Development Project.

G. **Site Plan Approval.**

- (1) Pre-application review: The applicant is encouraged to participate in a pre-application review at a regular meeting of the Planning Board. If a pre-application review is requested by the applicant, the Planning Board shall notify all interested boards and committees of the date and time of said meeting, including but not limited to the Board of Selectmen, Design Review Board, and Board of Health. The purpose of the pre-application review is to minimize the applicant's cost of engineering and other technical experts, and to obtain the advice and direction of the Planning Board prior to filing the application. At the pre-application review, the applicant shall outline the proposal and seek preliminary feedback from the Planning Board, other municipal review entities, and members of the public. The applicant is also encouraged to request a site visit by the Planning Board and/or its designee in order to facilitate pre-application review.
- (2) No building permit shall be issued for any construction unless Site Plan Approval has been granted by the Planning Board for such construction. In reviewing an application for Site Plan Approval, the Planning Board shall apply the criteria set forth below. In addition, the Planning Board must find that a Site Plan conforms to the objectives of this Section 205-76 and the Design Standards.
- (3) For the Initial Phase of the Development Project, and for each subsequent Phase for which Site Plan Approval is sought, the applicant shall submit site plans and all related narrative and graphic materials depicting the structures and other improvements to be constructed as part of such Phase ("Site Plan") to the Planning Board for its approval. The Site Plan shall include a development plan for such Phase, which addresses stormwater management, utility installation, off-site mitigation improvements, emergency access, roadway construction, and demonstrates compliance with the Design Standards. The Site Plan shall also include such detail and such other information as the Planning Board may require. An overall Master Site Plan shall be filed with the Initial Phase for review and approval by the Planning Board, and such Master Site Plan shall be updated from time to time subject to the approval of the Planning Board when Site Plans for Phases are presented for approval by the Planning Board.
- (4) Site Plan Approval shall require that the Town Engineer, Fire Chief, Department of Public Works, and Design Review Board have an opportunity to review, comment and make recommendations to the Planning Board on whether the Site Plan adequately addresses issues as specified in this Bylaw and Design Standards, including but not limited to (a) public health, safety, and convenience; (b) aesthetics; (c) pedestrian circulation within and outside of the site; (d) traffic circulation within and outside of the site; and (e) siting and design of structures, drainage, landscaping, and utilities.
- (5) In reviewing the application for Site Plan Approval for subsequent Phases, after the Initial Phase, the Planning Board, and such other agencies, shall review information regarding the impacts of previous Phases of the Development Project, and if such earlier Phases have traffic, environmental or other impacts substantially departing from those anticipated or projected, the Planning Board may impose additional conditions or restrictions on Site Plan Approvals for

subsequent Phases, or require reasonable mitigation measures prior to approving a Site Plan.

- (6) The Planning Board may approve minor variations in the location and design of buildings, parking areas and other elements.
- (7) **Phasing.** The Development Project may be constructed in phases (“Phases”), provided:
 - (a) As part of the Initial Site Plan submitted for approval, the applicant shall submit a phasing scheme and the proposed schedule of phasing for the Development Project.
 - (b) The Initial Phase of the Development Project for which a request for Site Plan Approval is to be made, and which is to be constructed and completed first (the “Initial Phase”) shall include, at a minimum, a sufficient portion of the Studio Production Campus so that, when completed, the Studio Production Campus shall be an operational movie and entertainment production facility, but in all events, such portion of the Studio Production Campus shall contain at least 400,000 square feet of Gross Floor Area (the “Initial Studio Production Campus”). For every gross square foot of building space constructed and permitted for occupancy within the Studio Amenity Campus or Educational/Research Campus two (2) gross square feet of Studio Production Campus building space must be constructed and permitted for occupancy.
- (8) The Planning Board shall review the Site Plan for the Initial Phase and for each subsequent Phase at public meetings, and the decision to grant Site Plan Approval shall be by written decision. Notice of the public meeting is required. Notice shall be given by publication in a newspaper of general circulation in the Town once in each of two (2) successive weeks, the first publication to be not less than fourteen (14) days before the day of the hearing and by posting such notice in a conspicuous place in Town Hall for a period of not less than fourteen (14) days before the day of such hearing. Notice shall be sent by mail, postage prepaid to the petitioner, abutters, owners of land directly opposite on any public or private street or way, and abutters to the abutters within three hundred (300’) feet of the property line of the development as they appear on the most recent applicable tax list. The assessors maintaining any applicable tax list shall certify to the Planning Board that the names and addresses of parties in interest and such certification shall be conclusive for all purposes.
- (9) The submissions by the applicant for Site Plan Approval shall include:
 - (a) A site plan or plans and site cross-sections depicting the proposed location of structures, open spaces and landscaping, proposed uses of the area, densities, curb cuts, proposed traffic circulation, parking and loading facilities, and access to public transportation;
 - (b) Building plans and building cross-sections which include proposed building elevations, proposed dimensions of structures, schematic layout drawings and exterior building materials; and

- (c) Such other reports, information and materials as may be appropriate to demonstrate the Phase's compliance with the terms of this Section, including three-dimensional electronic and/or physical models.

The Planning Board may request any additional information it deems necessary to insure it has sufficient information to determine general compliance with the objectives and standards for review of a proposed Development Project in a MEPOD.

- (10) In granting Site Plan Approval of the Initial Phase and each subsequent Phase, the Planning Board shall make specific findings that the Site Plan complies with the following Sections of the Bylaw: 205-17(E)(5) Fire Suppression; 205-18, and 205-65 Prevention of Light Pollution and design standards developed hereunder.
- (11) **Administration.** The Planning Board shall be the Approving Authority for Site Plan Approvals in the MEPOD, and shall adopt and file with the Town Clerk administrative rules relative to the application requirements and contents for Site Plan Review. The Site Plan Review process encompasses the following:

- (a) **Application procedures.**

- [1] The applicant shall file the required number of copies of the application with the Town Clerk for certification of the date and time of filing, and with the Planning Board. Said filing shall include any required forms provided by the Planning Board.
- [2] **Review fees.** The applicant shall be required to pay for reasonable consulting fees to provide peer review of the application for the benefit of the Planning Board. Such fees shall be held by the Town of Plymouth in an interest-bearing escrow account, and shall be used only for expenses associated with the use of outside consultants employed by the Approving Authority in reviewing the Site Plan application. Any surplus funds remaining after the completion of such review, including any interest accrued, shall be returned to the applicant forthwith.
- [3] Upon receipt by the Planning Board, applications for permits shall be distributed to at least the Design Review Board, Town Engineer, Fire Chief, and Board of Health. Such reports, which are advisory, shall be submitted to the Planning Board within sixty (60) days of filing of the application.
- [4] Within thirty (30) days of filing of an application with the Planning Board, the Board or its designee shall evaluate the proposal with regard to its completeness and shall submit an advisory report in writing to the applicant certifying the completeness of the application. The Board or its designee shall forward to the Applicant, with its report, copies of all recommendations received to date from other boards, commissions or departments.

(b) **Site Plan Approval decision.**

- [1] The Planning Board shall make a decision on the Site Plan application, and shall file said decision with the Town Clerk, within ninety (90) days of the date that the application was received by the Town Clerk. The time limit for taking of action by the Planning Board may be extended by written agreement between the applicant and the Board. A copy of such agreement shall be filed with the Town Clerk.

[2] The Board's findings, including the basis of such findings, shall be stated in a written decision of approval, conditional approval or denial of the Site Plan Approval application. The written decision shall contain the name and address of the applicant, identification of the land affected and its ownership, and reference by date and title to the plans that were the subject of the decision. The written decision shall certify that a copy of the decision has been filed with the Town Clerk and that all plans referred to in the decision are on file with the Planning Board.

[3] The decision of the Planning Board, together with the detailed reasons therefore, shall be filed with the Town Clerk and the Building Inspector. A certified copy of the decision shall be mailed to the owner and to the applicant if other than the owner.

(c) **Criteria for approval.** The Planning Board shall approve the Development Project upon finding that it complies with the purposes and standards of this Section 205-76 and the Design Standards.

(d) **Criteria for conditional approval.** The Planning Board may impose conditions on a Development Project as necessary to ensure compliance with the Movie and Entertainment Production Overlay District Requirements of this Section 205-76 and applicable Design Standards, or to mitigate significant adverse impacts of the Development Project on nearby properties.

(e) **Criteria for denial.** The Planning Board may deny an application for Site Plan Approval pursuant to this Section 205-76 if the Board finds one or more of the following:

[1] The Development Project does not meet the conditions and requirements set forth in this Section 205-76 and the Design Standards.

[2] The applicant failed to submit information and fees required and necessary for an adequate and timely review of the design of the Development Project or potential Development Project impacts.

H. **Design Standards.**

To ensure that new development shall be of high quality, and shall be compatible with the character of building types, streetscapes, and other community features, the Planning Board shall adopt Design Standards relative to the issuance of Site Plan Approvals for Development Projects within the MEPOD and shall file a copy with the Town Clerk.

I. **Signs, Noise, Lighting, Parking.**

(1) **Signs.**

- (a) Signs shall be governed by this Section 205-76.
- (b) No signs visible from a Public Way shall be erected or maintained in a Development Project without a Special Permit for Master Plan Signage having been issued, pursuant to the provisions of Section 205-19 of the By-Law, to govern the size, quantity, location, illumination and nature of signs within the Development Project. The Planning Board shall be deemed the Special Permit Granting Authority for the granting of a Special Permit for Master Plan Signage in a Development Project.
- (c) The foregoing notwithstanding, the Planning Board may grant a special permit for a Development Project to exceed the requirements of Table 205-19-2 when the Planning Board finds that exceeding the requirements is appropriate to provide effective information to the general public, or improve traffic flow and safety or enhance environmental aesthetics through attractive design features and coordinated presentation elements.

(2) **Noise.**

- (a) The Development Project shall comply with the noise standards in Code of Massachusetts Regulations (310 CMR 7.10) and the following:
 - [1] Noise from the Development Project shall not increase the broadband sound level by more than 10 dB(A) above ambient; or
 - [2] The Development Project shall not produce a “pure tone” condition – when any octave band center frequency sound pressure level exceeds the two (2) adjacent center frequency sound pressure levels by three (3) decibels or more.

These criteria are measured both at the Property line and at the nearest inhabited residence. “Ambient” is defined as the background A-weighted sound level that is exceeded 90% of the time, measured during operating hours.

- (b) A noise impact analysis shall be provided by the applicant as part of the Site Plan Approval to determine compliance with the foregoing and any other applicable local, State and Federal regulations.
- (c) The Site Plan Approval shall include criteria and limitations approved by the Planning Board with input from the Citizens Advisory Committee for temporary waivers of the requirements of clause 1 above in the Development Project by the Director of Inspectional Services for outdoor cinematic and television productions and filming.

(3) **Outdoor Lighting.**

- (a) No outdoor lighting shall be installed or used without compliance with the provisions of Section 205-65 Prevention of Light Pollution, in order to promote outdoor lighting standards so development permitted under

this Bylaw shall not unreasonably interfere with the night time use, enjoyment and astronomical observations by abutting property owners.

- (b) Outdoor electrically powered illuminating devices, lighting practices, and systems which will reduce light pollution and conserve energy while maintaining reasonable nighttime safety and security should be employed.
 - (c) The Site Plan Approval shall include criteria and limitations approved by the Planning Board with input from the Citizens Advisory Committee for temporary waivers of the provisions of Section 205-65 in the Development Project by the Director of Inspectional Services for outdoor cinematic and television productions and filming, or temporary festive outdoor events.
- (4) **Parking and Loading.**
- (a) **Loading.** The requirements of Section 205-24 Off-street Loading, shall not be applicable to the Development Project, and shall be determined by the Design Standards.
 - (b) **Parking.** The number, type, size, configuration and location of parking and parking areas on the Property shall be determined by the Design Standards.

J. Open Space.

- (1) **Design and Location.** The Open Space Areas and other open space (including areas for recreational use) created within the Development Project (“Open Space”), shall be located, configured and designed to accomplish the following objectives:
 - (a) To maintain as much land as possible in its natural state, or for specific and appropriate active or passive recreational purposes.
 - (b) To distribute the Open Space such that the entire Development Project is unified functionally and visually by such space.
 - (c) To provide Open Space and recreational areas. All parts of the Open Space shall be appropriate to their functions as buffers, large natural areas, open fields, active and passive recreational areas or yards for buildings.

K. Waivers.

Waivers with respect to the standards set forth in this Section 205-76 and Lot regulations and Natural features conservation sections of the Zoning Bylaw, may be authorized by the Planning Board in the Site Plan Approval, upon a specific finding by the Planning Board that: complying with such standard was not reasonably feasible or would result in an outcome which would be more negative to the objectives and intent of this Section 205-76 or the Zoning Bylaw than would result from such waiver; such waiver is to the

minimum extent reasonably necessary; other modifications or benefits are being proposed by the applicant above those otherwise required under this Section 205-76 in order to mitigate or counterbalance the proposed waiver; and the proposed waiver(s) are of high standards and such departure from the general criteria will not violate the intent of this Section 205-76 or the Zoning Bylaw.

- L. **Prohibited Uses.** Without limiting any other restrictions on use, the following uses are prohibited in a Development Project:
- (1) Sales of petroleum based fuels to the general public, including but not limited to home heating oil, diesel fuel, gasoline; sales, major automotive garages, any garage conducting repairs out of doors, tire recapping and retreading; trucking and automobile salvage yards.
 - (2) Exterior storage of products or merchandise in substantial quantities; exterior storage of junk, scrap, salvage, any secondhand materials; exterior storage of bulk petroleum products; interior storage or transmission of refined petroleum products in such a way that rupture of the storage tank will result in direct leakage into the ground; disposal of liquid or leachable wastes, including land filling of sludge and septage; use of septic cleaners containing toxic organic chemicals; open or leachable storage of road salt or deicing chemicals; use of sodium chloride for ice control; disposal or stockpiling of snow or ice from outside the property; storage, generation, treatment or disposal of hazardous wastes; production, manufacture, or warehousing of hazardous or toxic substances; landfills or open dumps; storage of commercial fertilizers except in an approved storage structure; storage of animal manure unless contained; storage of any products, materials, or vehicles in connection with manufacturing or commercial uses not on the property.
 - (3) Drive-in movie theaters; casinos; betting establishments, gaming establishments (except for the sale of government sponsored lottery or gaming programs) and racetracks; firing ranges; junkyards or recycling centers; or quarries.
 - (4) Adult uses, including adult book stores, adult motion picture theaters, adult dance clubs, adult paraphernalia stores, adult video stores and other such uses under G.L. c. 40A § 9A; adult dance clubs, including entertainment establishments allowing one or more individuals to perform in the state of nudity, as defined under G.L. c. 272 §31.
 - (5) No artistic productions shall be produced which motion picture industry standards would consider pornographic.
 - (6) Helipads and heliports.
 - (7) Outdoor Amusement, Water Parks or Theme Parks.
- M. **Permits and Certificates of Occupancy.** Without limiting the Planning Board's ability to impose additional or higher requirements in any Site Plan Approval:

- (1) No building construction shall begin, and no Building Permits for any construction activities shall issue, for any portion of the Studio Amenity Campus or the Educational/Research Campus, until all necessary Permits have been obtained for the construction of the Initial Phase of the Studio Production Campus and substantial construction activities have begun on the Initial Phase of the Studio Production Campus (part of the Initial Phase of the Development Project).
- (2) No Certificate of Occupancy shall be issued for any portion of the Studio Amenity Campus until the Initial Phase of the Studio Production Campus has been completed and is operational.

N. **Committee, Agreements and Costs.**

- (1) **Citizens Advisory Committee.** In order to ensure that any unanticipated impacts of the Development Project, or any operational issues or any other community concerns can be effectively communicated to the applicant, and that the applicant has a mechanism to communicate with its neighbors, and that issues of concern can be shared in an appropriate, informal forum, a Citizens Advisory Committee shall be established for the proposed MEPOD zoning bylaw by the Planning Board.
- (2) **Project Agreements.** A Development Project may require a memorandum of understanding or other agreements reached among the applicant and the Town, and possibly other Town agencies, departments or commissions, the State, the Federal government, or other third parties, including non-profit entities. Said non-zoning agreements may be incorporated by reference and made a part of a Site Plan Approval.
- (3) **Costs of Consultants.** In reviewing applications for Site Plan Approvals, it may be necessary for the Planning Board to hire consultants and advisors to provide advice and assistance in evaluating the application and the Development Project and its impacts. The Planning Board shall be reimbursed by the applicant for the reasonable fees and expenses of such consultants and advisors, and the Planning Board may elect to require payment in advance of an estimated amount for payment of such fees, which shall be held and applied to such costs as incurred. Each application for any permit or approval under this Section 205-76 of the Bylaw shall be deemed to be the applicant's agreement to promptly pay to or reimburse the Planning Board for such reasonable costs, and confirm that in no event shall any Site Plan Approval be acted upon until all such amounts have been paid in full.

Mr. Main moved to amend Article 18 (Movie and Entertainment Production Overlay District) as follows:

1. By deleting current Section E (Adequate Access) therefrom
2. By inserting the old Section E under site plan approval as a new subsection 11, and amending the same to convert the requirements thereunder from a special permit to site plan approval.

3. By relettering and/or renumbering sections to reflect the deletion of Section E and
By changing references to sections within the bylaw to reflect the relettering
and/or renumbering.
4. By changing references to sections within the bylaw to reflect the relettering
and/or renumbering.

§ 205-76. Movie and Entertainment Production Overlay District (MEPOD)
[Added xx-xx-2008 October ATM by Art. XX]

A. **Intent.** The intent of this district is:

- (1) To allow for creation of a **Movie and Entertainment Production Studio Development** for motion picture, television, commercial productions and other ancillary uses.
- (2) To allow for commercial, retail, cultural and educational uses that are ancillary to a movie and entertainment production facility.
- (3) To encourage low impact mixed use development on large, well-buffered sites.
- (4) To increase the net tax base of the Town and provide quality employment opportunities for Plymouth residents.
- (5) To encourage development utilizing the highest quality design standards.
- (6) To ensure that development is designed in harmony with the topographical and vegetative character of the land.
- (7) To promote development of the creative arts production in Plymouth.
- (8) To allow an alternative form of land use development consistent with sound design principles for a Movie and Entertainment Production Studio Development, including diverse and integrated land development for commercial production of various media, including live action motion pictures, animations, commercials and videos, music and theater, ancillary support facilities including related commercial, retail, cultural and educational activities, restaurants, offices, services, day spas, community facilities, theaters, support facilities including a hotel and associated meeting facilities, artists' and other housing, and active and passive indoor and outdoor recreational uses.

B. **Establishment and Location.** The Movie and Entertainment Production Overlay District (MEPOD) shall be considered as overlaying other zoning districts and is delineated on Zoning Map No. 1. For any Development Project proposed within the MEPOD, the provisions of the MEPOD as detailed in this Section 205-76, shall govern over all inconsistent use and dimensional requirements and restrictions of the underlying zoning district. The Planning Board of the Town of Plymouth shall act as the authority designated to review projects and issue site approvals under this Section 205-76, and as the Special Permit Granting Authority, if applicable, under this Section 205-76.

C. **Definitions.**

ARTISTS' HOUSING - Artists' Housing shall be rental housing units for use by persons involved in the activities of the Development Project.

BUFFER - Land established to protect adjacent land uses of a different character by keeping the land in its open, natural state, subject to the provisions of Section 205-76E(5) below. If not naturally vegetated, this area shall be fully landscaped to provide a visual and sound barrier between land uses.

CULTURAL FACILITIES - Cultural facilities are libraries, art galleries, archives, museums, places of worship or similar institutions and uses.

DESIGN STANDARDS - The document entitled Design Standards for the Movie and Entertainment Production Overlay District, adopted by the Planning Board of the Town of Plymouth pursuant to Section 205-76G below. Said Design Standards are applicable to all Development Projects within the MEPOD.

DEVELOPMENT PROJECT - The Development Project is the Movie and Entertainment Production Studio Development to be constructed and operated on the Property.

EDUCATIONAL/RESEARCH CAMPUS - An Educational/Research Campus is an integrated group of buildings that are used by or in conjunction with educational uses relating to cinema, art, entertainment or other similar cultural endeavors, including research.

GROSS FLOOR AREA - For purposes of this Section 205-76, the sum of the areas of each floor in a building measured from the exterior faces of exterior walls or from the center lines of party walls, including the area at each floor in the structure, except: (1) attic space less than five feet zero inches in height; (2) cellar space less than six feet zero inches in height; and (3) Structured Parking facilities.

MEPOD - A MEPOD is the Movie and Entertainment Production Overlay District, established by this Section 205-76.

MOVIE AND ENTERTAINMENT PRODUCTION STUDIO DEVELOPMENT - A Movie and Entertainment Production Studio Development is a unified complex of structures, buildings and outdoor spaces that include a Studio Production Campus, and may include a Studio Amenity Campus, an Educational/Research Campus, and Open Space Areas.

OPEN SPACE AREAS - Open Space Areas are the portions of the Property (if any) which are designated as being part of the Development Project, subject to the provisions of Section 205-76I below.

OUTDOOR AMUSEMENT, WATER PARKS OR THEME PARKS - An establishment having amusement concessionaires and/or amusement devices, including theme entertainment parks, permanent carnivals, vehicular amusement parks, and similar facilities.

PROPERTY - The Property is the land, located wholly within the MEPOD on which the Development Project is to be constructed and developed.

SCREENING - Decorative walls, trees, shrubs, solid fencing or other view-obstructing materials used to conceal buildings, mechanical, electrical, and communications equipment and meters, trash dumpsters, delivery areas, outdoor storage and parking areas from view of traveled ways.

SITE PLAN APPROVAL - Site Plan Approval is the approval of a site plan issued by the Planning Board under this Section of the Bylaw, for a Development Project or a designated Phase of the Development Project. The Planning Board's Site Plan Approval for a proposed Development Project shall be based on a finding of compliance with this Section 205-76 and the Design Standards.

STRUCTURED PARKING - Parking contained within a building either above or below ground, or a free-standing parking facility.

STUDIO AMENITY CAMPUS - A Studio Amenity Campus is a multi-building, multi-use area that may include a mix of uses that are customarily associated with mixed use, low scale developments. The Studio Amenity Campus shall be designed and operated to support and serve the needs of the Studio Production Campus.

STUDIO PRODUCTION CAMPUS - A Studio Production Campus is an integrated, multi-building grouping for the commercial production of movies, videos and other media.

STUDIO THEATRE - A private theatre for special functions, movie premieres and cultural events.

D. Uses and Other Requirements.

- (1) The following are Allowed Uses subject to Site Plan Approval in a Movie and Entertainment Production Studio Development, provided, however:
 - (a) A Development Project shall be limited to 2,000,000 square feet of Gross Floor Area (as defined in this Section 205-76);
 - (b) The total number of residential Dwelling Units, excluding Artists' Housing, shall be limited to twenty-five (25) units, provided that no more than ten (10) units shall be detached single-family homes and the remainder shall be townhouses, multi-family dwellings, or dwelling units on upper floors of commercial buildings; and
 - (c) The total number of Artists' Housing units shall be limited to one hundred (100) units.
- (2) Within the Studio Production Campus:
 - (a) Allowed Uses:
 - [1] Studio production uses, and uses ancillary thereto, which may include: sound stages; music recording and mixing stages; outdoor back lots; administrative and business office use; media editing facilities; material warehouses central shop and mill; art craft production facilities; production and post-production services space; rental facilities and services; film, video and media storage and sales facilities; warehouse and outside storage of equipment; studio production offices; equipment rental/sales; storage and servicing of service vehicles and trailers used for off-site production purposes; medical facilities; food and beverage preparation; catering and dining operations and sales; meeting and special event facilities; day care centers; day spas, educational facilities; rental facilities for people-moving devices; storage areas; and operations and other, similar uses which are ancillary to or necessary for and integrated with the movie and entertainment production facility.
 - [2] A Studio Theatre ancillary to studio production uses.

- [3] Cultural Facilities.
 - [4] Passive and active recreational facilities.
 - [5] Educational uses, ancillary to the Educational/Research Campus.
 - [6] Uses relating to services for visitors to the Studio Production Campus, which may include: a commissary; commercial recreation (excluding in all events any amusement rides); medical services; hospitality services; sales of products and gifts relating to the Studio Production Campus and its operations; transportation facilities; food and beverage preparation; catering, and security.
- (b) **Size and other Requirements.** The Studio Production Campus shall not contain more than 1,250,000 square feet of Gross Floor Area. The Studio Production Campus shall not contain more than 400,000 square feet of Gross Floor Area of office space. The Studio Production Campus shall not contain more than fifteen (15) acres of outdoor back lots space.
- (3) Within the Studio Amenity Campus:
- (a) Allowed Uses, provided, however no single use, except day spa centers and hotel, shall exceed 25,000 square feet of Gross Floor Area, and the total retail and commercial use in the Studio Amenity Campus shall not exceed 60,000 square feet of Gross Floor Area, but not including a hotel, spa, or office uses:
 - [1] Professional and business offices, including a medical clinic.
 - [2] Cultural Facilities.
 - [3] Passive and active recreational facilities.
 - [4] Community meeting facilities.
 - [5] Day care (as defined in M.G.L. Chapter 28A, Section 9) and nursery uses.
 - [6] The following retail and commercial uses ancillary to a Studio Production Campus:
 - [a] Convenience retail establishments such as pharmacies, country stores, financial institutions, including ATMs, grocery and variety stores;
 - [b] Personal service establishments such as barber and beauty shops, laundry and dry-cleaning establishments, tailoring and garment repair shops, a fitness, wellness and day spa center and a health club; and
 - [c] Restaurants and cafes.

- [7] Artists' Housing, which may include a variety of dwelling units, including townhouses, multi-family dwellings, and dwelling units on upper floors of commercial buildings, and uses accessory to Artists' Housing, provided all Artists' Housing shall be occupied on a rental basis.
- [8] Residential Dwelling Units, other than Artists' Housing, subject to the limitation set forth in Section D(1)(b) above.
- [9] A hotel.
- [10] Postal facilities.
- [11] Meeting facilities/conference centers, visitor centers, and educational learning centers.

(b) **Size and other Requirements.** The Studio Amenity Campus shall not contain more than 530,000 square feet of Gross Floor Area. The Studio Amenity Campus shall contain no more than 300 hotel rooms nor more than 400,000 square feet of Gross Floor Area of hotel. The Studio Amenity Campus shall not contain more than 10,000 square feet of Gross Floor Area of office space. No single building, except the hotel and spa, may contain more than 75,000 square feet of Gross Floor Area.

(4) Within the Educational/Research Campus:

(a) Allowed Uses:

- [1] Educational uses, and uses ancillary thereto, relating to movie, arts, and entertainment production and the facilities located in the Studio Production Campus, which may include: private kindergarten through post-graduate and continuing education instructional uses; ancillary recreation, artistic and sporting uses; media, production and innovation technology-related research uses; and administrative office uses.
- [2] Day care (as defined in M.G.L. Chapter 28A, Section 9) and nursery uses.
- [3] Artists' Housing, which may include a variety of dwelling units, including townhouses, multi-family dwellings, and dwelling units on upper floors of commercial buildings, and uses accessory to Artists' Housing, provided all Artists' Housing shall be occupied on a rental basis.
- [4] Residential Dwelling Units, other than Artists' Housing, subject to the limitation set forth in Section D(1)(b) above.

(b) **Size and Other Requirements.** The Educational/Research Campus shall not contain more than 200,000 square feet of Gross Floor Area. The Educational/Research Campus shall not contain more than 100,000 square feet of Gross Floor Area of office space. No single building within the

Educational/Research Campus shall contain more than 100,000 square feet of Gross Floor Area.

(6) Within Open Space Areas:

Allowed Uses: Open Space Areas shall serve as buffers, large contiguous open areas, open fields, active or passive recreational areas, landscaped areas or yards for buildings.

(6) Within all portions of the Property, generally:

(a) Development infrastructure facilities, including:

- [1] Water storage systems.
- [2] Waste Water treatment facilities.
- [3] District heating and cooling facilities.
- [4] Emergency power generation facilities.
- [5] On and off site access roads.
- [6] Storm water retention facilities.
- [7] Facilities for the transmission of electronic media and data, including telecommunication facilities.
- [8] Energy conversion facilities.
- [9] Horticulture and agriculture.
- [10] Utilities, including but not limited to water and sewer lines.
Provided, except for storm water retention facilities, access roads and utilities, the foregoing development infrastructure facilities shall not be allowed in any buffer areas.

(b) Open Space Uses:

- [1] Passive and active recreation uses including golf, swimming, cross country skiing, sledding, walking and hiking trails.
- [2] Bike paths and trails.
- [3] Open space amenities such as benches, picnic tables, observation platforms.
- [4] Supporting infrastructure deemed appropriate for the purpose of designating and protecting Open Space Areas, including signs, fences, etc.

- (7) The following uses are allowed by Special Permit in a Movie and Entertainment Production Studio Development: Wind Energy Facilities, as defined in Section 205-73, Wind Energy Conversion Systems, as defined in Section 205-27(I). For the purposes of Section 205-76, the Planning Board shall be the Special Permit Granting Authority for Wind Energy Facilities and Wind Energy Conversion Systems.

E. Dimensional and Other Requirements.

- (1) Table 205-76 (1) lists the dimensional requirements and Lot regulations applicable to a Development Project, in addition to the other dimensional requirements contained in this Section 205-76, but subject to the other provisions of this Section:

Table 205-76 (1) MEPOD Movie and Entertainment Production Studio Development Dimensional Requirements	
<u>Item</u>	<u>Dimensional Requirement</u>
Minimum Development Project Size:	200 acres
Maximum Development Project Size:	250 acres
Minimum Development Project Frontage:	200 feet
Floor Area Ratio:	0.25 ⁴ (applicable to the Property as a whole)
Minimum Depth of Buffer Areas:	
from all Boundaries of Adjoining Properties	40 feet
from all existing Major Streets	150 feet (subject to subsection E(5) below)
Minimum Lots Size within the Development Project	6,000 square feet
Minimum width of lots within the Development Project	25 feet
Minimum front yard within the Development Project	10 feet
Minimum side yard within the Development Project	0 feet
Minimum rear yard within the Development Project	10 Feet
Minimum Building Setbacks from Adjoining Properties and Major Streets:	
for Studio Production Campus	150 feet ⁵
For residential uses	40 feet
for all other areas	150 feet (subject to reduction as provided in subsection E(6) below)
Maximum Height of Structures ⁶ :	
Within the Studio Production Campus	65 feet (75 feet for one sound stage, not to exceed 50,000 square feet of Gross Floor Area)
Within the Studio Amenity Campus	45 feet
Within the Educational/Research Campus	45 feet
Within all other areas	45 feet
Maximum Lot Coverage:	25% (applicable to the Property as a whole and excluding Structured Parking)
Minimum Separation Between Buildings:	20 feet

- (2) **Development Project Size.** Parcels of land divided solely by a Street may be considered one tract of land, for the purposes of the Minimum and Maximum Development Project size in this Section 205-76.

⁴ Structured Parking facilities shall be excluded from the Floor Area Ratio limitation.

⁵ Sound Stages and back lots shall be a minimum of 500 feet from a Major Street.

⁶ If Structured Parking or an occupied floor is installed under a building, the height of the building is to be measured from the grade at the building entry facing a public way or internal roadway.

- (3) **Curb Cuts.** One (1) curb cut shall be allowed on a Major Street as defined by the Bylaw, provided that such curb cut is located within 1,000 feet of a limited access State Highway interchange, direct State Highway access, or access from a State Highway interchange ramp, and is intended as the primary means of access to a Development Project. A second curb cut shall be allowed on a Major Street, provided that said second curb cut is intended for secondary gated access for a Development Project, limited to access for (a) ten (10) single-family Dwelling Units, (b) employees of the Development Project, provided, however, that not more than 500 vehicle trips per day are generated by such employees, and (c) emergency vehicles.
- (4) **Street Frontage.** Structures in the Development Project shall front on internal access roadways and ways, and shall not front directly on any Street as defined in the Zoning Bylaw.
- (5) **Buffers.**
 - (a) Buffer areas shall consist of unimproved land in its natural vegetated state, and may include land in Open Space Areas. If no such natural Buffer exists, then a naturalized landscaped Buffer plan may be submitted to the Planning Board for approval.
 - (b) In determining the Development Project's buffer areas, any permanently protected conservation lands owned by the Town or any non-profit conservation organization which abut the Property may be included as part of the required buffer area.
 - (c) The Planning Board may increase the required buffer areas, Screening or require additional vegetation within buffer areas, to mitigate the noise and visual impacts of the Development Project on abutting properties.
 - (d) Buffer areas may be penetrated for crossings by new internal roads or new roads to connect the Development Project to existing Major Streets or other roads created as part of the Development Project, and by utility lines, and signage may be located within such areas, if approved pursuant to a Special Permit for Master Plan Signage.
- (6) **Setbacks.** The Planning Board may reduce the required setbacks from any Street or any internal roadway, with respect to any structures or improvements in the Development Project, if such reduction does not adversely affect abutting properties or the Town and results in a better layout, configuration and siting for the Development Project.

F. Site Plan Approval.

- (1) Pre-application review: The applicant is encouraged to participate in a pre-application review at a regular meeting of the Planning Board. If a pre-application review is requested by the applicant, the Planning Board shall notify all interested boards and

committees of the date and time of said meeting, including but not limited to the Board of Selectmen, Design Review Board, and Board of Health. The purpose of the pre-application review is to minimize the applicant's cost of engineering and other technical experts, and to obtain the advice and direction of the Planning Board prior to filing the application. At the pre-application review, the applicant shall outline the proposal and seek preliminary feedback from the Planning Board, other municipal review entities, and members of the public. The applicant is also encouraged to request a site visit by the Planning Board and/or its designee in order to facilitate pre-application review.

- (2) No building permit shall be issued for any construction unless Site Plan Approval has been granted by the Planning Board for such construction. In reviewing an application for Site Plan Approval, the Planning Board shall apply the criteria set forth below. In addition, the Planning Board must find that a Site Plan conforms to the objectives of this Section 205-76 and the Design Standards.
- (3) For the Initial Phase of the Development Project, and for each subsequent Phase for which Site Plan Approval is sought, the applicant shall submit site plans and all related narrative and graphic materials depicting the structures and other improvements to be constructed as part of such Phase ("Site Plan") to the Planning Board for its approval. The Site Plan shall include a development plan for such Phase, which addresses stormwater management, utility installation, off-site mitigation improvements, emergency access, roadway construction, and demonstrates compliance with the Design Standards. The Site Plan shall also include such detail and such other information as the Planning Board may require. An overall Master Site Plan shall be filed with the Initial Phase for review and approval by the Planning Board, and such Master Site Plan shall be updated from time to time subject to the approval of the Planning Board when Site Plans for Phases are presented for approval by the Planning Board.
- (4) Site Plan Approval shall require that the Town Engineer, Fire Chief, Department of Public Works, and Design Review Board have an opportunity to review, comment and make recommendations to the Planning Board on whether the Site Plan adequately addresses issues as specified in this Bylaw and Design Standards, including but not limited to (a) public health, safety, and convenience; (b) aesthetics; (c) pedestrian circulation within and outside of the site; (d) traffic circulation within and outside of the site; and (e) siting and design of structures, drainage, landscaping, and utilities.
- (5) In reviewing the application for Site Plan Approval for subsequent Phases, after the Initial Phase, the Planning Board, and such other agencies, shall review information regarding the impacts of previous Phases of the Development Project, and if such earlier Phases have traffic, environmental or other impacts substantially departing from those anticipated or projected, the Planning Board may impose additional conditions or restrictions on Site Plan Approvals for subsequent Phases, or require reasonable mitigation measures prior to approving a Site Plan.
- (6) The Planning Board may approve minor variations in the location and design of buildings, parking areas and other elements.

- (7) **Phasing.** The Development Project may be constructed in phases (“Phases”), provided:
- (a) As part of the Initial Site Plan submitted for approval, the applicant shall submit a phasing scheme and the proposed schedule of phasing for the Development Project.
 - (b) The Initial Phase of the Development Project for which a request for Site Plan Approval is to be made, and which is to be constructed and completed first (the “Initial Phase”) shall include, at a minimum, a sufficient portion of the Studio Production Campus so that, when completed, the Studio Production Campus shall be an operational movie and entertainment production facility, but in all events, such portion of the Studio Production Campus shall contain at least 400,000 square feet of Gross Floor Area (the “Initial Studio Production Campus”). For every gross square foot of building space constructed and permitted for occupancy within the Studio Amenity Campus or Educational/Research Campus two (2) gross square feet of Studio Production Campus building space must be constructed and permitted for occupancy.
- (8) The Planning Board shall review the Site Plan for the Initial Phase and for each subsequent Phase at public meetings, and the decision to grant Site Plan Approval shall be by written decision. Notice of the public meeting is required. Notice shall be given by publication in a newspaper of general circulation in the Town once in each of two (2) successive weeks, the first publication to be not less than fourteen (14) days before the day of the hearing and by posting such notice in a conspicuous place in Town Hall for a period of not less than fourteen (14) days before the day of such hearing. Notice shall be sent by mail, postage prepaid to the petitioner, abutters, owners of land directly opposite on any public or private street or way, and abutters to the abutters within three hundred (300’) feet of the property line of the development as they appear on the most recent applicable tax list. The assessors maintaining any applicable tax list shall certify to the Planning Board that the names and addresses of parties in interest and such certification shall be conclusive for all purposes.
- (9) The submissions by the applicant for Site Plan Approval shall include:
- (a) A site plan or plans and site cross-sections depicting the proposed location of structures, open spaces and landscaping, proposed uses of the area, densities, curb cuts, proposed traffic circulation, parking and loading facilities, and access to public transportation;
 - (b) Building plans and building cross-sections which include proposed building elevations, proposed dimensions of structures, schematic layout drawings and exterior building materials; and
 - (c) Such other reports, information and materials as may be appropriate to demonstrate the Phase’s compliance with the terms of this Section, including three-dimensional electronic and/or physical models.

The Planning Board may request any additional information it deems necessary to insure it has sufficient information to determine general compliance with the objectives and standards for review of a proposed Development Project in a MEPOD.

- (10) In granting Site Plan Approval of the Initial Phase and each subsequent Phase, the Planning Board shall make specific findings that the Site Plan complies with the following Sections of the Bylaw: 205-17(E)(5) Fire Suppression; 205-18, and 205-65 Prevention of Light Pollution and design standards developed hereunder.
- (11) **Adequate Access.** ~~A Special Permit subject to environmental design conditions shall be required for any street or driveway access onto a Major Street, the intent of which is to provide access to the district, minimizing the disruption to the neighborhood and local roads. The Special Permit shall be subject to the Curb-Cut provisions set forth in Section F(3) below.~~ The Planning Board shall not issue a ~~Major Street Access Special Permit~~ **Site Plan Approval** unless the following conditions are satisfied:
 - (a) At the peak hour of the average day the Development Project and existing traffic volumes do not exceed 85% of the capacity of Major Streets as defined in the traffic study; and
 - (b) The traffic volumes projected to be generated by the Development Project and existing traffic will not cause the level of service of any traffic approach at intersections of Major Streets as defined in the traffic study to fall below a “D” level of service (as defined in the Highway Capacity Manual, Transportation Research Board, National Research Counsel, Washington, D.C. 2000).
 - (c) In granting ~~the Special Permit~~ **Site Plan Approval**, the Planning Board shall make the following specific findings (“Findings”):
 - [1] that Major Street intersections and roads within a minimum radius of two (2) miles of the boundary of the Property will provide sufficient capacity to accommodate current and projected future traffic in a safe and efficient manner;
 - [2] that major intersections will operate at an acceptable level-of-service (LOS) (defined as LOS “D” or better) and will continue to operate under such conditions or better at the completion and occupancy of the Development Project; and
 - [3] that adequate regional traffic improvements are either in place or, as a condition of the granting of a ~~Special Permit~~ **Site Plan Approval**, will be required to be constructed and completed prior to or subsequent to the issuance of any Certificate of Occupancy for any portion of the Development Project in order to reasonably satisfy Findings (a) and (b) above.
 - (d) In order to identify and mitigate transportation and traffic impacts of the development of a Development Project, and validate the foregoing, the following findings shall be made by the Planning Board:

- [1] A transportation study shall be prepared and submitted by the applicant with the application for a ~~Special Permit~~ **the Initial Phase of Site Plan Approval**. The transportation study must identify and address the potential transportation impacts of the Development Project on the Major Streets, highways and major intersections serving the proposed Development Project, and shall include travel routes to and from interchanges on State Highways located within a minimum radius of two (2) miles from the Property. The Planning Board shall select a qualified traffic engineer to determine the scope of the study. The transportation study shall include recommendations for specific traffic calming measures; roadway and intersection improvements; and pedestrian and bicycle amenities as may be required to accommodate projected traffic flows in a safe and efficient manner, accommodate all roadway users, and to maintain acceptable levels of service.
- [2] The Planning Board shall condition the grant of ~~the Special Permit~~ **Site Plan Approval** on such traffic and mitigation strategies, which may include without limitation the design and construction of new roadway and intersection improvements, as the Planning Board may find are reasonably necessary to ensure that all roadways and intersections impacted by the Development Project shall continue to function at an acceptable level of service at full completion and occupancy of the Development Project.
- [3] The Planning Board shall condition the grant of a ~~Special Permit~~ **Site Plan Approval** on the implementation of such policies and programs for controlling traffic to and from the Development Project as the Planning Board shall find are reasonably necessary to ensure that the traffic impacts on abutting Major Streets and other local roads are minimized. Such policies and programs may include, without limitation: a transportation coordinator to be employed by the applicant to manage all traffic in and out of the Development Project; policies to direct all employees (other than local resident employees and emergency access) to access the Development Project from the a State Numbered Limited Access Highway Interchange, using highway routes between work and home; and all provided directions to the Development Project (including website directions) should direct all visitors to use a State Numbered Limited Access Highway, which may include reasonable commitments and arrangements to provide public transportation from the Development Project to the Downtown/Harbor District.

(12) **Administration.** The Planning Board shall be the Approving Authority for Site Plan Approvals in the MEPOD, and shall adopt and file with the Town Clerk administrative rules relative to the application requirements and contents for Site Plan Review. The Site Plan Review process encompasses the following:

(a) **Application procedures.**

- [1] The applicant shall file the required number of copies of the application with the Town

Clerk for certification of the date and time of filing, and with the Planning Board. Said filing shall include any required forms provided by the Planning Board.

- [2] **Review fees.** The applicant shall be required to pay for reasonable consulting fees to provide peer review of the application for the benefit of the Planning Board. Such fees shall be held by the Town of Plymouth in an interest-bearing escrow account, and shall be used only for expenses associated with the use of outside consultants employed by the Approving Authority in reviewing the Site Plan application. Any surplus funds remaining after the completion of such review, including any interest accrued, shall be returned to the applicant forthwith.
- [3] Upon receipt by the Planning Board, applications for permits shall be distributed to at least the Design Review Board, Town Engineer, Fire Chief, and Board of Health. Such reports, which are advisory, shall be submitted to the Planning Board within sixty (60) days of filing of the application.
- [4] Within thirty (30) days of filing of an application with the Planning Board, the Board or its designee shall evaluate the proposal with regard to its completeness and shall submit an advisory report in writing to the applicant certifying the completeness of the application. The Board or its designee shall forward to the Applicant, with its report, copies of all recommendations received to date from other boards, commissions or departments.

(b) **Site Plan Approval decision.**

- [1] The Planning Board shall make a decision on the Site Plan application, and shall file said decision with the Town Clerk, within ninety (90) days of the date that the application was received by the Town Clerk. The time limit for taking of action by the Planning Board may be extended by written agreement between the applicant and the Board. A copy of such agreement shall be filed with the Town Clerk.
- [2] The Board's findings, including the basis of such findings, shall be stated in a written decision of approval, conditional approval or denial of the Site Plan Approval application. The written decision shall contain the name and address of the applicant, identification of the land affected and its ownership, and reference by date and title to the plans that were the subject of the decision. The written decision shall certify that a copy of the

decision has been filed with the Town Clerk and that all plans referred to in the decision are on file with the Planning Board.

[3] The decision of the Planning Board, together with the detailed reasons therefore, shall be filed with the Town Clerk and the Building Inspector. A certified copy of the decision shall be mailed to the owner and to the applicant if other than the owner.

(c) **Criteria for approval.** The Planning Board shall approve the Development Project upon finding that it complies with the purposes and standards of this Section 205-76 and the Design Standards.

(d) **Criteria for conditional approval.** The Planning Board may impose conditions on a Development Project as necessary to ensure compliance with the Movie and Entertainment Production Overlay District Requirements of this Section 205-76 and applicable Design Standards, or to mitigate significant adverse impacts of the Development Project on nearby properties.

(e) **Criteria for denial.** The Planning Board may deny an application for Site Plan Approval pursuant to this Section 205-76 if the Board finds one or more of the following:

[1] The Development Project does not meet the conditions and requirements set forth in this Section 205-76 and the Design Standards.

[2] The applicant failed to submit information and fees required and necessary for an adequate and timely review of the design of the Development Project or potential Development Project impacts.

G. **Design Standards.**

To ensure that new development shall be of high quality, and shall be compatible with the character of building types, streetscapes, and other community features, the Planning Board shall adopt Design Standards relative to the issuance of Site Plan Approvals for Development Projects within the MEPOD and shall file a copy with the Town Clerk.

H. **Signs, Noise, Lighting, Parking.**

(1) **Signs.**

(a) Signs shall be governed by this Section 205-76.

(b) No signs visible from a Public Way shall be erected or maintained in a Development Project without a Special Permit for Master Plan Signage having been issued, pursuant to the provisions of Section 205-19 of the By-

Law, to govern the size, quantity, location, illumination and nature of signs within the Development Project. The Planning Board shall be deemed the Special Permit Granting Authority for the granting of a Special Permit for Master Plan Signage in a Development Project.

- (c) The foregoing notwithstanding, the Planning Board may grant a special permit for a Development Project to exceed the requirements of Table 205-19-2 when the Planning Board finds that exceeding the requirements is appropriate to provide effective information to the general public, or improve traffic flow and safety or enhance environmental aesthetics through attractive design features and coordinated presentation elements.

(2) **Noise.**

- (a) The Development Project shall comply with the noise standards in Code of Massachusetts Regulations (310 CMR 7.10) and the following:

- [1] Noise from the Development Project shall not increase the broadband sound level by more than 10 dB(A) above ambient; or

- [2] The Development Project shall not produce a “pure tone” condition – when any octave band center frequency sound pressure level exceeds the two (2) adjacent center frequency sound pressure levels by three (3) decibels or more.

These criteria are measured both at the Property line and at the nearest inhabited residence. “Ambient” is defined as the background A-weighted sound level that is exceeded 90% of the time, measured during operating hours.

- (b) A noise impact analysis shall be provided by the applicant as part of the Site Plan Approval to determine compliance with the foregoing and any other applicable local, State and Federal regulations.
- (c) The Site Plan Approval shall include criteria and limitations approved by the Planning Board with input from the Citizens Advisory Committee for temporary waivers of the requirements of clause 1 above in the Development Project by the Director of Inspectional Services for outdoor cinematic and television productions and filming.

(3) **Outdoor Lighting.**

- (a) No outdoor lighting shall be installed or used without compliance with the provisions of Section 205-65 Prevention of Light Pollution, in order to promote outdoor lighting standards so development permitted under this Bylaw shall not unreasonably interfere with the night time use, enjoyment and astronomical observations by abutting property owners.
- (b) Outdoor electrically powered illuminating devices, lighting practices, and systems which will reduce light pollution and conserve energy while maintaining reasonable nighttime safety and security should be employed.

- (c) The Site Plan Approval shall include criteria and limitations approved by the Planning Board with input from the Citizens Advisory Committee for temporary waivers of the provisions of Section 205-65 in the Development Project by the Director of Inspectional Services for outdoor cinematic and television productions and filming, or temporary festive outdoor events.

(4) **Parking and Loading.**

- (a) **Loading.** The requirements of Section 205-24 Off-street Loading, shall not be applicable to the Development Project, and shall be determined by the Design Standards.
- (b) **Parking.** The number, type, size, configuration and location of parking and parking areas on the Property shall be determined by the Design Standards.

I. **Open Space.**

- (1) **Design and Location.** The Open Space Areas and other open space (including areas for recreational use) created within the Development Project (“Open Space”), shall be located, configured and designed to accomplish the following objectives:
 - (a) To maintain as much land as possible in its natural state, or for specific and appropriate active or passive recreational purposes.
 - (b) To distribute the Open Space such that the entire Development Project is unified functionally and visually by such space.
 - (c) To provide Open Space and recreational areas. All parts of the Open Space shall be appropriate to their functions as buffers, large natural areas, open fields, active and passive recreational areas or yards for buildings.

J. **Waivers.**

Waivers with respect to the standards set forth in this Section 205-76 and Lot regulations and Natural features conservation sections of the Zoning Bylaw, may be authorized by the Planning Board in the Site Plan Approval, upon a specific finding by the Planning Board that: complying with such standard was not reasonably feasible or would result in an outcome which would be more negative to the objectives and intent of this Section 205-76 or the Zoning Bylaw than would result from such waiver; such waiver is to the minimum extent reasonably necessary; other modifications or benefits are being proposed by the applicant above those otherwise required under this Section 205-76 in order to mitigate or counterbalance the proposed waiver; and the proposed waiver(s) are of high standards and such departure from the general criteria will not violate the intent of this Section 205-76 or the Zoning Bylaw.

K. **Prohibited Uses.** Without limiting any other restrictions on use, the following uses are prohibited in a Development Project:

- (1) Sales of petroleum based fuels to the general public, including but not limited to home heating oil, diesel fuel, gasoline; sales, major automotive garages, any garage

conducting repairs out of doors, tire recapping and retreading; trucking and automobile salvage yards.

- (2) Exterior storage of products or merchandise in substantial quantities; exterior storage of junk, scrap, salvage, any secondhand materials; exterior storage of bulk petroleum products; interior storage or transmission of refined petroleum products in such a way that rupture of the storage tank will result in direct leakage into the ground; disposal of liquid or leachable wastes, including land filling of sludge and septage; use of septic cleaners containing toxic organic chemicals; open or leachable storage of road salt or deicing chemicals; use of sodium chloride for ice control; disposal or stockpiling of snow or ice from outside the property; storage, generation, treatment or disposal of hazardous wastes; production, manufacture, or warehousing of hazardous or toxic substances; landfills or open dumps; storage of commercial fertilizers except in an approved storage structure; storage of animal manure unless contained; storage of any products, materials, or vehicles in connection with manufacturing or commercial uses not on the property.
- (3) Drive-in movie theaters; casinos; betting establishments, gaming establishments (except for the sale of government sponsored lottery or gaming programs) and racetracks: firing ranges; junkyards or recycling centers; or quarries.
- (4) Adult uses, including adult book stores, adult motion picture theaters, adult dance clubs, adult paraphernalia stores, adult video stores and other such uses under G.L. c. 40A § 9A; adult dance clubs, including entertainment establishments allowing one or more individuals to perform in the state of nudity, as defined under G.L. c. 272 §31.
- (5) No artistic productions shall be produced which motion picture industry standards would consider pornographic.
- (6) Helipads and heliports.
- (7) Outdoor Amusement, Water Parks or Theme Parks.

L. Permits and Certificates of Occupancy. Without limiting the Planning Board's ability to impose additional or higher requirements in any Site Plan Approval:

- (1) No building construction shall begin, and no Building Permits for any construction activities shall issue, for any portion of the Studio Amenity Campus or the Educational/Research Campus, until all necessary Permits have been obtained for the construction of the Initial Phase of the Studio Production Campus and substantial construction activities have begun on the Initial Phase of the Studio Production Campus (part of the Initial Phase of the Development Project).
- (2) No Certificate of Occupancy shall be issued for any portion of the Studio Amenity Campus until the Initial Phase of the Studio Production Campus has been completed and is operational.

M. Committee, Agreements and Costs.

- (1) **Citizens Advisory Committee.** In order to ensure that any unanticipated impacts of the Development Project, or any operational issues or any other community concerns can be effectively communicated to the applicant, and that the applicant has a mechanism to communicate with its neighbors, and that issues of concern can be shared in an appropriate, informal forum, a Citizens Advisory Committee shall be established for the proposed MEPOD zoning bylaw by the Planning Board.
- (2) **Project Agreements.** A Development Project may require a memorandum of understanding or other agreements reached among the applicant and the Town, and possibly other Town agencies, departments or commissions, the State, the Federal government, or other third parties, including non-profit entities. Said non-zoning agreements may be incorporated by reference and made a part of a Site Plan Approval.
- (3) **Costs of Consultants.** In reviewing applications for Site Plan Approvals, it may be necessary for the Planning Board to hire consultants and advisors to provide advice and assistance in evaluating the application and the Development Project and its impacts. The Planning Board shall be reimbursed by the applicant for the reasonable fees and expenses of such consultants and advisors, and the Planning Board may elect to require payment in advance of an estimated amount for payment of such fees, which shall be held and applied to such costs as incurred. Each application for any permit or approval under this Section 205-76 of the Bylaw shall be deemed to be the applicant's agreement to promptly pay to or reimburse the Planning Board for such reasonable costs, and confirm that in no event shall any Site Plan Approval be acted upon until all such amounts have been paid in full.

Ms. Buechs moved to fix the method of voting on the amendment by roll call.
The motion PASSED.

Mr. Angley moved to extend Mr. Maestas's speaking time by five minutes.
With no objection, Mr. Maestas's time was extended by one additional minute.
With no objection, Mr. Cripps's time was extended by 30 seconds.

The Moderator called a recess at 9:30 PM.
The Moderator returned the meeting to order at 9:45 PM.

Mr. Howe moved the previous question on the motion to amend.
The motion PASSED with by more than two-thirds with 81 in favor and 34 in opposition.

The amendment PASSED with 100 in favor, 14 in opposition, and 2 abstentions.

Mr. Howe moved the previous question on the main motion.
The motion PASSED unanimously

On the main motion , the motion PASSED by more than two thirds, with three in opposition on a negative roll call.

ARTICLE 7: Mr. Driscoll moved that the Town will vote to approve the Tax Increment Financing Agreement between the Town and PLYMOUTH ROCK STUDIOS LLC; substantially in the form as is on file with the Town Clerk (the “TIF Agreement”), pursuant to GL c. 40, §59, and to confirm the Board of Selectmen’s selection of the location of the project as an Economic Opportunity Area (“Plymouth Rock Studios Economic Opportunity Area), and to authorize the Board of Selectmen to submit an Economic Opportunity Area Application, Tax Increment Financing Plan, and Certified Project Application to the Massachusetts Economic Assistance Coordinating Council all relating to the project as described in the TIF Agreement to be located in the Plymouth Rock Studios Economic Opportunity Area, and to take such other actions as may be necessary to obtain approval of the Certified Project Application, the Economic Opportunity Area, the Tax Increment Financing Plan and TIF Zone and to implement the TIF Agreement.

The motion PASSED.

ARTICLE 8: Mr. Driscoll moved that the Town vote to appropriate from Insurance Proceeds the following sums: \$18,453.29 for the police station generator and \$28,907.82 to reimburse the general fund for such purposes.

The motion PASSED.

ARTICLE 9: Mr. Driscoll moved that vote to establish revolving funds for certain Town Departments under the provisions of G.L. c.44, §53E 1/2 for the fiscal year beginning July 1, 2008, with specific receipts credited to each fund, the purposes for which each fund may be spent, and the maximum amount that may be spent from each fund for FY2009 as follows:

TOWN OF PLYMOUTH, MASSACHUSETTS				
Revolving Funds Chapter 44, Section 53E1/2				
Fiscal Year 2009 Requests				
Spending Authority	Revolving Fund	Revenue Source	Use of Fund	FY2009 Authorized Spending Limit
DPW	Solid Waste Enterprise	The departmental receipts credited to this fund shall be those identified as relating to the sale of compost bins.	This fund shall be for purchasing compost bins.	\$5,200

The motion PASSED unanimously.

ARTICLE 10: There was no motion. Town Meeting took no action.

ARTICLE 11: Mr. Driscoll moved that the Town vote to transfer from available Challenge Grant funds, the sum of \$25,000, for the acquisition of a .10-acre parcel and appurtenant easement along Town Brook, located off Billington Street in Plymouth, Massachusetts and shown as Assessors Map 27, Lot 129E, for the purposes of open space, such land to be held by the Conservation Commission,

And further,

To authorize the Board of Selectmen or Conservation Commission to acquire such conservation land by purchase, gift or eminent domain on such terms and conditions as they may determine.

The motion PASSED by more than two thirds on a negative roll call with one in opposition.

ARTICLE 12: Mr. Driscoll moved that the Town vote to transfer from available Challenge Grant funds, the sum of \$400,000, for the acquisition of a 69.29 acre parcel located off Billington Street in Plymouth, Massachusetts and shown as Assessors Map 98, Lot 105 and Assessors Map 98, Lot 104 for the purposes of wellhead protection and open space, such land to be held by the Conservation Commission,

And further,

To authorize the Board of Selectmen or Conservation Commission to acquire such conservation land by purchase, gift or eminent domain on such terms and conditions as they may determine.

The motion PASSED by more than two thirds on a negative roll call with one in opposition.

ARTICLE 13: Mr. Driscoll moved that the Town vote to accept and allow as a public way an extension of the May 2, 1973 layout of Bourne Road recorded at Plymouth Deeds in Book 3886, Page 562, as laid out by the Board of Selectmen and shown on a plan entitled, "Proposed Layout of, a portion of, BOURNE ROAD," dated August 26, 2008, prepared by Russell A. Firth, Town Surveyor, on file with the Town Clerk;

Further,

to authorize the Board of Selectmen to acquire by gift, purchase or eminent domain an easement to use said portion of Bourne Road for all purposes for which public ways are used in the Town of Plymouth, and all associated easements.

The motion PASSED by more than two thirds.

ARTICLE 14: There was no motion. Town Meeting took no action.

ARTICLE 15: Mr. Driscoll moved that the Town vote to transfer the care, custody, management and control of a parcel of land shown as Parcel A on a plan of land entitled “Plan of Land in Plymouth, Massachusetts, Showing Parcel A to be conveyed to Dianne Millman Trask Revocable Trust by Town of Plymouth Conservation Commission” dated August 5, 2008, prepared by Flaherty & Stefani, Inc., from the Conservation Commission for conservation purposes to the Board of Selectmen for purposes of conveyance;

Further,

to authorize the Board of Selectmen to convey said Parcel A, upon such terms and conditions as the Board of Selectmen shall deem appropriate, including conveyance for nominal consideration, to cure inadvertent encroachments;

And further,

to authorize the Board of Selectmen to petition the General Court for approval of such change in use, transfer and conveyance pursuant to the provisions of Article 97 of the Amendments to the Constitution of the Commonwealth of Massachusetts.

The motion PASSED by more than two thirds.

ARTICLE 16: Mr. Driscoll moved to amend the vote taken by the Town under Article 16 of the warrant for the October 22, 2007 Town Meeting by (1) rescinding the \$3,150,000 borrowing authorization authorized under such vote for the purchase of 119 acres of land, more or less, in the Town of Plymouth located off Hedges Pond Road shown on Assessors Map 55 as Lot 32A, Lot 33A and 34 and Map 60 Lot 30, 31 and 32, also known as the Camp Dennen acquisition, and (2) providing that the \$3,150,000 appropriation authorized under such vote shall be met by transferring \$331,469 from the Community Preservation Fund Reserved for Open Space and \$2,818,531 from the Community Preservation Fund Undesignated Fund balance, such funds to be used to pay the principal of the \$3,150,000 bond anticipation notes of the Town currently outstanding pursuant to such vote.

The motion PASSED unanimously.

ARTICLE 16A: Mr. Driscoll moved to amend the vote taken by the Town under Article 17A of the warrant for the October 23, 2006 Town Meeting by (1) rescinding the \$2,000,000 borrowing authorization for the construction and/or renovation of approximately thirty-five (35) additional units of affordable housing at the Cherry Hill facility owned by the Plymouth Housing Authority in the Town of Plymouth located at 128 Court Street shown on Assessors Map 14 as Lot 6c, which is a portion of 130 Court Street, and (2) providing that the \$2,000,000 appropriation authorized under such vote shall be met by transferring \$1,296,825 from the Community Preservation Fund Reserved for Community Housing and \$703,175 from the Community Preservation Fund Fiscal Year 2009 Budgeted Reserves, such funds to be used to pay the principal of the \$2,000,000 bond anticipation notes of the Town currently outstanding pursuant to such vote.

The motion PASSED unanimously.

Quantum of Vote: Majority/Roll Call

ARTICLE 17: There was no motion. Town Meeting took no action.

ARTICLE 19: Mr. Driscoll moved that the Town vote to authorize the Board of Selectmen, or its designated representatives, the Town Manager, Director of Finance and Director of Assessing to negotiate with Entergy Nuclear Generation Company with regard to the development of a legally binding tax agreement, pursuant to applicable provisions of G.L. c.59.

The motion PASSED.

ARTICLE 20: There was no motion. Town Meeting took no action.

ARTICLE 21: There was no motion. Town Meeting took no action.

ARTICLE 22: Mr. Driscoll moved that the Town authorize the transfer of the care, custody, control and management of a portion of Lot O shown on Assessor's Map 37A, containing 15,230 square feet, more or less, in the area known as "Plymouth Long Beach," said portion of Lot O being shown on a plan of land as set forth on page 126 of the Report and Recommendations of the Advisory & Finance Committee, from the board with custody of property for the purposes for which land is currently held to the Board of Selectmen for the purposes of conveyance; and

Further,

That the Town authorize the Board of Selectmen to convey said property, upon such terms and conditions as it deems appropriate, which may be in consideration of a sum or the exchange of the land hereinafter described;

Further

That the Town authorize the Board of Selectmen in consideration for the parcel the Town is to convey, to acquire by gift, purchase, or exchange certain parcels of land shown as Lots 158B and 159 on Assessor's Map 37A for general municipal purposes.

The motion PASSED by more than two thirds.

ARTICLE 23: There was no motion. Town Meeting took no action..

ARTICLE 24: Mr. Driscoll moved that the Town vote to transfer a parcel of land consisting of approximately .17 acres identified by Parcel ID: 027-000-055-089, located on South Pond Street, from the Town Treasurer for the purposes of sale at auction to the Board of Selectmen for purpose of conveyance, and further,

That the Board of Selectmen be authorized to convey the parcel to a non-profit organization dedicated to affordable housing purposes, for the purpose of constructing an affordable

single-family housing unit, subject to such terms and conditions as the Board of Selectmen deems appropriate, including payment of nominal consideration, and

Further, that the Town be granted an affordable housing restriction in said property, and to authorize the Board of Selectman to accept said restriction.

The motion PASSED unanimously

ARTICLE 25: There was no motion. Town Meeting took no action.

ARTICLE 26: Mr. Driscoll moved that the town vote to amend the “Master Plan for Pinehills Community”, revised May 2000 previously approved and adopted by the Town Meeting on June 7, 2000, as previously amended by Special Permit dated May 8, 2001, by Special Permit dated June 19, 2001, and by Amendments adopted by the Plymouth Town Meeting on April 13, 2004, and April 4, 2005 (collectively, the “Development Plan”), by incorporating additional land into the Pinehills Community under and subject to the provisions of the Development Plan and in accordance with the “FINAL REPORT AND RECOMMENDATION OF THE PLANNING BOARD” as it relates to the Development Plan For The Pinehills Community.

2008 Fall Annual Town Meeting

Article 26

FINAL REPORT AND RECOMMENDATION OF THE PLANNING BOARD
ON THE PETITION OF ALLISON MULCAHY. ET AL TO AMEND
THE DEVELOPMENT PLAN FOR THE PINEHILLS COMMUNITY

<u>DATE OF PUBLICATION OF PUBLIC HEARING:</u>	AUGUST 16, 2008
	AUGUST 23, 2008
<u>DATE OF PUBLIC HEARING:</u>	SEPTEMBER 8, 2008

VOTE: On September 8, 2008, the Planning Board voted unanimously (3-0) to recommend that Town meeting amend the Pinehills Community Master Plan, which had been adopted as a Development Plan by the June 2000 Town meeting, as shown in the attached document (“Amendment to Master Plan For The Pinehills Community dated August 8, 2008”).

PROPOSED AMENDMENT:

To see if the Town will vote to amend the “Master Plan for Pinehills Community”, revised May 2000 previously approved and adopted by the Town Meeting on June 7, 2000, as previously amended by Special Permit dated May 8, 2001, by Special Permit dated June 19, 2001, and by Amendments adopted by the Plymouth Town Meeting on April 13, 2004, and April 4, 2005 (collectively, the “Development Plan”), by incorporating additional land into the Pinehills Community under and subject to the provisions of the Development Plan, or take any other action relative thereto.

This Amendment incorporates the 69.41± acre Leto Parcel (as described in the attached document) located off of Old Sandwich Road into The Pinehills Community, increasing the area of the site to 3,243.56± acres.

The Open Space required for The Pinehills Community will increase accordingly to 2,240.49± acres across the Site.

The total number of Limited Occupancy Homes (LOCs) will increase from 2,063 to 2,132 (69 units).

JUSTIFICATION

The addition of the Leto Parcel meets the criterion in the approved Development Plan with respect to land that may be incorporated into the OSMUD. The minimum 70% of the Pinehills Community being retained as Common Open Space or Facilities, as defined in Section 205-63 of the Bylaw, is maintained. The Leto Parcel expansion is also consistent with the modifications to the Development Plan adopted by Town Meeting vote on April 4, 2005, which also added the following criteria to the Pinehills Development Plan:

When land is proposed to be incorporated into the OSMUD, the Planning Board (*or Town Meeting*) may exclude the following areas from the entitlement to one (1) unit for each gross acre above 3,000 acres:

- a. Open bodies of water (as defined in 310 CMR 10.00).
- b. Twenty-five (25%) percent of cranberry bogs that are actively harvesting cranberries.
- c. Land subject to Conservation or Agricultural Preservation Restrictions.
- d. Land subject to a transmission easement.

The Planning Board (*or Town Meeting*) may allow such land to be included in the (1) unit for each gross acre above 3,000 acres based on on-site and/or off-site improvements or considerations provided by the proponent.

The proponent shall study and determine, in accordance with applicable law and regulatory permitting requirements, the environmental impacts (including but not limited to traffic impacts) and the Planning Board (*or Town Meeting*) may require mitigation resulting from the identified impacts.

None of the land characteristics described in items a. through d. are found within the 69.41± acre Leto Parcel.

As provided in the Certificate of the Secretary of Environmental Affairs on the 7th Notice of Project Change dated April 6, 2007, a future phase review document will be filed with the Secretary and the Town, describing the proposed development activities for the 69.41± acre Leto Parcel, consistent with the uses contemplated in the approved Development Plan.

CONCLUSION:

The Planning Board continues to support the development of the Pinehills Community. The Town has a strong record of approving various amendments as well as expansions of the development. The site plan review process, special permit process, subdivision review process and the approved development plan will continue to provide adequate safeguards to ensure that the Pinehills community remains a quality development.

The Planning Board looks forward to working with the Pinehills LLC to ensure that Plymouth's largest development also remains the most successful one.

Marc Garrett, Chairman

Malcolm MacGregor

Paul McAlduff

BEING A MAJORITY OF THE PLANNING BOARD

DATE SIGNED BY THE PLANNING BOARD: _____

DATE FILED WITH TOWN CLERK: _____

cc: Town Clerk
Board of Selectman
Advisory and Finance Committee

**Amendment to Master Plan for The Pinehills Community
[Added xx-xx-2008 October ATM by Art. 26]**

**AMENDMENT TO MASTER PLAN
FOR THE PINEHILLS COMMUNITY**

Introduction

The Master Plan for The Pinehills Community was approved by Town Meeting on June 7, 2000. The Master Plan is the Development Plan for the original 3,037 acres within the project as an Open Space Mixed Use Development.

The original Master Plan has been amended by two amendments adopted by Special Permit of the Planning Board under former Zoning By-Law Section 401.25(J)(8)(d). By Special Permit in Case No. 2001-1 dated May 8, 2001, recorded with the Plymouth County Registry of Deeds in Book 21373, Page 226, the Development Plan was amended to include an additional 13.49 ± acre site located in the vicinity of Great Island Pond off of Beaver Dam Road in Plymouth, increasing the area of the Site to 3,050 ± acres. By Special Permit in Case No. 2001-1 dated June 19, 2001, recorded with the Plymouth County Registry of Deeds in Book 20397, Page 258, the Development Plan was amended to include an additional 10.00 ± acre site located in the vicinity of Clark Road and Long Pond Road in Plymouth, increasing the area of the Site to 3,060 ± acres. By amendment to the Master Plan approved as the Development Plan by Town Meeting on April 4, 2005, the 42-Acre Parcel and the Clam

Pudding Parcel (as defined in said amendment) were incorporated into the Pinehills Community, increasing the area of the Site to 3,173.95 ± acres.

This Amendment incorporates the 69.41 ± Acre Leto Parcel (hereinafter described) located off of Old Sandwich Road into The Pinehills Community.

2

Site Conditions

This Amendment incorporates 69.41 ± acres of additional land located off of Old Sandwich Road, being shown as Lots 6A and 7A on Plat 76 of the Plymouth Assessors' Maps dated January 1, 2006 (collectively, the "Leto Parcel") in Plymouth into The Pinehills Community under the Master Plan. Access to the Leto Parcel is provided off of Old Sandwich Road by easement through other land in The Pinehills Community. The Site will together comprise a total project area of 3,243.56 ± acres (refer to Attachment 1 - Revised Figure 2.2 Graphic Master Plan and Attachment 2 - Property Description).

The Leto Parcel consists of the following characteristics:

- Topography: The Leto Parcel contains irregular topography lying off of Old Sandwich Road. It is characterized by glacial sinks and generally rolling topography.
- Soil Types: The soil of the Leto Parcel is similar to the soil types previously identified and described for the Site (Section 2.3, Soil Types, "Master Plan for The Pinehills Community").
- Existing Wetlands/Water Bodies: No wetlands or water bodies are located on or within the Leto Parcel.
- Groundwater: The Leto Parcel overlies the Plymouth-Carver aquifer, the same aquifer which serves The Pinehills Community and is described in Section 2.5 of the "Master Plan for The Pinehills Community."
- Vegetative Cover: The Leto Parcel supports several vegetation cover types that commonly occur throughout southeastern Massachusetts and Cape Cod. Based on records maintained by the National Heritage and Endangered Species Program, a portion of the Leto Parcel has been mapped as Priority Habitat.
- Wildlife: The Leto Parcel will be incorporated into the wildlife goals for the community as set forth in the "Master Plan for The Pinehills Community".
- Historical and Visual Character: The Leto Parcel is wooded and undeveloped.

3

Open Space and Buildable Areas

A portion of the Leto Parcel, consisting of approximately twenty-one (21) acres \pm , is intended for residential development consistent with the provisions of the Master Plan, and the balance of the Leto Parcel is intended to be designated as “Common Open Space or Facilities” or “Recreational Areas” as described in Section 401.25(B) of the OSMUD Bylaw, collectively known as “Open Space,” and will be preserved in concert with passive and active recreational uses. Pinehills LLC has agreed with the Leto family that that portion of the Leto Parcel designated as Open Space will be used for passive recreational uses only. In addition, Pinehills LLC has agreed with the Leto family to erect two (2) monuments or markers honoring Mr. Joseph Leto and expressing his intention that the Open Space within the Leto Parcel be enjoyed by residents of the Town of Plymouth for passive recreation and enjoyment of the natural environment.

This Amendment increases the required Open Space across the Site to 2,240.49 acres.

4

Master Plan Special Permit and Building Permit Approval Process

4.1 Summary of Compliance with Filing Requirements

This Amendment meets the requirements of Section 205.03 (Environmental Design Conditions) and Section 401.25 (Open Space Mixed Use Development) as to the Leto Parcel.

Specifically, the following requirements of Section 205.03 are relevant to the incorporation of the Leto Parcel into The Pinehills Community, and are met in the manner set forth below:

Section 205.03, Environmental Design Conditions - General Conditions and Standards:

- (a) Natural Features Conservation. The Leto Parcel is currently undeveloped, but approximately twenty-one (21) acres is ultimately intended for residential development consistent with the provisions of the Master Plan. The balance of the Leto Parcel would be designated as Open Space. As previously stated, Pinehills LLC has agreed with the Leto family that the portion of the Leto Parcel designated as Open Space will be used for passive recreational uses only. In addition, Pinehills LLC has agreed with the Leto family to erect two (2) monuments or markers honoring Mr. Joseph Leto and expressing his intention that the Open Space within the Leto Parcel be enjoyed by residents of the Town of Plymouth for passive recreation and enjoyment of the natural environment.
- (b) Relation to Surroundings. The Leto Parcel is located off of Old Sandwich Road by easement through The Pinehills Community on the west, and by other land of Pinehills LLC. The use of the Leto Parcel will be consistent with other residential development within this area of The Pinehills.

- (c) Vehicular and Pedestrian Circulation. The Leto Parcel will be accessed by means of roadways through other land of Pinehills LLC.
- (d) Siting of Structures. Any buildings within the Leto Parcel will be sited to minimize disruption of the topography, facilitate natural surface draining, and be properly designed for site conditions, giving due attention to proper functional, visual, and spatial relationship of all structures, landscape elements and paved areas.
- (e) Design of Structures. The criteria of design and construction will be compatible with OSMUD, the neighboring residential areas and historic Plymouth as to design characteristics, including, but not limited to, scale, massing, proportions, height, roofs, colors and materials.
- (f) Surface Water Drainage. The surface water drainage system within the Leto Parcel will utilize generally accepted engineering standards and dispose of drainage in a safe and efficient manner which does not create problems of water runoff or erosion.
- (g) Utilities. The Leto Parcel will be served by the Pinehills private water and sewage collection systems.
- (h) Signs. There may be signs provided in Leto Parcel, consistent with the standards for signage specified in the Master Plan. As previously stated, Pinehills LLC has agreed with the Leto family to erect two (2) monuments or markers honoring Mr. Joseph Leto and expressing his intention that the Open Space within the Leto Parcel be enjoyed by residents of the Town of Plymouth for passive recreation and enjoyment of the natural environment.

4.2 MEPA Process

The proponent submitted a Notice of Project Change to the MEPA office under the Massachusetts Environmental Protection Act (“MEPA”) relating to the incorporation of the Leto Parcel into The Pinehills Community. MEPA has issued a Certificate dated April 6, 2007 approving the increase of the project area by 69.41 ± acres and the increase in the number of Limited Occupancy Community Homes from 2,063 to 2,132. In its Certificate, MEPA determined that the expansion of the project area and the increase in the proposed development did not appear to cause a significant change to the project’s overall environmental impact. The changes do require, however, modifications to the project’s groundwater discharge permit, which will be secured by Pinehills LLC. The MEPA Certificate is attached as Attachment 3.

4.3 Subdivision Regulations

The Leto Parcel is shown as Lots 6A and 7A on Plat 76 of the Plymouth Assessors’ Maps dated January 1, 2006. The property has not been subdivided, and title was acquired using the historical descriptions for the site, which are set forth in Paragraph 21 of the Property Description attached as Attachment 2. Pinehills LLC acquired the Leto Parcel by virtue of a deed from the Trustee of the Leto Realty Trust dated April 19, 2006, and recorded with the Plymouth County Registry of Deeds in Book 32536, Page 216.

Master Plan Amendment Attachments

- Attachment No. 1: Revised Figure 2.2 Graphic Master Plan
- Attachment No. 2: Property Description
- Attachment No. 3: MEPA Certificate
- Attachment No. 4: Updating of Use Summaries regarding Total Open Space and OSMUD Limited Occupancy Homes

Attachment 1

Revised Figure 2.2 Graphic Master Plan

Attachment 2

THE PINEHILLS COMMUNITY, PLYMOUTH, MA

Property Description - Entire Community

The following described parcels of land located on and off of Long Pond Road, Clark Road, Beaver Dam Road, and Old Sandwich Road in the Town of Plymouth, Plymouth County, Massachusetts:

1. Lot 14-1 as shown on a plan entitled "Proposed Land Conveyance, Long Pond Road and Clark Road, Plymouth, Massachusetts", dated August 14, 1991 (revised March 9, 1992), prepared by the Plymouth Department of Public Works – Engineering Division, Frederick J. Smith, Town Engineer, recorded with the Plymouth County Registry of Deeds (the "Registry") as Plan No. 558 of 1993 in Plan Book 36, Page 213.

2. Plat 78, Lot 10-1 as shown on the plan entitled "Plan of Land Lot 10-1 in Plymouth, Massachusetts", dated June 1, 1996, prepared by Daylor Consulting Group, Inc., and recorded with the Registry as Plan No. 293 of 1997 in Plan Book 39, Page 1088.

3. The following certain parcels of land shown on the plan entitled "Definitive Subdivision Plan of Chiltonville Hills Located in Plymouth, Massachusetts", dated June 1, 1996 (revised August 1, 1996), prepared by Daylor Consulting Group, Inc., and recorded with the Registry as Plan No. 296 of 1997 in Plan Book 39, Page 1091 (the "Subdivision Plan"):

Plat 77, Lot 13;

Plat 78, Lot 1-42;

Plat 77, Lot 14-2;

Plat 78, Lot 10F;

Lots 9-1, 9-2, 9-3, 9-4, 9-5, 9-6, 9-7, 9-8, 9-9, 9-10, 9-11, 9-12, 9-13, 9-14, 9-15, 9-16, 9-17, 9-18, 9-19, 9-20, 9-21, 9-22, 9-23, 9A, and 9B;

Lots 10-2, 10-3, 10-4, 10-6, 10-7, 10-8, 10-9, 10-10, 10-11, 10-12, 10-13, 10-14, 10-15, 10-27, 10-28, and 10-61;

Lots 11A-48, 11A-61, 11A-62, 11A-63, 11A-64, 11A-65, 11A-66, 11A-67, 11A-68, 11A-69, 11A-70, 11A-71, 11A-72, 11A-73, 11A-74, 11A-75, 11A-76, 11A-77, 11A-78, 11A-79, 11A-80, 11A-81, 11A-82, 11A-83, 11A-84, 11A-85, 11A-86, and 11A-87;

Lots 12-1, 12-2, and 12-3;

Lots 15G-1, 15G-2, 15G-3, 15G-4, 15G-5, 15G-6, 15G-7, 15G-8, 15G-9, 15G-10, 15G-11, 15G-12, and 15H;

Lots 16-3, 16-4, 16-6, 16-9, 16-10, 16-11, 16-13, 16-14, 16-15, 16-16, 16-17, 16-18, 16-19, 16-20, 16-22, and 16-23; and

The fee in Little James Street (also known as "Road 1"); Arabella Road (also known as "Road 2"); White Angel Way (also known as "Road 3"); Sacrifice Rock Road (also known as "Road 8"); Plaine Jane Way (also known as Road 9"); Running Brook Road (also known as "Road 10"); Elders Path (also known as "Road 11"); Wright Road (also known as "Road 12"); Maigi Trail (also known as "Road 15"); Counselor's Way (also known as "Road 16"); Separatist Avenue (also known as "Road 17"); and Gonet Road (also known as "Road 18"), all as shown on said Subdivision Plan.

Lot 11A-81 is also shown on the plan entitled "Plan of Land Lot 11A-81 in Plymouth, Massachusetts", dated June 1, 1996, prepared by Daylor Consulting Group, Inc., and recorded with the Registry as Plan No. 295 of 1997 in Plan Book 39, Page 1090.

Excepting from Lot 11A-62 the parcel designated as Sacrifice Rock on the Subdivision Plan.

4. The following certain parcel of land shown on the plan entitled "Modified Definitive Subdivision Plan of Chiltonville Hills Located in Plymouth, Massachusetts", dated

March 12, 1999, prepared by Daylor Consulting Group, Inc., and recorded with the Registry as Plan No. 801 of 1999 in Plan Book 42, Page 1027:

Lot 10-67.

5. The following certain parcels of land shown on the plan entitled "Plan of Land for Pine Hills in Plymouth, Massachusetts", dated May 14, 1999, prepared by Daylor Consulting Group, Inc., and recorded with the Registry as Plan No. 802 of 1999 in Plan Book 42, Page 1032:

Lots 10-85, 10-86, 10-L, 11-F, and 11-I.

6. The following certain parcels of land shown on the plan entitled "Well Lot Plan for Pine Hills in Plymouth, Massachusetts", dated March 2, 1999 (revised May 18, 1999), prepared by Daylor Consulting Group, Inc., and recorded with the Registry as Plan No. 803 of 1999 in Plan Book 42, Page 1037:

Lots 11-4 and 11-5.

7. The following certain parcels of land shown on the plan entitled "Modified Definitive Subdivision Plan of Pinehills Located in Plymouth, Massachusetts", dated March 12, 1999 (revised May 3, 1999, November 17, 1999, February 23, 2000, April 7, 2000 and April 20, 2000), prepared by Daylor Consulting Group, Inc., and recorded with the Registry as Plan No. 484 of 2000 in Plan Book 43, Page 762:

Lots A-5, A-6, A-7, A-13, A-17, A-32, A-60, A-61, A-65, A-66, A-67, A-68, A-69, A-70, A-71, A-73, G-3, G-6, G-7, G-8, 10-33A, 10-34A, 10-35A, 10-36A, 10-37A, 10-39A, 10-41A, 10-43A, 10-44A, 10-46A, 10-66A, 10-68A, 10-70A, 10-71A, 10-72A, 10-73A, 10-74A, 10-75A, 10-76A, 10-77A, 10-78A, 10-79A, 10-80A, 10-81A, 10-82A, 10-87, 10-88, 10-90, 10-91, 10-92, 10-93, 10-94, 10-95, 10-96, 10-97, 10-98, 10-99, 10-100, 10-101, 10-102, 10-103, 10-104, 10-105, 10-106, 10-107, 10-108, 10-109, 10-110, 10-111, 10-112, 10-113, 10-114, 10-116, 10-117, 10-118, 10-119, 10-120, 10-122, 10-123, 10-124, 10-125, 10-126, 10-127, 10-128, 10-129, 10-130, 10-131, 10-132, 10-133, 10-134, 10-135, 10-136, 10-137, 10-138, 10-139, 10-140, 11-10A, 11-45A, 11-46A, 11-47A, 11-49A, 11-60A, 11-JA, S-3 (also designated as 5-3), S-4, S-5, S-6, S-7, S-8, S-9, S-10, and S-11.

The fee in Landmark Drive, Golf Road, Stonebridge Road, Club House Drive, Forest Edge, Drive A, Drive B, Drive C, Drive D, Drive E, Pine Cobble, Stones Throw, and Stonebridge Road.

8. The following certain parcels of land shown on a plan entitled "Modified Subdivision Plan of Land in Plymouth, Massachusetts Prepared for: Pinehills LLC Prepared

by: Vanasse Hangen Brustlin, Inc. Transportation, Land Development & Environmental Services 101 Walnut Street, P.O. Box 9151 Watertown MA 02272-9151 (617) 924-1770”, dated October 26, 2000 (revised November 15, 2000), and recorded with the Registry as Plan No. 37 of 2001 in Plan Book 44, Page 172:

Lots A-81, 10-141, 10-142, 10-143, 10-144, 10-145, 10-146, 10-147, 10-148, 10-149, 10-150, 10-151, 10-152, 10-153, 10-154, 10-155, 10-156, 10-157, 10-158, 10-159, 10-160, 10-161, 10-162, 10-163, S-12, and the fee in Chipping Hill.

9. The following certain parcels of land shown on the plan entitled “Revised Golf Lots for Pinehills in Plymouth, Massachusetts”, dated July 5, 2000, prepared by Daylor Consulting Group, Inc., and recorded with the Registry as Plan No. 506 of 2000 in Plan Book 43, Page 810:

Lots A-78A and A-79A, G-1A, G-1B, G-4A, and G-5A.

10. The following certain parcel of land shown on the plan entitled “Revised Golf Lots for Pinehills in Plymouth, Massachusetts”, dated August 10, 2000, prepared by Daylor Consulting Group, Inc., and recorded with the Registry as Plan No. 507 of 2000 in Plan Book 43, Page 811:

Lots G-2A and G-2B.

11. The following certain parcels of land shown on the plan entitled “Plan of Land for Pinehills in Plymouth, Massachusetts”, dated August 8, 2001, prepared by Daylor Consulting Group, Inc., and recorded with the Registry as Plan No. 522 of 2001 in Plan Book 44, Page 817:

Lots 16K, 16L, 16-25, 16-26, 16-27, 16-28, 16-29, 16-30, and 16-J.

12. The following certain parcels of land shown on the plan entitled “Modified Definitive Subdivision Plan of Pinehills located in Plymouth, Massachusetts”, dated April 24, 2001, prepared by Daylor Consulting Group, Inc., and recorded with the Registry as Plan No. 348 of 2001 in Plan Book 44, Page 563:

Lots A-30A, A-39B, A-42A, A-46A, A-79B, A-87, A-88, A-89, A-90, A-91, A-92, 10-50B, 10-59A, and 10-83A, 10-84A, and S-13.

The fee in Old Tavern Trail and Barnswallow.

13. The following certain parcels of land shown on the plan entitled “Modified Definitive Subdivision for Pinehills in Plymouth, Massachusetts”, dated August 20, 2001,

prepared by Daylor Consulting Group, Inc., and recorded with the Registry as Plan No. 664 of 2001 in Plan Book 44, Page 1028:

Lots A-93, and A-94, 10-164, 10-165, 10-166, 10-167, 10-168, 10-169, 10-170, 10-171, 10-172, 10-173, and S-14, and the fee in Hawks Perch.

14. The following certain parcel of land shown on the plan entitled "Plan of Land for Pinehills in Plymouth, Massachusetts", dated March 23, 2001 (revised March 29, 2001), prepared by Daylor Consulting Group, Inc., and recorded with the Registry as Plan No. 233 of 2001 in Plan Book 44, Page 408:

Lots A-82 and A-83.

15. The following certain parcels of land shown on the plan entitled "Modified Definitive Subdivision Plan of Pinehills located in Plymouth, Massachusetts", dated December 5, 2001, prepared by Daylor Consulting Group, Inc., and recorded with the Registry as Plan No. 113 of 2002:

Lots A-62B, A-95, A-96, A-98, A-99, A-100, A-101, A-102, 10-64B, 10-69C, 10-175, 10-176, 10-177, 10-178, 10-179, 10-180, 10-181, 10-182, 10-183, 10-185, 10-186, 10-187, 10-206, 10-207, 10-208, 10-209, 10-210, S-15, and S-16.

The fee in Meeting Way, Neighborhood Green North, Neighborhood Green South, Pinehills Drive, Market Crossing, Summerhouse Drive, Island Rock and Boulder Ridge.

16. A certain parcel of land with the buildings thereon situated in the Town of Plymouth, Plymouth County, Commonwealth of Massachusetts, and bounded and described as follows:

EASTERLY by the shore of Great Island Pond;

SOUTHERLY by land conveyed by Benjamin H. Bowen and Bessie G. Bowen to Agnes Mae Zottoli and Joseph T. Zottoli, by deed dated October 2, 1933, and recorded with Plymouth Deeds in Book 1651, Page 249, about 1,366 feet;

WESTERLY by land now or formerly of R. B. Symington Estate, 554 feet; and

NORTHERLY by land now or formerly of James Bird et al.

Containing about 13 8/10 acres.

Said premises are marked by a stake set on the Southerly line thereof and about twenty (20) feet distant from the shore of said Great Island Pond on the line of said Zottoli land; by a stake at the Southwesterly corner thereof at the Northwesterly corner of said Zottoli land; by a cement bound and stone bound at the Northwesterly corner thereof at land of said R. B. Symington Estate and at land of said James Bird et al; and by a stone bound set on the Northerly line thereof and about ten (10) feet distant from the shore of said Great Island Pond on the line of said land of James Bird et al.

Said premises are shown on a plan entitled "Sub-division of land of Bessie G. Bowen at Great Island Pond Plymouth, Mass.," Delano & Keith Surveyors, dated Sept. 23, 1933, and recorded with the Registry, Plan Book 5, Page 264.

Said premises are conveyed excepting a portion of said premises conveyed by Benjamin H. Bowen and Bessie G. Bowen to Franklin Gerard Bowen and Viola E. Bowen, husband and wife, as tenants by the entirety, by deed dated September 19, 1946, and recorded with Plymouth Deeds in Book 1929, Page 160, situated on the Southwesterly side of Great Island Pond, containing 7,800 square feet according to a "Plan of portion of land of Benjamin H. Bowen in Plymouth, Mass.," drawn by Delano & Keith, Civil Engineers, Plymouth, Mass., dated Oct. 10, 1945" recorded with the Registry in Plan Book 7, Page 196.

Property Address: Great Island Pond, Plymouth, Massachusetts

(Lot 3, Map 78D of the Plymouth Assessors' Maps).

17. The land in Plymouth, Plymouth County, Massachusetts, with the buildings thereon situated on the southwesterly side of Great Island Pond, containing 7,800 square feet according to a "Plan of portion of land of Benjamin H. Bowen in Plymouth, Mass., drawn by Delano & Keith, Civil Engineers, Plymouth, Mass., dated Oct. 10, 1945," recorded with the Registry in Plan Book 7, Page 196, and bounded and described as follows:

Beginning at a cement marker near said pond, which cement marker is one hundred forty (140) feet southeasterly from a stone bound at the northeast corner now or formerly of land of Benjamin H. Bowen et ux,

Thence running North 42° 15' East 5 feet, more or less, to said pond;

Thence southeasterly by said pond 60 feet, more or less;

Thence South 42° 15' West 5 feet, more or less, to a cement marker, which cement marker is South 51° 45' East 62.2 feet from the point of beginning;

Thence continuing South 42° 15' West 127 feet to a cement marker;

Thence North 47° 45' West 60 feet to a cement marker;

Thence North 42° 15' East 122.8 feet to the point of beginning; being bounded on three sides by other land now or formerly of said Benjamin H. Bowen et ux.

Property Address: Great Island Pond, Plymouth, Massachusetts

(Lot 4, Map 78D of the Plymouth Assessors' Maps).

18. The following certain parcels of land shown on the plan entitled "Pinehills in Plymouth, Massachusetts Owner Ellis B. & Jennifer M. Withington Prepared For Pinehills LLC 33 Summerhouse Drive Plymouth, Massachusetts 02360", dated July 24, 2002 (revised August 1, 2002), prepared by Daylor Consulting Group, Inc., and recorded with the Registry as Plan No. 580 of 2002 in Plan Book 45, Page 1021:

Lots 1A-16, 1A-17 and 1A-18

19. A certain parcel of land shown as Lot 9 on a plan entitled "Plan of Land in Plymouth, Mass. As Prepared for John G. Talcott, Jr.", dated March 24, 1982, prepared by Schofield Brothers, Inc., and recorded with the Registry as Plan No. 242 of 1982 in Plan Book 22, Page 1124.

20. Those certain parcels of land located on and off Beaver Dam Road in the Town of Plymouth, Plymouth County, Massachusetts, shown as Lots 1 and 2 on plan #35754A filed in the Plymouth County Registry District of the Land Court with Certificate of Title No. 67886.

21. The following certain parcels of land:

Parcel One:

A certain parcel of land in Plymouth, Plymouth County, Massachusetts, situated in the so-called "Pine Hills", and bounded and described as follows:

Beginning at a stake and stones in the line of the Parish Lot, and West twenty-one (21) rods and six (6) links from an old pitch pine tree, which is a corner of the Parish Lot; thence from said stake and stones West one hundred and thirty-four (134) rods and six (6) links to an old heap of stones; thence North seventy-five (75) rods and five (5) links to an old heap of stones; thence East one hundred and thirty-four (134) rods and six (6) links to a stake and stones; thence South seventy-five (75) rods and five (5) links to the point of beginning.

Containing sixty (60) acres, more or less.

There is excepted from the above-described parcel of land the following:

PCL. 2 and PCL. 3 as shown on a plan entitled "Boston Edison Company Property Plat Showing Land of Helen Stephens, Rebecca Smiley & Geneva C. LeCain et al PCL 1 Joseph Leto PCL. 2 & 3 Plymouth, Plymouth County, Mass.", dated October 30, 1967, Prepared by Delano & Keith, Inc. and recorded with the Plymouth County Registry of Deeds as Plan No. 869 of 1967 in Plan Book 14, Page 711.

Parcel Two:

A certain lot or parcel of woodland on the so-called "Pine Hills" in said Plymouth, bounded and described as follows:

Commencing at a pine tree;
Thence North in the line of Parish Lot 12 rods to a pine tree;
Thence East in the line of Parish Lot 12½ rods to a stake and stones;
Thence North in line of land of John Blackmer 33 rods to land of Charles Bartlett;
Thence West in line of said Bartlett's land 56 rods;
Thence South 45 rods to a pile of stones;
Thence East in line of Ezra Clark's land 44 rods to the bound first mentioned.

Containing fifteen (15) acres, more or less.

There is excepted from the above-described parcel of land that certain triangular shaped parcel of land lying westerly of, but not abutting, Beaver Dam Road in said Plymouth, bounded and described according to the plan hereinafter mentioned as follows:

Northerly by land of John G. Talcott, Jr., five hundred twenty-seven and 21/100 (527.21) feet;
Southeasterly three hundred eleven and 56/100 (311.56) feet and
Southwesterly two hundred seventy-eight and 16/100 (278.16) feet,
said last two courses and distances being both remaining land, now or formerly, of Helen E. Stephens, Rebecca S. Smiley and Florence M. Kuralt.

Said parcel of land is shown as Parcel 1 containing 34,754 square feet of land entitled “Boston Edison Company Property Plat Showing Land of Helen E. Stephens, Rebecca Smiley & Geneva C. LeCain PCL. 1 Joseph Leto PCL 2 & 3 Plymouth, Plymouth County, Mass.” by Delano & Keith, Inc., dated October 30, 1967, recorded with the Plymouth County Registry of Deeds as Plan No. 869 of 1967 in Book 14, Page 711.

Said parcels are conveyed together with the benefit of an easement from Pinehills LLC dated March 8, 2005 and recorded with Plymouth County Registry of Deeds in Book 30144, Page 78.

Attachment 3

MEPA Certificate

Attachment 4

UPDATED USE SUMMARY

Total Open Space (including Wetland/Flood Plain Areas)	2,240.49	Acres
OSMUD Limited Occupancy Homes	2,132	Homes

The motion PASSED by more than two thirds.

Mr. Driscoll moved to dissolve. Town Meeting at 10:21 PM