

**DRAFT**  
**Pending Review**

Exhibit A to a Memorandum of Understanding dated March 24, 2008 between the Town of Falmouth, Tidewater Conservation Foundation and Tidewater, LLC.

**Tidewater Conservation Foundation**  
**Mitigation Plan**

**Introduction**

This Mitigation Plan is part of an agreement and serves as an exhibit to the Memorandum of Understanding between the Town of Falmouth and the parties requesting an amendment of the Tidewater LLC, Master Plan. The Master Plan, in conjunction with a conservation easement (the Easement) and a management plan (the Plan) addresses, in part, the activities that are permissible at Tidewater Farm. The amendment will permit the construction of a regional learning center (the Center) with the objective that the Center will support the permissible uses within the Easement and the property identified in Easement and the Plan as the Protected Property. The elements of mitigation are as follows:

- **Trails**

To implement the anticipated uses described in the Easement and the Plan dated April 4, 2005, Tidewater Conservation Foundation anticipates:

- Continuing to work with Portland Trails and the Falmouth Trails Advisory Committee (FTAC) to identify, develop and maintain walking trails starting from the Portland Trails access point to Brickyard Point across the Scittery Gussett Creek all the way to Route 1 across from Pine Grove. This trail system will provide significant public access along the shore of the Presumpscot River Estuary, will be ideal for nature study, exercise, and connection of the working farm areas with public transportation at Clearwater. It will serve as a community resource for simple enjoyment of the scenic beauty of the area. To complete this, the Foundation will take the necessary steps to obtain the appropriate easements and required approvals for those areas under the control of the Foundation.

In addition to what was originally contemplated in the visioning for Tidewater Farm, the Foundation proposes to extend its commitment to further trail development. By way of example,

- Recently, the Foundation and TLLC began discussions and work with the Portland Trails organization and the Falmouth Trails Advisory Committee (FTAC) to establish an expanded trail network within Tidewater that will connect the Brickyard Point property at the mouth of the Presumpscot River with the Tidewater Farm area and on to the public bus stop at the Clearwater Drive rotary. Discussion has been initiated with adjacent property owners to extend the trail past the rotary and out to Route 1 with future access to Pine Grove and along Route 1 to Audubon at Gilsland Farm. These new initiatives will lead to a significantly expanded trails network benefiting both Falmouth and the greater Portland communities.

- **Land Use Plan for Open Space Preservation**

A key component of the Easement and Plan is to develop the Protected Property consistent with maintaining open space and sustainable agricultural activities. In connection with this the Foundation has identified the following steps to minimize further impact on Open Space areas:

- With the exception of small outbuildings necessary to support permissible uses within the Easement, no additional new construction will occur within the currently designated Protected Property.
- As part of its management obligations, the Foundation will develop and implement a long range land use plan for the Protected Property. This plan, developed with the environmental, research and educational resources available through its strategic partners, will take into consideration potential agricultural and demonstration projects and other permitted uses that could be transitioned to other agricultural areas within the Town of Falmouth and outlying communities. The focus will be on community based projects and sustainable activities promoting both land preservation practices and economic productivity.

- **Support of the Town's Commitment to Open Space**

In addition to Tidewater Farm, the Foundation is interested in supporting the efforts of the Town to maintain other open space areas. Either through the Town's Open Space Fund or a similar alternative as mutually agreed to by the Council and the Foundation, the Foundation will pledge a pre-determined annual contribution. The initial contribution will be made no later than December 31, 2009 and is subject to the Foundation's development of the resources necessary to meet its operational costs and ability to support the activities currently being managed with the Protected Property.

Within the resources and expertise available to the Foundation, it will also work collaboratively with the Town to identify funding resources and grant opportunities available to governmental entities and non-profits to promote open space preservation.

- **Transfer of TF2**

Consistent with the vision for the activities and permitted uses that will occur with in the Protected Property, Tidewater, LLC and the Foundation have agreed upon a transfer of title to the Foundation for the land and buildings located within the area identified in the Master Plan as TF2. This transfer will occur upon a pre-determined date as agreed to by the parties with all the rights and responsibilities as may be further described in the Master Plan and its accompanying documents.