

January 19, 2023

MEMORANDUM

TO: BOSTON REDEVELOPMENT AUTHORITY
D/B/A BOSTON PLANNING & DEVELOPMENT AGENCY (BPDA) ^{1*}
AND JAMES ARTHUR JEMISON II, DIRECTOR

FROM: MICHAEL CHRISTOPHER, DIRECTOR OF DEVELOPMENT REVIEW
CASEY HINES, DEPUTY DIRECTOR OF DEVELOPMENT REVIEW
STEPHEN HARVEY, SENIOR PROJECT MANAGER

SUBJECT: PUBLIC HEARING TO CONSIDER THE DEVELOPMENT PLAN FOR PHASE 1 WITHIN PLANNED DEVELOPMENT AREA NO. 128, L STREET STATION REDEVELOPMENT, 776 SUMMER STREET, SOUTH BOSTON; AND TO CONSIDER THE PROJECT AS A DEVELOPMENT IMPACT PROJECT

SUMMARY: This Memorandum requests that the Boston Redevelopment Authority (“**BRA**”) d/b/a Boston Planning & Development Agency (“**BPDA**”), acting by and through the vote of its Board of Directors (the “**Board**”): (1) approve the Development Plan for Phase 1 within Planned Development Area No. 128, L Street Station Redevelopment (the “**Phase 1 Development Plan**”), located at 776 Summer Street, South Boston; (2) authorize the Director of the BPDA (the “**Director**”) to petition the Boston Zoning Commission (“**BZC**”) for approval of the Phase 1 Development Plan pursuant to Sections 3-1A.a and 80C of the Boston Zoning Code (the “**Code**”); (3) authorize the Director to issue an Adequacy Determination (an “**Adequacy Determination**”) pursuant to Section 80B-5 of the Code for Phase 1 of the L Street Station Redevelopment Project (more particularly defined below as the “**Proposed Project**”) and in connection therewith to approve the Phase 1 GFA Modification as contemplated pursuant to the Master Plan; (5) authorize the Director of the BPDA to issue one or more Certifications of Compliance or Partial Certifications of Compliance for the Proposed Project pursuant to Section 80B-6 of the Code, upon successful completion of the Article 80 Large Project Review process; (6) authorize the Director of the BPDA to issue one or more

^{1*} Effective October 20, 2016, the BRA commenced doing business as BPDA.

Certifications of Consistency or Partial Certifications of Consistency for the Proposed Project pursuant to Section 80C-8 of the Code, upon successful completion of the Article 80C Planned Development Area Review process; (7) approve the Proposed Phase 1 Project as a Development Impact Project (a “**DIP**”) within the meaning of Section 80B-7 of the Code; and (8) take any and all actions and execute any and all documents deemed necessary and appropriate by the Director in connection with the foregoing, including, without limitation, executing and delivering one or more Development Impact Project Agreement(s) and Cooperation Agreement(s), which will include a provision requiring compliance with the Boston Residents Construction Employment Plan.

PROJECT SITE & APPROVED PDA MASTER PLAN

The Master Plan for Planned Development Area No. 128, L Street Station Redevelopment, 776 Summer Street was approved by the BPDA Board on January 14, 2021 and approved by the Boston Zoning Commission on February 10, 2021 (the “**Master Plan**”).

The Master Plan contemplates the construction of up to 1.73 million square feet of Gross Floor Area, provided that not more than 1.68 million square feet may be used for uses other than parking (the “**Master Project**”). The Master Project is located on approximately 15 acres of developed and formerly industrial land along the Reserved Channel in South Boston located at 776 Summer Street (the “**Master Plan Site**”).

The Master Plan Site is bounded on the west by Summer Street, on the south by East 1st Street, on the east by a land parcel owned by the Massachusetts Bay Transportation Authority (“**MBTA**”), and on the north by the Reserved Channel and the Thomas J. Butler Dedicated Freight Corridor. The Master Plan Site is located approximately 0.5 miles from the Silver Line at Design Center Place, and 1.5 miles to South Station, which provides access to the Red Line, Silver Line, commuter and passenger rails, Amtrak, and local and regional bus service. It is also located along local bus routes which provide access to South Station. Outside of the former power plant structures, the Master Plan Site is comprised of compacted dirt, gravel, and deteriorated paved areas with limited vegetation. The Master Plan Site is

significantly sloped from east to west and from south to north with approximately 15 feet of grade change throughout.

PHASE 1 PROJECT SITE

HRP 776 Summer Street PropCo, LLC (the “**Proponent**”), as successor to HRP 776 Summer Street, LLC, proposes to advance the first phase of the master planned project (the “**Proposed Project**”).

The Proposed Project occupies approximately 8.4 acres located in the northern and central portion of the Master Plan Site (the “**Phase 1 Project Site**”). The Phase 1 Project Site contains a series of buildings and legacy infrastructure related to the former Boston Edison L Street Power Station (the “**Power Plant**”), which operated on the Project Site from 1898 until its decommissioning in 2007.

The Phase 1 Project Site, within the Master Plan Site, is located at the transition between the marine industrial and residential areas of South Boston, with the rapidly transforming Seaport neighborhood and Raymond L. Flynn Marine Park to the north. It is located in close proximity to the Massachusetts Port Authority’s (“**Massport**”) Conley Terminal, as well as area destinations including the Boston Convention and Exhibition Center and the Boston Innovation and Design Building.

DEVELOPMENT TEAM

The Development Team for the Proposed Project consists of:

Proponent:

HRP 776 Summer Street PropCo, LLC,
c/o Hilco Redevelopment Partners
in conjunction with Redgate Capital Partners

Hilco Redevelopment Partners

Melissa Schrock

George Needs

Megha Vadula

Kernst Pierre-Louis

John Flaherty

Arreen Andrew

Redgate Capital Partners

Ralph Cox

Greg Bialecki
April Anderson

Master Plan Architect:

Sasaki
Victor Vizgaitis
Ethan Lay-Sleeper
Einat Rosenkrantz
Diana Athaide

Turbine Hall Architect:

Arrowstreet
Amy Korte
David Bois
Jason King
Christine DiLallo

S9 Architecture
John Clifford
Dryden Razook

Block D Architect:

Payette
Charles Klee
Peter Vieira
Jennifer Hardy
Jim Collins, Jr.

Block F Architect:

Perkins & Will
Robert Brown
Rupinder Singh
Eric Keune
Ryan Kurlbaum

Landscape Architect:

James Corner Field Operations
Karen Tamir
Sanjukta Sen
Colin Curley

Legal Counsel:

DLA Piper LLP
Bryan Connolly
Nancy Welsh

Permitting Consultants: VHB
Elizabeth Grob
Lauren DeVoe
Michael Rooney
Stephanie Kruel
Laura Laich

Transportation Consultant: VHB
Selma Mandzo-Predzic

Site/Civil Engineer: VHB
Mark Junghans
Brian Fairbanks

**Sustainability and Climate
Change Resiliency
Consultant:** ARUP
Rebecca Hatchadorian
Katie Wholey

**Diversity, Equity and
Inclusion Consultant:** The Lazu Group
Malia Lazu

**Cultural Resources
Consultant:** VHB
Nicole Benjamin-Ma

**Retail Strategy and
Planning Consultant:** Graffito SP
Jesse Baerkahn
Gustavo Quiroga

DESCRIPTION AND PROGRAM

The Master Project proposes the construction of a mixed-use, transit-oriented development. Redevelopment of the Master Plan Site will bring new energy to an industrial site that has been inaccessible to the public for decades. The Master Plan

site will contain up to 1.73 million square feet of Gross Floor Area (as defined in the Code), provided that not more than 1.68 million square feet may be used for uses other than parking.

The Master Project will be divided into (i) six (6) new blocks lettered A through F, (ii) a block comprised of the existing 1898 Turbine Hall, and (iii) a block comprised of Turbine Hall 1, Turbine Hall 2, and Turbine Hall 3 (collectively, the “Edison Turbine Halls”). The foregoing are each referred to herein as a “Block” and, collectively, as the “Blocks”.

The Proposed Project proposes the rehabilitation of the Edison Turbine Halls and the construction of two new buildings on Block D and Block F, each of which new buildings are expected to include office, research and development, and retail uses. The Edison Turbine Halls and the new buildings on Block D and Block F are collectively expected to include approximately 754,500 square feet of Gross Floor Area, including approximately 669,800 square feet of office, research and development space and 84,700 square of retail, civic, cultural and other such uses, all as more particularly set forth in the Phase 1 Development Plan. The Proposed Project will include up to 650 parking spaces and the delivery of significant public open space along the waterfront, improved pedestrian connectivity to and through the Phase 1 Project Site, and substantial landscape improvements around the Phase 1 Project Site, including the creation of the M Street Plaza.

The Phase 1 Development Plan provides that the maximum Gross Floor Area of Block D shall be 265,000 square feet, of Block F shall be 374,000 square feet, and of the Edison Turbine Halls shall be 115,500 square feet. Pursuant to the Master Plan, the Proponent may increase the Gross Floor Area applicable to any Block by up to 10% of the anticipated maximum set forth in the Master Plan subject to approval by the Director of the BPDA, provided that the total Gross Floor Area of the Master Project under the Master Plan shall not exceed 1.73 million square feet (of which not greater than approximately 1.68 million square feet of Gross Floor Area shall be used for uses other than parking). The Master Plan contemplated that the maximum Gross Floor Area of Block D would be 290,000 square feet, of Block F would be 340,000 square feet, and of the Edison Turbine Halls would be 105,000 square feet. The Proponent has elected to increase the maximum Gross Floor Area of Block F and of the Edison Turbine Halls by 10% of the anticipated maximum for each set forth in the Master Plan (the “**Phase 1 GFA Modification**”).

Notwithstanding such increase, the total Gross Floor Area of the Master Project under the Master Plan shall not exceed 1.73 million square feet (of which not

greater than approximately 1.68 million square feet of Gross Floor Area shall be used for uses other than parking). It is anticipated that the construction of the Proposed Phase 1 Project will be phased over multiple years.

Block	Maximum Gross Floor Area (SF)	Maximum Height (feet)
D	265,000	117*
F	374,000	154*
Edison Turbine Halls	115,500	Existing Height*

*all as further defined and described in the PDA

PLANNING CONTEXT

The Proposed Project is the first of multiple phases of development that will comprise the full build-out of the approximately 15-acre Master Plan Site. The Master Plan seeks to transform a formerly industrial site into a neighborhood-scale destination connected to the existing street network and neighborhood fabric.

This development reflects the community visioning process that took place in 2017, which resulted in a Redevelopment Vision and Redevelopment Concepts for the Master Plan Site. The Proposed Project achieves the community vision by creating publicly accessible open space at the waterfront and throughout the site, improving existing and new through-site street connections to achieve a pedestrian-scale network, and supplying a mix of retail, commercial, cultural and civic uses in the first phase of development.

Notably, the Proposed Project straddles two different land use contexts. The primarily residential South Boston neighborhood is located directly south of the Master Plan Site along East 1st Street, while large-scale marine industrial and new research and development uses at the Raymond L. Flynn Marine Park (the “**Marine Industrial Park**”) and Conley Terminal are located to the east and north.

The Proposed Project responds to this context by using site design - particularly through the screening effect of Block F on the eastern border of the site - to create physical and visual buffers when necessary and to facilitate neighborhood access to

views and recreational opportunities through the site and along the waterfront. The Summer Street edge of the site, in particular, was identified during the community visioning process as a key neighborhood gateway to the site from the south. This area has been extensively reviewed to ensure that active ground floor retail uses at Block D invite passersby into the site and that loading access off Elkins Street minimally interferes with pedestrians and bicyclists.

There have been several site design modifications that align with the goals of the approved Master Plan to promote connectivity to the existing neighborhood fabric. This includes the removal of a through-site roundabout on M Street extension. The current design of this space envisions a passively activated M Street Plaza that overlooks the Reserved Channel and the Marine Industrial Park beyond.

Elkins Street and M Street are two new thru-site streets that will build sidewalks and separated bike lanes through the Master Plan Site to connect with new roadway and cycle improvements on East First Street to the south of the Master Plan Site and Summer Street from East 1st Street to the Butler Freight Corridor to the west of the Master Plan Site; a portion of these improvements will be delivered in connection with the Proposed Project. These on-site and off-site improvements fulfill the community's planning goals of knitting together the neighborhood grid and connecting new and existing open space, including the Medal of Honor Park, the East 1st Street Dog Park, and the Thomas J. Butler Memorial Park.

The Proposed Project is consistent with the Master Plan and community's goal to honor the industrial past of this site and facilitate engagement with the site's history. It does so through preserving and adaptively reusing the early 20th century Turbine Halls, which were previously hidden by abutting industrial buildings serving the power plant. Civic and retail spaces inside the Turbine Halls and within the fully pedestrianized Turbine Alley between Block D and the Turbine Halls activate the historic buildings and provide much-needed community gathering space.

Resiliency measures are incorporated on the site in compliance with the Coastal Flood Resilience Overlay District ("**CFROD**"), which requires that finished floor area be elevated above the sea level rise design flood elevation, achieved in this project through grade changes integrated into the waterfront open space. The sloped publicly accessible open space on the site aligns with Climate Ready Boston's endorsement of green infrastructure to serve both flood protection and recreational uses. A rebuilt seawall will protect the northern perimeter of the site, consistent with

the resilience strategies outlined in the City's Coastal Resilience Solutions for South Boston.

BPDA Urban Design staff will continue to work with the Proponent on building design and other site design considerations after Board approval, including future regulatory reviews related to building, energy, fire, and other aspects of the Code. Additionally, the Proponent's plans provide adequate tree canopy and associated greenscape across the site to achieve an optimal pedestrian comfort and heat island reduction across the site's open space. The Proposed Project will be subject to design, environmental and other development review by the BPDA and by other governmental agencies and authorities, and the Proposed Project as described in this Development Plan may evolve in the course of such review. Recognizing the importance of early collaboration, the Proponent shall review a progress set of plans with BPDA staff during the Design Development phase and seek BPDA staff feedback to ensure compliance and coordination with various BPDA design standards and other required regulatory review processes. Review of plans will occur before permitting and initial construction documents are submitted to the Boston Inspectional Services Department (ISD).

Pending Board approval, the Proposed Project will proceed to the Zoning Commission for approval of the proposed Phase 1 Development Plan.

PUBLIC REVIEW PROCESS

The Proponent filed a Project Notification Form for the Master Project on May 15, 2017 (the "**Master Project PNF**"). Notice of the receipt by the BPDA of the Master Project PNF was published in the Boston Herald on May 19, 2017, initiating a thirty (30) day public comment period. The notice and the Master Project PNF were sent to the City's public agencies pursuant to Section 80A-2 of the Code.

Pursuant to Section 80B-5.3 of the Code, a Scoping Session was held on May 31, 2017, with the City's public agencies during which the Master Project was reviewed and discussed.

The BPDA held public meetings to discuss the Master Project PNF on June 7, 2017; June 21, 2017; and July 24, 2017. These meetings were held at the Tynan School in South Boston. Each meeting was advertised in local newspapers, listed on the BPDA website, and distributed to the South Boston BPDA email list.

Impact Advisory Group (“**IAG**”) meetings were held on June 12, 2017; July 18, 2017; and July 25, 2017. The IAG meetings were listed on the BPDA website, and distributed to the South Boston BPDA email list.

On January 12, 2018, the BPDA issued a Scoping Determination. The Proponent filed a Draft Project Impact Report (“**DPIR**”) on August 16, 2018. Notice of the receipt by the BPDA of the DPIR was published in the Boston Herald on August 16, 2018, initiating a seventy-five (75) day comment period.

A Scoping Session on the DPIR was held on August 28, 2018 with the City’s public agencies during which the Master Project was reviewed and discussed.

The BPDA held public meetings to discuss the DPIR on September 19, 2018; September 26, 2018; October 10, 2018; and October 24, 2018. These meetings were held at the Tynan School. These meetings were advertised in local newspapers, listed on the BPDA website, and distributed to the South Boston BPDA email list.

IAG meetings to discuss the DPIR were held on September 26, 2018; October 10, 2018; and October 24, 2018. The IAG meetings were listed on the BPDA website, and distributed to the South Boston BPDA email list.

On December 27, 2018, the BPDA issued a Request for Supplemental Information. The Proponent filed a Supplemental Information Document (“**SID**”) on July 22, 2019.

The BPDA held public meetings to discuss the SID on August 5, 2019, and October 28, 2019. These meetings were held at the Tynan School. These meetings were advertised in local newspapers, listed on the BPDA website, and distributed to the South Boston BPDA email list.

IAG meetings to discuss the SID were held on August 7, 2019; September 18, 2019; and November 13, 2019. The IAG meetings were listed on the BPDA website, and distributed to the South Boston BPDA email list.

On November 15, 2019, the Proponent filed the Master Plan. Notice of the receipt by the BPDA of the Master Plan was published in the Boston Herald on November 15, 2019, initiating a forty-five (45) day comment period.

The BPDA held public meetings to discuss the Master Plan on January 13, 2020; September 9, 2020; December 16, 2020 and January 6, 2021. These meeting were

advertised in local newspapers, listed on the BPDA website, and distributed to the South Boston BPDA email list.

The BPDA held IAG meetings to discuss the Master Plan on January 13, 2020; February 21, 2020, February 26, 2020; and September 9, 2020. The IAG meetings were listed on the BPDA website, and distributed to the South Boston BPDA email list.

The BPDA approved the Master Plan on January 14, 2021. The Boston Zoning Commission approved the Master Plan on February 10, 2021.

The Proponent filed the Phase 1 Development Plan on June 21, 2022. Notice of the receipt by the BPDA of the Phase 1 Development Plan was published in the Boston Herald on June 23, 2022, initiating a forty-five (45) day comment period.

The Proponent filed a Project Notification Form for Design Review for the Proposed Project on June 21, 2022 ("**Phase 1 PNF**"). Notice of the receipt by the BPDA of the Phase 1 PNF was published in the Boston Herald on June 23, 2022, initiating a thirty (30) day public comment period. The notice and the Phase 1 PNF were sent to the City's public agencies pursuant to Section 80A-2 of the Code.

Pursuant to Section 80B-5.3 of the Code, a Scoping Session was held on July 19, 2022 with the City's public agencies during which the Proposed Project was reviewed and discussed.

A meeting of the Impact Advisory Group ("IAG") was held on July 19, 2022 to discuss the Proposed Project. The IAG meeting was listed on the BPDA website, and distributed to the South Boston BPDA email list.

On August 3, 2022 and October 26, 2022, the BPDA held Public Meetings to discuss the Proposed Project. The Public Meetings were advertised in local papers, listed on the BPDA website, and distributed to the South Boston BPDA email list.

The Proposed Project also comes under jurisdiction of the Boston Civic Design Commission ("BCDC") pursuant to Article 28 of the Code. The Proposed Project was introduced at the BCDC meeting on August 2, 2022. Subcommittee meetings were held on August 16, 2022, October 4, 2022, October 25, 2022, and November 22, 2022. The BCDC voted to approve the Proposed Project on January 3, 2023.

DEVELOPMENT IMPACT PROJECT EXACTION

The Proposed Project constitutes a Development Impact Project under Article 80, Section 80B-7 of the Code and will generate housing and jobs linkage funds to the City of Boston as required by Section 80B-7(3)(a) of the Code, in accordance with one or more Development Impact Project Agreements for the Proposed Project to be executed by the Proponent and the BPDA. Pursuant to the Master Plan, the Housing Contribution Grant rate and the Jobs Contribution Grant rate shall be based on the Gross Floor Area of Development Impact Uses in the Master Plan Site, subject to exceptions for (i) the first 100,000 square feet of Gross Floor Area of Development Impact Project Uses in the Master Project, and (ii) any Gross Floor Area devoted to cultural or civic uses. Pursuant to the Master Plan, the Housing Contribution Grant rate and the Jobs Contribution Grant rate applicable to all buildings in the Proposed Project shall be \$13.00 per square foot and \$2.39 per square foot, respectively (being the applicable rates as of June 21, 2022, the date the Proponent filed its application for approval of the Phase 1 Development Plan). As set forth in the Master Plan, such rates shall be subject to an adjustment to then-current rates on June 21, 2032 (being the tenth (10th) anniversary of such filing of such application for approval of the Phase 1 Development Plan), with such rates to apply to any buildings in the Proposed Project commenced thereafter.

Based upon the current plans for the Proposed Project, which calls for the construction of buildings containing approximately 743,500 square feet of total DIP Uses, the Proponent will provide a Neighborhood Housing Trust payment contribution of approximately \$8,365,500 and a Neighborhood Jobs Trust payment contribution of approximately \$1,537,965, or equivalent job and/or housing creation programs.

These estimated linkage amounts for the Proposed Project are calculated as follows:

Housing Linkage:

DIP Uses	743,500 square feet
Exclusion	<u>-100,000</u>
	643,500
	<u>X \$13.00/square foot</u>
	\$8,365,500

Jobs Linkage:

DIP Uses	743,500 square feet
Exclusion	<u>-100,000</u>
	643,500
	X <u>\$2.39</u> /square foot
	\$1,537,965

The DIP gross floor area for the Proposed Project is subject to final calculation based upon the final design plans and applicable provisions of the Development Impact Project Agreements to be entered into by the Proponent and the BPDA with respect to the Master Project, the Proposed Project and/or each Block containing DIP Uses.

COMMUNITY BENEFITS

The Proposed Project will provide a range of public and community benefits. These public and community benefits are described below:

- Remediate the Phase 1 Project Site from the prior industrial use to applicable federal and state standards.
- Resize the currently inaccessible Phase 1 Project Site into neighborhood scale streets and block dimensions that continue the connections to existing roads and pedestrian/bicycle lanes that exist in the surrounding neighborhood.
- The Proponent will advance the Summer Street corridor by providing various setbacks and creating certain sidewalk level bike facilities and street level buffered bike facilities. Certain setbacks will house trees, significantly expanding the tree canopy on a corridor with minimal existing coverage. Summer Street will have expanded sidewalks. The Proponent will provide curb extensions at the intersection of Elkins Street and Summer Street as well as at East First Street and Summer Street to improve pedestrian safety.
- The Proponent will design and construct the Elkins Street extension from east of Summer Street to M Street as set forth on plans approved by the BPDA. Elkins Street will have expanded sidewalks and sidewalk level bike

facilities. The Proponent will continue to refine the facilities with the BPDA, BTB and PIC.

- The Proponent will significantly improve the sidewalk on a currently narrow, inaccessible and substandard portion of East First Street at Turbine Hall 3. The Proponent will design and implement and maintain a public sidewalk through Turbine Hall 3 that will be open to public travel. The Proponent will undergo the necessary PIC action for this improvement.
- The Proponent will construct an extension of M Street from its current terminus at East First Street to Elkins Street. In Phase 1, M Street will include street level separated bike facilities from Elkins Street to East First Street; these bike facilities will be transitioned to sidewalk level in a future phase.
- The Proponent will improve bus rider comfort by expanding and enhancing the MBTA bus stop #884 on the east side of Summer Street by East First Street. The bus stop will be approximately 100 feet long to aid in bus operations. The Proponent will install a bus shelter at the bus stop and will maintain the bus shelter and shovel from snow in perpetuity. The bus stop will also have a trash can co-located at it which the Proponent will manage and maintain in perpetuity.
- The Proponent will be expanding the network of public streets, at the discretion of BPDA and BTB.
- Unlock significant new public open space within the Phase 1 Project Site, delivering approximately 65% of the total new public open space planned within the Master Plan Site. The open space for the Master Project is anticipated to include 5.7 acres, of which 3.7 acres are anticipated to be delivered in the Proposed Project. The new open spaces will be privately maintained and managed by the Proponent or by an association and will be open to the public as shall be more particularly set forth in the Cooperation Agreement for the Phase 1 Project. Stipulations over outdoor events and concerts will also be codified in the Cooperation Agreement.
- Create new bicycle infrastructure, dedicated pedestrian paths and sidewalks and active corridors to improve public access to and through the Phase 1 Project Site.

- The Proposed Project will comply with the Boston Transportation Department's Bike Parking Guidelines by providing long-term covered and secure bike parking as well as short-term bike parking dispersed throughout the Phase 1 Project Site.
- Upon issuance of the full Building Permit for the first building within the Proposed Project, the Proponent will make a one-time "bikeshare" contribution of \$188,893.00 to Boston Transportation Department ("BTD") per the City's Bike Parking Guidelines. The Proponent will also install up to two (2) Bluebikes stations in connection with Phase 1, in the approximate locations set forth in the Development Plan. One (1) station is expected to be a 19-dock station, and the other is anticipated to be a 15-dock station. The Proponent will work with BTD and the BPDA to site the stations appropriately. Bike share stations may require Administrative Review by PIC.
- Improve connectivity of the Harborwalk between the South Boston Waterfront and South Boston by creating accessible waterfront open space within the Phase 1 Project Site.
- Design and implement "Vision Zero" pedestrian improvements at four of the eight neighborhood intersections/locations to be prioritized by the community, the BPDA and BTD (two in connection with Phase 1A, and two in connection with Phase 1B). The Proponent may provide this work in-kind or may deliver funds to the BPDA to deliver to BTD to design and implement. The Proponent's total financial commitment for such improvements for the Master Project shall be \$800,000, with half of such amount applicable to Phase 1A and Phase 1B. Any such funds so delivered may be used by the BPDA and BTD, in coordination with the community, to deliver equivalent pedestrian safety upgrades to the neighborhood street network if it is deemed that those alternate improvements would be more effective.
- Fund a Licensed Site Professional, representing the South Boston neighborhood, to review the Proposed Project's environmental remediation plans prior to obtaining a Certifications of Consistency and Compliance for Phase 1.
- Reduce GHG emissions associated with the Proposed Project's mobile source GHG emissions by implementing roadway improvements and a comprehensive Transportation Demand Management ("**TDM**") Plan

compliant with Boston Transportation Department's Transportation Demand Management Point System, as well as comply with the Boston Transportation Department's Electric Vehicle Readiness Policy for New Developments by providing electric vehicle supply equipment ("**EVSE**") for 25 percent of the Proposed Project's off-street parking spaces. The remaining 75 percent of the Proposed Project's off-street parking spaces will be "EV Ready" for future installation consistent with the current EV Readiness Policy, to the maximum extent practicable. Transformers are to be sized to accommodate anticipated future loads.

- Minimum finished floor elevations for all buildings and critical infrastructure in the Proposed Project will be set at appropriate elevations to provide enhanced resiliency from flood events.
- Provide funding to the MBTA (to be used in consultation with the City of Boston) for investments that improve the reliability, safety and convenience of transit services serving both the Master Project and the abutting area in the neighborhood of South Boston. To ensure effective Proposed Project mitigation and community benefit, this funding will only be applied to particular investments after consultation between the MBTA, MassDOT, and the City of Boston and after adequate opportunity for community input and review. The amount of the funding shall be \$10,080,000, consisting of (i) an annual payment of \$273,000 per year for 15 years, commencing upon occupancy of the first new building in the Proposed Project, and (ii) an annual payment of \$399,000 per year for 15 years, commencing upon occupancy of 500,000 or more square feet of GFA within the Proposed Project. These payments will be increased annually following the first such payment of each amount to account for inflation (the greater of CPI-Boston Metro or 1.5% annually). Each annual payment to the MBTA will be paid in a lump sum at the beginning of the MBTA's fiscal year.
- Cause smart signals and fiber optic connectivity to be installed along the Summer Street/L Street corridor between Drydock Avenue/Pappas Way and East Broadway to improve traffic flow and improve MBTA bus frequency/reliability (Phase 1A).
- Implement an annual monitoring program that measures traffic, transit, and parking impacts of the Proposed Project, reports the results, and proposes

appropriate adjustments to the Proposed Project's TDM measures, when necessary.

- Make approximately 60 parking spaces within the Proposed Project available to residents of the neighborhood with resident parking stickers during nighttime, weekend, and snow emergency periods, free of charge. Approximately 30 parking spaces will be delivered with each of Phase 1A and Phase 1B.
- Impose short-term restrictions with respect to on-street parking during daytime hours to support retail within the Proposed Project subject to BTM approval of such restrictions. Overnight parking will not be limited to residents or tenants within the Phase 1 Project Site.
- All utility work shall coincide with the development and construction of the planned street network. To the fullest extent reasonably achievable, lateral connections shall be provided for current and future phase buildings and/or prior to permanent right of way features and landscape elements
- Ongoing review of landscape design and utility coordination shall be conducted as the Proposed Project design progresses
- Ongoing review of the project's compliance with Smart Utilities stormwater infiltration requirements. In accordance with Smart Utilities policy for projects with GSF exceeding 100,000 square feet, the project team has committed to 1.25" of infiltration per square inch of impervious development. Stormwater Management shall also comply with Massachusetts DEP regulations. The Proponent will explore green infrastructure strategies for the Phase 1 Project Site, such as bioretention, green roofs and permeable pavers.
- Green infrastructure along Elkins and Summer Street, where feasible, shall incorporate City of Boston's best practice details and specifications in accordance with the Boston Transportation Department and Smart Utilities Standards in place at the time of this approval.
- Phase 1 shall include near- and long-term maintenance plans for both temporary and permanent installations of streetscape elements.

- The Proponent, working with the City of Boston, will incorporate Smart Street Light integration on the Phase 1 Project Site. The Proponent shall include a Telecom Utilidor as indicated in the Phase One utility exhibits on Elkins street and will connect to East First Street and Summer Street accordingly. The telecom shall provide access for a minimum of six telecom providers.
- City shadow will be provided in accordance with sidewalk reconstruction and PIC review as indicated within the Phase One exhibits. This includes on-going review of broadband, fiber optic cabling, and shadow conduit in order to preserve broadband equity and other dependent smart technologies.
- On-going review locations of utility meters (gas, electric, domestic water) draft locations have been provide on the Utility Site Plan
- Ongoing review of the location of transformers and critical infrastructure so as to ensure coordination with Eversource and Article 25a resilience strategies.
- Eversource switch located in the utility easement east of Block A shall be screened from the public realm to the fullest extent possible.
- A plan to address relevant conflicts reported through COBUCS if/as relevant. The project team and the contractor will continue to work with BTU and Smart Utilities as needed.
- The Phase 1 Project will advance the City of Boston's sustainability goals to achieve carbon neutrality by 2050 by meeting or exceeding the requirements of Article 37 (Green Buildings) of the Code including:
 - Blocks D and F will achieve LEED Gold (and Proponent is evaluating LEED Platinum for Block D), and have a modeled Building 2035 pCEI 6.8 kg CO₂e/sf-yr, with a 90% reduction of emissions from any on-site fossil fuel use. Block F Building will install approximately 100 kW solar PV. The Proponent will continue to assess the feasibility of implementing solar PV on the Block D Building and install rooftop systems to the extent physical constraints allow, the installation has a commercially reasonable payback period of 7 years or less, the installation is not anticipated to interfere with any future tenant rooftop equipment, and the installation is 10 kW in size or larger.

- The Edison Turbine Halls will achieve LEED Silver and target LEED Gold and continue to assess the feasibility of carbon reduction strategies such as radiant heating and ground sources heat pumps and incorporate related solutions that (i) target halving the current modeled carbon emissions performance and emissions from on-site fossil fuel use, (ii) remain cost neutral or can be funded through MassSave or other readily available State and Local incentives, and (iii) they do not interfere with or compromise the historic preservation aspects of the Proposed Project.
- Future phase buildings will comply with City of Boston resilient and sustainable development policies and standards that are current at the time of the filing of an application for approval of a PDA Development Plan applicable to such buildings.
- Laboratory, Research and Development Uses shall be limited to Bio Safety Levels I and II (only).
- Create approximately 1,000 permanent jobs relating to the commercial, retail, restaurant, and parking uses, and create approximately 1,000 construction jobs in a variety of trades related to the development the Proposed Project.
- Provide apprenticeships and employment opportunities associated with project construction for City residents. Such apprenticeship and employment opportunities shall commence upon issuance of the first demolition permit and shall continue during construction of the Master Project. This commitment to community outreach for apprenticeship and job opportunities for work associated with the Proposed Project will include the following:
 - i. The Proposed Project will work with organizations such as Helmets to Hardhats, Veterans Edge and Mass Fallen Heroes to promote construction trade job opportunities at the Proposed Project for local veterans.
 - ii. The Proposed Project will use good faith efforts to ensure that at least 20% of the apprentices on the Proposed Project are Building Pathways (or other comparable organization) graduates.
 - iii. The Proposed Project will work with the City to cause at least \$100,000 of the Proposed Project's workforce training linkage contribution to

be designated to the Building Pathways program, fulfilling the commitment outlined in the Master Plan.

iv. The Proposed Project will host an annual job fair to promote construction trade career opportunities at the Proposed Project to local high school students.

- Provide (i) two annual university-level internship opportunities for members of the South Boston community and (ii) two annual university-level internship opportunities to participants in the Commercial Real Estate Success Training (CREST) Program (or a comparable program). Such internship opportunities shall commence upon approval of this Phase 1 Development Plan and last for the first 10 years of the development of the Master Project.
- Fund a \$1,000,000 scholarship endowment to be administered by the South Boston Sports Hall of Fame (or a comparable organization) for the purpose of providing annual scholarships to deserving South Boston high school and college students. Such endowment shall be funded upon issuance of the building permit for construction for the first new building constructed within the Proposed Project.
- Grant \$1,750,000 for Medal of Honor Park and Christopher Lee Playground. Of this amount, \$1,000,000 shall be dedicated to fund capital projects and \$750,000 shall constitute an endowment to fund improved activation, operations, and maintenance. This grant shall be made in the Proponent's name and will be funded upon issuance of the certificate of occupancy for the first new building constructed at the Proposed Project.
- Undertake focused local efforts (including on-site assistance, job fairs, informational presentations to community groups) to assist South Boston residents to learn about and apply for opportunities created by the Proposed Project and future phases, including affordable housing, construction employment, permanent employment, small business contracting and retail leasing.
- Establish an on-site office for such efforts at the completion of the Proposed Project, with designated community outreach staff.
- Give first opportunity to South Boston small businesses and other City-or State-certified disadvantaged small businesses to lease up to 10% of the

retail space in the Proposed Project with either free tenant improvement build-out or 25% discount to market rent.

- Give first opportunity to South Boston small businesses and other City-or State-certified disadvantaged small businesses to lease up to 10% of any kiosk/pushcart/pop-up tent retail spaces in the Proposed Project with free rent.
- Deliver all of the civic and cultural spaces required under the Master Plan as part of the Proposed Project, totaling approximately 11,000 square feet of Gross Floor Area. Stipulations over use and programming to be codified in the Cooperation Agreement, before issuance of the full Building Permit for Turbine Hall 2 and Turbine Hall 3 where such civic and cultural spaces will be located.
- Generate substantial new real estate tax revenues for the City of Boston.

ZONING AND PLANNED DEVELOPMENT AREA

The Phase 1 Project Site is located within the Master Plan Site, which is located within the South Boston Marine Economy Reserve Subdistrict of the Harborpark Dorchester Bay/Neponset River Waterfront District, which is governed by Article 42A of the Zoning Code and shown on Zoning Map 4B/4C. The entire Master Plan Site is also located within the Restricted Parking Overlay District. The Phase 1 Project Site contains more than one acre of land, and approving a Development Plan for the Phase 1 Project Site is authorized by Article 3-1A.a of the Zoning Code.

The Phase 1 Development Plan sets forth the zoning for all elements of the Proposed Project within the Phase 1 Project Site. The Phase 1 Development Plan complies with the Master Plan. To the extent that any Block or any component of the Proposed Project does not comply with the use, dimensional or other zoning regulations applicable thereto (other than the Master Plan), the Phase 1 Development Plan shall supersede all such zoning requirements.

RECOMMENDATION

Based on the foregoing, BPDA staff recommends that the Board, after due consideration of the filings, written and oral comments received and meetings held regarding the Proposed Project: (1) approve the Phase 1 Development Plan, located

at 776 Summer Street, South Boston; (2) authorize the Director to petition the BZC for approval of the Phase 1 Development Plan pursuant to Sections 3-1A.a and 80C of the Code; (3) authorize the Director to issue an Adequacy Determination pursuant to Section 80B-5 of the Code for the Proposed Project and in connection therewith to approve the Phase 1 GFA Modification as contemplated pursuant to the Master Plan; (4) authorize the Director of the BPDA to issue one or more Certifications of Compliance or Partial Certifications of Compliance for the Proposed Project pursuant to Section 80B-6 of the Code, upon successful completion of the Article 80 Large Project Review process; (5) authorize the Director of the BPDA to issue one or more Certifications of Consistency or Partial Certifications of Consistency for the Proposed Project pursuant to Section 80C-8 of the Code, upon successful completion of the Article 80C Planned Development Area Review process; (6) approve the Proposed Phase 1 Project as a Development Impact Project (a "DIP") within the meaning of Section 80B-7 of the Code; and (7) take any and all actions and execute any and all documents deemed necessary and appropriate by the Director in connection with the foregoing, including, without limitation, executing and delivering one or more Development Impact Project Agreement(s) and Cooperation Agreement(s), which will include a provision requiring compliance with the Boston Residents Construction Employment Plan.

Appropriate votes follow:

VOTED: That, in connection with the Development Plan for Phase 1 within Planned Development Area No. 128, 776 Summer Street Project (the "**Phase 1 Development Plan**") and Phase 1 of the L Street Station Redevelopment project located at 776 Summer Street, South Boston (the "**Proposed Phase 1 Project**"), presented at a public hearing, duly held at the offices of the Boston Redevelopment Authority (the "**BRA**") d/b/a Boston Planning & Development Agency ("**BPDA**"), on January 19, 2023, and after consideration of evidence presented at, and in connection with, the hearing on the Phase 1 Development Plan and the Proposed Phase 1 Project, the BRA finds, in accordance with Section 80C of the Boston Zoning Code (the "**Code**"), that: (a) such Phase 1 Development Plan is not for a location or proposed project for which Planned Development Areas are forbidden by the underlying zoning, and further, the Phase 1 Development Plan is subject to that certain Master Plan for Planned Development Area No. 128, 776 Summer Street (the "**Master Plan**"), located on approximately 15 acres of developed and formerly industrial land along the Reserved Channel in South Boston located at 776 Summer Street (the "**Master Plan**").

Site”), approved by the BRA on January 14, 2021, and the Boston Zoning Commission on February 10, 2021; (b) the Proposed Phase 1 Project in such Phase 1 Development Plan complies with the provisions of the underlying zoning that establish use, dimensional, design and other requirements for proposed projects in planned development areas, including the provisions of the Master Plan; (c) such Phase 1 Development Plan complies with any provisions of underlying zoning that establish planning and development criteria, including public benefits, for planned development areas; (d) such Phase 1 Development Plan conforms to the plan for the district, subdistrict or similar geographic area in which the Planned Development Area is located, and to the general plan for the City of Boston as a whole; and (e) on balance, nothing in such Phase 1 Development Plan will be injurious to the neighborhood or otherwise detrimental to the public welfare, weighing all the benefits and burdens; and

FURTHER

VOTED: That the BRA hereby approves the Phase 1 Development Plan pursuant to Section 3-1.A.a and Section 80C of the Code, in substantial accord with the same as presented to the BRA at its public hearing Board on January 19, 2023; and

FURTHER

VOTED: That the Director be, and hereby is, authorized to petition the Boston Zoning Commission for approval of the Phase 1 Development Plan pursuant to Section 3-1A.a and Section 80C of the Code, in substantial accord with the same as presented to the BRA at its public hearing on January 19, 2023; and

FURTHER

VOTED: That the Director be, and hereby is, authorized to issue an Adequacy Determination under Section 80B-5 of the Code, which: (i) finds that the Project Notification Form for Design Review for the Proposed Phase 1 Project (“**Phase 1 PNF**”) adequately describes the potential impacts arising from the Proposed Phase 1 Project, and provides sufficient mitigation measures to minimize these impacts; and (ii) waives further review of the Proposed Phase 1 Project under Section 80B-5 of the Code, subject to continuing design review by the BRA;

and in connection therewith to approve the Phase 1 GFA Modification as contemplated pursuant to the Master Plan; and

FURTHER

VOTED: That the Director be, and hereby is, authorized to issue one or more Certifications of Compliance or Partial Certifications of Compliance for the Proposed Phase 1 Project pursuant to Section 80B-6 of the Code upon successful completion of the Article 80 Large Project Review process; and

FURTHER

VOTED: That the Director be, and hereby is, authorized to issue one or more Certifications of Consistency or Partial Certifications of Consistency for the Proposed Phase 1 Project pursuant to Section 80C-8 of the Code, when appropriate; and

FURTHER

VOTED: That the BRA hereby finds and determines that the Proposed Phase 1 Project as described in the PNF conforms to the general plan for the City of Boston as a whole, and that nothing in such Proposed Phase 1 Project will be injurious to the neighborhood or otherwise detrimental to the public welfare, weighing all benefits and burdens; and therefore approve the Proposed Phase 1 Project as a Development Impact Project ("DIP") within the meaning of Section 80B-7 of the Code; and

FURTHER

VOTED: That the Director be, and hereby is, authorized to take any and all actions and execute any and all documents deemed necessary and appropriate by the Director in connection with the foregoing, including, without limitation, executing and delivering one or more Development Impact Project Agreement(s) and Cooperation Agreement(s), which will include a provision requiring compliance with the Boston Residents Construction Employment Plan, along with any and all other agreements and documents that the Director deems appropriate and necessary in connection with the Proposed Phase 1 Project and/or the Phase 1 Development Plan.

**BOSTON REDEVELOPMENT AUTHORITY
D/B/A BOSTON PLANNING & DEVELOPMENT AGENCY**

**DEVELOPMENT PLAN
FOR
PHASE 1
WITHIN
PLANNED DEVELOPMENT AREA NO. 128**

L STREET STATION REDEVELOPMENT

776 Summer Street, South Boston

January 19, 2023

1. Development Plan: In accordance with Sections 3-1A and 80C of the Boston Zoning Code (as in effect on the date hereof, the “**Code**”), and the Master Plan for Planned Development Area (“**PDA**”) No. 128, L Street Station Redevelopment (the “**PDA Master Plan**”), this plan constitutes the Development Plan (this “**Development Plan**”) for the construction of two new buildings, renovation of existing turbine halls and development of related parking, infrastructure and structures containing approximately 754,500 square feet of Gross Floor Area (as more fully described in this Development Plan, the “**Phase 1 Project**”). The Phase 1 Project is a portion of the project described in the PDA Master Plan, which will contain up to 1.73 million square feet of Gross Floor Area, provided that not more than 1.68 million square feet may be used for uses other than parking (the “**Master Project**”). The Phase 1 Project will be located on approximately 8.4 acres (approximately 364,409 square feet) (the “**Phase 1 Project Site**”) within the approximately 15.2 acre (approximately 661,500 square foot) parcel of land known as and numbered 776 Summer Street in South Boston (as further described in the PDA Master Plan, the “**PDA Master Plan Area**”). The location of the Phase 1 Project Site is described on Exhibit A attached hereto and depicted on Exhibit B attached hereto.

This Development Plan sets forth certain information on the Phase 1 Project, including the proposed phasing, location and appearance of structures, open spaces and public realm improvements, proposed uses of the area, densities, proposed access and circulation, parking and loading facilities, access to public transportation and proposed dimensions of structures.

This Development Plan consists of seventeen (17) pages of text and Exhibits A-H. All references to this Development Plan contained herein shall pertain only to such seventeen (17) pages of text and Exhibits A-H. Exhibits A-H are subject to design, environmental and other development review by the Boston Redevelopment Authority (doing business as the Boston Planning & Development Agency, the “**BPDA**”) and by other governmental agencies and

authorities (including, without limitation, related to building, energy, fire, and other aspects of the Code), and the Phase 1 Project as described in this Development Plan may evolve in the course of such review. Recognizing the importance of early collaboration, the Proponent shall review a progress set of plans with BPDA staff during the Design Development phase and seek BPDA staff feedback to ensure compliance and coordination with various BPDA design standards and other regulatory review processes. Review of plans will occur before permitting and initial construction documents are submitted to the Boston Inspectional Services Department (“**ISD**”)

The Phase 1 Project satisfies the requirements of Sections 80C-3(3) and 80C-4 of the Code and all other applicable provisions of the Code applicable to the approval of a Development Plan for a Planned Development Area. Under Section 80C-8 of the Code, no building, use or occupancy permit for the Phase 1 Project will be issued until the BPDA has issued a Certification of Consistency, or a partial Certification of Consistency, as applicable, for the Phase 1 Project. To the extent that the Director of the BPDA certifies consistency with this Development Plan, the Phase 1 Project will be deemed to be in compliance with the requirements of the Code under Section 80C-9, to the extent that such requirements have been addressed in this Development Plan. This Development Plan shall constitute permanent zoning for the Phase 1 Project Site in accordance with Section 3-1A and Article 80C of the Code and is intended to address all requirements of the Code applicable to the Phase 1 Project Site and the Phase 1 Project. Unless otherwise set forth herein, all references in this Development Plan to terms set forth in the Code shall have the meanings set forth in the Code, as amended to the effective date hereof, and not as the same may be amended hereafter.

2. Proponent: The Phase 1 Project Site is comprised entirely of land owned by HRP 776 Summer Street PropCo, LLC, as successor to HRP 776 Summer Street, LLC, the proponent of the Phase 1 Project (the “**Proponent**”). The Proponent is a privately held partnership led by Hilco Redevelopment Partners and Redgate Capital Partners, which have developed several million square feet of real estate projects locally and nationally. The Proponent is currently headquartered at c/o Hilco Redevelopment Partners, 111 S. Wacker Drive, Suite 3000, Chicago, Illinois 60606.

3. The PDA Master Plan Area: The PDA Master Plan Area consists of approximately 15.2 acres (approximately 661,500 square feet) known as and numbered 776 Summer Street in South Boston. The PDA Master Plan Area is bounded on the west by Summer Street, on the south by East 1st Street, on the east by a land parcel owned by the Massachusetts Bay Transportation Authority (“**MBTA**”), and on the north by the Reserved Channel and the Thomas J. Butler Dedicated Freight Corridor. The PDA Master Plan Area is more fully defined on a plan entitled: “Subdivision Plan of Land in Boston, Massachusetts”, prepared by Beals + Thomas, Inc., scale 1’ = 40’, dated September 26, 2014 provided in Appendix C of the 2018 DPIR filed by the Proponent

in connection with the PDA Master Plan. The entirety of the PDA Master Plan Area is governed by the PDA Master Plan and is owned by the Proponent.

4. Phase 1 Project Site: The Phase 1 Project Site consists of approximately 8.4 acres (approximately 364,409 square feet) located in the northern and central portion of the PDA Master Plan Area, as more specifically described on Exhibit A attached hereto and depicted on Exhibit B attached hereto.

The Phase 1 Project Site is located within the South Boston Marine Economy Reserve Subdistrict of the Harborpark Dorchester Bay/Neponset River Waterfront District, which is governed by Article 42A of the Code and shown on Zoning Map 4B/4C. The entire PDA Area is also located within the Restricted Parking Overlay District (the “**RPOD**”). The Phase 1 Project Site is governed by the PDA Master Plan approved by the BPDA Board on January 14, 2021 and by the Boston Zoning Commission on February 10, 2021. The regulations set forth in the PDA Master Plan and this Development Plan shall apply to the Phase 1 Project Site in lieu of any zoning district or subdistrict requirements that would otherwise be applicable.

5. Phase 1 Project Description. The Phase 1 Project is anticipated to be comprised of several components to be developed on certain Blocks (as defined in the PDA Master Plan) and other portions of the Phase 1 Project Site (each such component is referred to herein as a “**Project Component**”). A conceptual site plan depicting the Blocks and the Project Components within the Phase 1 Project is attached hereto as Exhibit C. The Phase 1 Project is anticipated to be comprised of the following Project Components constructed in two phases, “**Phase 1A**” and “**Phase 1B**”, as illustrated on Exhibit C:

(a) Phase 1A. Phase 1A contains the following Project Components:

- i. Block D Building Component: The Block D Building Component will include up to 265,000 square feet of Gross Floor Area on Block D, of which approximately 248,000 square feet is anticipated to be used for Office/Research and Development uses, and approximately 17,000 square feet is anticipated to be used for Retail uses. The maximum building height will be 117 feet, as more particularly defined below.
- ii. Edison Turbine Halls 1, 2 and 3: The Proponent anticipates restoring and adaptively reusing the existing Turbine Halls 1, 2 and 3 (the “**Edison Turbine Halls**”) as part of the Phase 1 Project. The total Gross Floor Area of the Edison Turbine Halls will be up to 115,500 square feet, of which approximately 65,000 square feet is anticipated to be used for Office/Research and Development uses,

and approximately 50,500 square feet is anticipated to be used for Banking Uses, Community Uses, Cultural Uses, Entertainment and Recreational Uses, Health Care Uses, Restaurant Uses, Retail Uses and/or Service Uses. The Proponent is not proposing any changes to the existing maximum building height of the Edison Turbine Halls. The roofs of all of the Edison Turbine Halls shall be considered a single roof for the purposes of this Development Plan.

- iii. Phase 1A Public Realm Component: The Phase 1 Project is anticipated to include the delivery of significant public open space along the waterfront, improved pedestrian connectivity, and landscape improvements around the Phase 1 Project Site. The waterfront open space will feature a newly rebuilt seawall, providing enhanced resiliency for the open space and the PDA Master Plan Area. The Proponent will create the internal roadway network by extending both Elkins and M Street into the site and execute the Summer Street improvements as part of the off-site mitigation for the Master Project. Certain public realm improvements will be delivered in Phase 1A as shown on Exhibit C attached hereto. Exhibit H attached hereto provides additional details regarding phasing and interim conditions.

(b) Phase 1B. Phase 1B contains the following Project Components:

- i. Block F Building Component: The Block F Building Component will be up to 374,000 square feet of Gross Floor Area on Block F, of which approximately 364,000 square feet is anticipated to be used for Office/Research and Development uses, and approximately 10,000 square feet is anticipated to be used for Retail uses. The maximum building height will be 154 feet, as more particularly defined below.
 - ii. Phase 1B Public Realm Component: Certain public realm improvements will be delivered in Phase 1B as shown on Exhibit C attached hereto. Exhibit H attached hereto provides additional details regarding phasing and interim conditions.
- (c) Parking Component: The Parking Component may contain up to 650 parking spaces at, below and above grade, with up to 300 parking spaces delivered as part of Phase 1A, and up to 350 parking spaces delivered as part of Phase 1B. The PDA Master Plan allows for up to 1,214 parking spaces in total. The Phase 1 Parking Component is anticipated to be located under Block D, Block F, a portion of M Street Plaza and the service drive south of Block F. In a future phase, the parking facilities under Block F will expand under Block A. The Proponent is committed to continuing to

evaluate opportunities to minimize the impact of curb cuts to the public realm at Block A, Block D, and Block F at the request of the BPDA and the Boston Transportation Department (“**BTD**”).

The Phase 1 Project Site is currently comprised of a portion of a single legal lot. In order to implement the Phase 1 Project, it is contemplated that portions of the Phase 1 Project Site and the buildings and other improvements located thereon from time to time may be reconfigured into a number of smaller parcels or sub-areas, including, without limitation, through one or more subdivisions, ground leases, subleases, condominium regimes, or otherwise, which parcels or sub-areas may be under common or separate ownership, developed sequentially or simultaneously, and/or separately developed and/or financed. A phasing plan showing the phased construction and implementation of infrastructure, rights of way, public realm and open space, including interim conditions, is attached hereto as Exhibit H. Notwithstanding anything set forth herein or in the Code to the contrary, for purposes of this Development Plan, compliance of the individual Blocks and Project Components with the requirements of this Development Plan will be determined as if the entire Phase 1 Project Site were one Lot, even if it is comprised at any time of more than one Lot, including Lots that have been subdivided, re-subdivided or combined or submitted to a condominium regime or other form of ownership. This Development Plan approves any zoning nonconformity created or increased by the separation of ownership of individual Blocks or Project Components, or by the subdivision, re-subdivision, combination, or submission to condominium ownership or other forms of ownership of Blocks or Project Components, provided that (a) the use provisions of this Development Plan are not violated by the resulting Lot or Lots, (b) the Master Project’s Floor Area Ratio (as defined in the Code) does not exceed the maximum Floor Area Ratio permitted under the Master Plan for the PDA Master Plan Area as a whole, (c) the open space, parking and loading space requirements of this Development Plan are met with respect to the Phase 1 Project Site as a whole, (d) the public benefit obligations set forth in this Development Plan are not decreased without the prior written consent of the Director of the BPDA, and the scope of the public benefit obligations set forth in this Development Plan are not diminished, and (e) the sequencing of such open space, public realm, and public benefits obligations set forth in this Development Plan are met. The compliance or non-compliance of any one Project Component shall not affect the compliance of any other Project Component, and each Project Component shall be eligible to receive its own Certification of Consistency or Partial Certification of Consistency.

6. Proposed Appearance and Dimensions of Structures and Proposed Density. As currently envisioned, the Phase 1 Project will include the redevelopment of an underutilized urban site with legacy industrial buildings in the South Boston neighborhood into two new mixed-use buildings and three redeveloped historic turbine halls totaling up to approximately 754,500 square feet of Gross Floor Area. Conceptual plans and renderings of the Phase 1 Project showing anticipated massing and other details are attached to this Development Plan as Exhibit D.

Range of Dimensional Requirements

Gross Floor Area

The total redevelopment program for the Phase 1 Project shall not exceed a maximum of 754,500 square feet of Gross Floor Area. The maximum Gross Floor Area (exclusive of all parking areas) for each Block or Project Component within the Phase 1 Project shall not exceed the amounts set forth below.

Block	Maximum Gross Floor Area (SF)
D	265,000
F	374,000
Edison Turbine Halls	115,500

Pursuant to the PDA Master Plan, the Proponent may increase the Gross Floor Area applicable to any Block or Project Component by up to 10% of the anticipated maximum set forth in the PDA Master Plan subject to approval by the Director of the BPDA, provided that the total Gross Floor Area of the Master Project under the PDA Master Plan shall not exceed 1.73 million square feet (of which not greater than approximately 1.68 million square feet of Gross Floor Area shall be used for uses other than parking). The Proponent has elected to increase the maximum Gross Floor Area of Block F and of the Edison Turbine Halls by 10% more than the anticipated maximum for each set forth in the PDA Master Plan. Notwithstanding such increase, the total Gross Floor Area of the Master Project under the PDA Master Plan shall not exceed 1.73 million square feet (of which not greater than approximately 1.68 million square feet of Gross Floor Area shall be used for uses other than parking). Prior to or contemporaneously with the approval of this Development Plan, the Director of the BPDA approved the foregoing increase.

Building Setbacks

Block D shall comply with a minimum setback of not less than thirty (30) feet from the Phase 1 Project Site's existing property line at Summer Street. For purposes of measuring a building's setback, minor encroachments such as awnings, building cornices, flagpoles, signage and the like shall be disregarded.

Height

The maximum building height of each building within the Phase 1 Project shall not exceed the maximum heights set forth below. Furthermore, for Block F, the building height shall not exceed

125 feet within the area of Block F that is 20 feet setback from eastern building façade of Block F or from the western building façade of Block F.

Block	Maximum Height (feet)
D	117*
F	154**
Edison Turbine Halls	Existing Height***

*Notwithstanding the Maximum Height, any mechanical screen on Block D shall not exceed 30 feet in height and shall not exceed 143 feet from ground level. Any rooftop exhaust related mechanical elements, such as flues and fan sets, shall not exceed 40 feet in height and may extend above the mechanical screen to an extent not to exceed 10 feet.

**Notwithstanding the Maximum Height, any mechanical screen on Block F shall not exceed 30 feet in height and shall not exceed 171 feet from ground level. Any rooftop exhaust related mechanical elements, such as flues and fan sets, shall not exceed 40 feet in height and may extend above the mechanical screen to an extent not to exceed 10 feet.

***The actual building heights of the Edison Turbine Halls shall be measured and certified to the BPDA by the Proponent’s architect upon substantial completion of construction thereof. Notwithstanding the Maximum Height, any mechanical screen on Turbine Hall 3 shall not exceed 20 feet in height and shall not exceed 98 feet from ground level. Any rooftop exhaust related mechanical elements, such as flues and fan sets, shall not exceed 30 feet in height and may extend above the mechanical screen to an extent not to exceed 10 feet.

As set forth in the PDA Master Plan, building height in the PDA Master Plan Area and the Phase 1 Project Site shall be measured from the ground level, which shall mean the interior ground floor level of each Block or Project Component where the lobby is located.

Consistent with the requirements of the underlying Code and as contemplated in the PDA Master Plan, building height shall exclude roof structures and penthouses, provided that the total area of such roof structures and penthouses does not exceed 33 1/3 percent of the total of all roof areas, measured horizontally, of such building.

As specified in this Development Plan, the sole dimensional regulations applicable to the Phase 1 Project Site are those of building setback, building height, the maximum Gross Floor Area for the Phase 1 Project Site and each Block or Project Component set forth in this Development Plan. All other dimensional or design requirements of the Code shall not be applicable to the Phase 1 Project

and the Phase 1 Project Site and are superseded by this Development Plan. The Phase 1 Project shall be subject to design, environmental and other development review by the BPDA, and other relevant City of Boston departments, and the aspects of the Phase 1 Project approved as part of such review shall be deemed to be the dimensional, design and environmental requirements applicable to the Phase 1 Project upon issuance of a Certification of Compliance and Certification of Consistency (or a Partial Certification of Compliance and Partial Certification of Consistency for the applicable Project Component) and pursuant to Sections 80B-6 and 80C-8 of the Code, respectively.

7. Proposed Uses of the Phase 1 Project Site. The permitted uses for the Phase 1 Project and on each Block or Project Component within the Phase 1 Project Site are listed on Exhibit E attached hereto. As currently envisioned, the Phase 1 Project will contain approximately 677,000 square feet of Gross Floor Area of Office Uses and/or Research and Development Uses, and approximately 77,500 square feet of Gross Floor Area of Banking Uses, Community Uses, Cultural Uses, Entertainment and Recreational Uses, Health Care Uses, Restaurant Uses, Retail Uses and/or Service Uses, as more particularly described in Section 5 above. The various uses and distribution of floor area to such uses may change as the Phase 1 Project is further refined and implemented in accordance with and subject to further design, environmental and other development review by the BPDA. Without limiting the foregoing, the development of the Phase 1 Project in accordance with the foregoing program or as revised and implemented in accordance with such further review shall be deemed in compliance with this Development Plan upon the issuance of a Certification of Consistency (or Partial Certification of Consistency for the applicable Project Component) in accordance with Section 80C-8 of the Code.

It is anticipated that construction of the Phase 1 Project may be phased over multiple years. Prior to and during its redevelopment, land within the Phase 1 Project Site may be used for temporary and interim uses, as well as infrastructure uses such as stormwater management areas, subject to review and approval of such proposed uses by the Director of the BPDA to the extent not consistent with this Development Plan.

8. Proposed Open Spaces and Public Realm Improvements. Subject to modifications approved by the BPDA's urban design staff, the Proponent will incorporate open space and public realm improvements into the design of the Phase 1 Project that will provide an appropriate setting for the various Phase 1 Project uses, as more particularly set forth in the conceptual site plan attached as Exhibit C hereto and the phasing and interim conditions plan attached as Exhibit H hereto. It is anticipated that the open space and public realm improvements described in this Section 8 will be delivered in connection with Phase 1A or Phase 1B, as contemplated in this Development Plan and more particularly shown on Exhibit C and Exhibit H. The Phase 1 Project's open space shall be subject to design, environmental and other development review by the BPDA, and any open space or public realm improvements approved as part of such review shall be deemed to be in compliance with this Development Plan upon the issuance of a Certification of Compliance and Certification of Consistency (or a Partial Certification of Compliance and Partial Certification of Consistency for the applicable Project Component) in accordance with Sections 80B-6 and 80C-8 of the Code, respectively. All other open space and public realm requirements of the Code shall not be applicable to the Phase 1 Project and the Phase 1 Project Site and are superseded by this Development Plan. The new open spaces will be privately maintained and managed by the

Proponent or by an association and will be open to the public as shall be more particularly set forth in the Cooperation Agreement for the Phase 1 Project. Stipulations over outdoor events and concerts will also be codified in the Cooperation Agreement.

9. Proposed Access and Circulation. As described in the PDA Master Plan, the Master Project will break down the currently large and publicly inaccessible PDA Master Plan Area into a series of street, block and open space arrangements that have been organized to (i) promote physical connections to the existing fabric of the adjacent neighborhood and (ii) invite pedestrian, vehicular and bicycle passage through the PDA Master Plan Area and down to South Boston's waterfront. In addition to facilitating movement across the PDA Master Plan Area to the waterfront, the design of the Master Project is also expected to promote public connections from the Summer Street edge up and through the PDA Master Plan Area to East 1st Street and toward the Thomas J. Butler Memorial Park and Castle Island connections. The streets and sidewalks within the PDA Master Plan Area shall be constructed to comply with standards generally consistent with the City of Boston's Complete Streets standards and requirements, including requirements for accessibility and bicycle lanes. The streets and sidewalks will meet accessibility standards, including curb ramps and sidewalk dimensions and materiality, as shown on Exhibit F attached hereto.

The Phase 1 Project will extend Elkins Street from its intersection with Summer Street, which will help divide the PDA Master Plan Area, including the Phase 1 Project Site, into the Blocks. Such extension of Elkins Street will run diagonally from Summer Street, between Blocks C and D, through a passageway cut into Turbine Hall 2. Elkins Street will include a sidewalk level separated bike facility from M Street to Summer Street. In Phase 1, Elkins Street has loading and parking access to Block D. The Proponent will continue to refine Elkins Street at the request of the BPDA, BTM and PIC to create a pedestrian and bike focused streetscape while meeting operational needs of Block D. From Turbine Hall 2, the Elkins Street extension will run east to M Street. The Phase 1 Project will further extend M Street from East First Street to the intersection of Elkins Street. In Phase 1, M Street will include street level separated bike facilities from Elkins Street to East First Street; these bike facilities will be transitioned to sidewalk level in a future phase. A conceptual right-of-way plan depicting the roadways, driveways and access points to the Phase 1 Project Site is attached as Exhibit F. Elkins Street and M Street identified as S.1, S.2 and S.3 on Exhibit F, and the associated pedestrian sidewalks, will be accessible to the public and open to public travel. At the discretion of the BPDA and BTM, Elkins Street will be a public right-of-way between Summer Street and M Street. At the discretion of the BPDA and BTM, M Street will be a public right-of-way between East First Street and Elkins Street. The streetscape designs are subject to BPDA, BTM, PWD, and other city or state agency review as needed. PIC approvals for proposed improvements shall be completed before building permit issuance for the Proposed Project and after design plan review by BPDA Urban Design staff.

In addition to the extension of Elkins Street and M Street, the Phase 1 Project will also create pedestrian routes and passageways that will run in an east-west and north-south direction across the Phase 1 Project Site. As contemplated, this includes the M Street Plaza, which is north of Elkins Street in the vicinity of M Street. This also includes Turbine Alley, which runs between Turbine Hall and Block D north of Elkins Street to the waterfront. This also includes an east to west connection along the waterfront. All pedestrian areas will provide accessible connections. Such sidewalks and paths will create a walkable, safe and porous district experience throughout

the Phase 1 Project Site. The Phase 1 Project will also include upgrades to certain sidewalks that border the Phase 1 Project Site, significantly increasing their size and quality.

It is anticipated that a portion of the roadways, driveways, access points, pedestrian circulation routes, sidewalks and passageways described in this Section 9 will be delivered in connection with Phase 1A, and the remainder will be delivered in connection with Phase 1B, as more particularly shown on the phasing and interim conditions plan attached as Exhibit H hereto.

10. Proposed Parking and Loading Facilities. The Phase 1 Project has been designed to satisfy its own parking needs within below-grade and at-grade parking facilities and surface parking spaces. As currently contemplated, the Phase 1 Project will include capacity for the parking of up to 650 vehicles, with up to 300 parking spaces delivered with Phase 1A, and up to 350 parking spaces delivered with Phase 1B. Each building is anticipated to have its own loading areas and loading bays, which can be accessed using internal streets and driveways. Trash compactors and containers are anticipated to be located in the loading areas and will not block access to the loading bays. Areas for major building loading and servicing will be provided within each building footprint, such as in loading docks or other designated areas; provided, however, that the loading and servicing for Turbine Hall 3 shall be as shown on the plans therefor. Loading/servicing may also be accommodated within the new street network. Shared parking among the Blocks shall be permitted with the PDA Master Plan Area, including the Phase 1 Project Site. The Phase 1 Project's parking and loading facilities and traffic circulation shall be subject to design, environmental and other development review by the BPDA and relevant City of Boston Departments and the parking and loading facilities and traffic circulation approved as part of such review shall be deemed to be in compliance with this Development Plan upon issuance of a Certification of Compliance and Certification of Consistency (or a Partial Certification of Compliance and Partial Certification of Consistency for the applicable Project Component) pursuant to Sections 80B-6 and 80C-8 of the Code, respectively. Approval of this Development Plan shall constitute compliance of the Phase 1 Project with any and all applicable RPOD requirements. The number of parking spaces approved by BPDA is a maximum number of spaces. Parking is subject to the Transportation Action Plan Agreement to be entered in connection with the Phase 1 Project. The Proponent must comply with the parking freeze permit issued by the Boston's Air Pollution Control Commission ("APCC") on November 15, 2022 (as the same may be replaced, amended, modified, renewed or extended from time to time). Parking layout is subject to ISD approval. All other traffic, loading and circulation requirements of the Code shall not be applicable to the Phase 1 Project and the Phase 1 Project Site and are superseded by this Development Plan.

11. Access to Public Transportation. The Phase 1 Project Site is located approximately 0.5 miles from the Silver Line at Design Center Place, 1.5 miles to Broadway Station, which provides access to the Red Line and local bus routes, and 1.4 miles to South Station, which provides access to the Red Line, Silver Line, commuter and passenger rails, Amtrak, and local and regional bus service. The Phase 1 Project Site is also located along local bus routes, which provide access to South Station.

12. Signage. The signage program for the Phase 1 Project shall be subject to design, environmental and other development review by the BPDA, and any "Sign" approved as part of such review shall be deemed to be in compliance with this Development Plan. Tenant master

signage plans shall be submitted to BPDA Urban Design review staff for review and approval along with the Building Signage plan for each block. A master plan for site signage (which shall establish types and locations to be used for subsequent Development Plans) shall also be submitted for review and approval.

13. Public Benefits. Among its many anticipated benefits, the Phase 1 Project will:
 - (a) Resize the currently inaccessible Phase 1 Project Site into neighborhood scale streets and block dimensions that continue the connections to existing roads and pedestrian/bicycle lanes that exist in the surrounding neighborhood.
 - (b) Transform the Phase 1 Project Site into a public waterfront destination with new dining and retail, as well as community, arts and business uses.
 - (c) Rehabilitate and adaptively reuse the historic Edison Turbine Halls, some of the oldest structures on the PDA Master Plan Area, as a central element of the redevelopment.
 - (d) Unlock significant new public open space within the Phase 1 Project Site, delivering approximately 65% of the total new public open space planned within the PDA Master Plan Area. The open space for the Master Project is anticipated to include 5.7 acres, of which 3.7 acres are anticipated to be delivered in the Proposed Project.
 - (e) Create new landscaped spaces within the Phase 1 Project Site for use by the South Boston community and the general public, including a newly created waterfront open space.
 - (f) Create new bicycle facilities, dedicated and accessible pedestrian sidewalks and paths and active corridors to improve public access to and through the Phase 1 Project Site, including public access to the large waterfront open space along the northern edge of the Phase 1 Project Site. The rebuilt seawall will create more usable open space along the waterfront. This enhanced waterfront accessibility will include recreation platforms, lower waterfront walkways, observation areas, and sawtooth decks inspired by the original seawall design, subject to regulatory approval, and will include historic industrial artifacts to aid in the interpretation of the Phase 1 Project Site's history. These improvements will be delivered in either Phase 1A or Phase 1B, as applicable, as shown on Exhibit C.
 - (g) Include active recreation improvements such as a half basketball court within the Phase 1 Project Site (Phase 1A).
 - (h) Improve connectivity of the Harborwalk between the South Boston Waterfront and South Boston by creating publicly accessible waterfront open space within the Phase 1 Project Site with clear connections to the newly completed Thomas J. Butler Memorial Park. These improvements will be delivered in either Phase 1A or Phase 1B, as applicable, as shown on Exhibit C.
 - (i) Design and implement "Vision Zero" pedestrian improvements at four of the eight neighborhood intersections/locations to be prioritized by the community, the BPDA and

BTD (two in connection with Phase 1A, and two in connection with Phase 1B). The Proponent may provide this work in-kind or may deliver funds to the BPDA to deliver to BTD to design and implement. The Proponent's total financial commitment for such improvements for the Master Project shall be \$800,000, with half of such amount applicable to Phase 1A and Phase 1B. Any such funds so delivered may be used by the BPDA and BTD, in coordination with the community, to deliver equivalent pedestrian safety upgrades to the neighborhood street network if it is deemed that those alternate improvements would be more effective.

(j) Remediate the Phase 1 Project Site from the prior industrial use to applicable federal and state standards, including significant functional and aesthetic improvements that will benefit the surrounding area.

(k) Fund a Licensed Site Professional, representing the South Boston neighborhood, to review the Phase 1 Project's environmental remediation plans.

(l) Include commercial development in the Phase 1 Project that will generate significant affordable housing and job training payments, pursuant to Section 80B-7 of the Zoning Code.

(m) Reduce GHG emissions associated with the Phase 1 Project's mobile source GHG emissions by implementing roadway improvements and a comprehensive Transportation Demand Management ("TDM") Plan, as well as comply with the BTD Electric Vehicle Readiness Policy for New Developments and provide electric vehicle supply equipment ("EVSE") for 25 percent of the Phase 1 Project's permanent off-street parking spaces. The remaining 75 percent of the Phase 1 Project's permanent off-street parking spaces will be "EV Ready" for future installation consistent with the current EV Readiness Policy, to the maximum extent practicable.

(n) Minimum finished floor elevations for all buildings and critical infrastructure in the Proposed Phase 1 Project will be set at appropriate elevations to provide enhanced resiliency from flood events.

(o) Comply with the Boston Transportation Department's Transportation Demand Management Point System and implement a robust program of TDM strategies in the Phase 1 Project to take full advantage of nearby public transportation options and incorporate bicycle accommodations.

(p) In compliance with the latest Boston Transportation Department's Bike Parking Guidelines to encourage bicycling, the Proponent will provide the amount of short- and long-term bicycle parking approved by the APCC in connection with its issuance of the parking freeze permit for the Phase 1 Project. The Proponent will also install up to four (4) Bluebikes stations in connection with the Master Project, in the approximate locations set forth in the table below. Two (2) stations are expected to be delivered in Phase 1. Of the four (4) total stations anticipated to be delivered in connection with the Master Project, one (1) station is expected to be a 19-dock station, and the remaining three (3) stations are

anticipated to be 15-dock stations. The Proponent is also contributing \$188,893 to the Boston Transportation Department for the bikeshare system.

<i>Bluebikes Station #</i>	<i>Phase</i>	<i>Location</i>
1 (19-dock)	1A	Proposed location on Summer Street near Block D, at entry to upper waterfront
2 (15-dock)	1B	Proposed location along western edge of Block F, at terminus of M Street
3 (15-dock)	Future Phase	Proposed location along East First Street near M Street, in coordination with Building A design
4 (15-dock)	Future Phase	Proposed location on Summer Street or East First Street near Block C, in coordination with Building C design

(q) Provide funding to the MBTA (to be used in consultation with the City of Boston) for investments that improve the reliability, safety and convenience of transit services serving both the Master Project and the abutting area in the neighborhood of South Boston. To ensure effective Project mitigation and community benefit, this funding will only be applied to particular investments after consultation between the MBTA, MassDOT, and the City of Boston and after adequate opportunity for community input and review. The amount of the funding shall be \$10,080,000, consisting of (i) an annual payment of \$273,000 per year for 15 years, commencing upon occupancy of the first new building in the Phase 1 Project, and (ii) an annual payment of \$399,000 per year for 15 years, commencing upon occupancy of 500,000 or more square feet of GFA within the Phase 1 Project. These payments will be increased annually following the first such payment of each amount to account for inflation (the greater of CPI-Boston Metro or 1.5% annually). Each annual payment to the MBTA will be paid in a lump sum at the beginning of the MBTA’s fiscal year.

(r) Cause smart signals and fiber optic connectivity to be installed along the Summer Street/L Street corridor between Drydock Avenue/Pappas Way and East Broadway to improve traffic flow and improve MBTA bus frequency/reliability (Phase 1A).

(s) Implement an annual monitoring program that measures traffic, transit, and parking impacts of the Phase 1 Project, reports the results to the BPDA and BTD on an annual basis, and proposes appropriate adjustments to the Phase 1 Project’s TDM measures, when necessary.

(t) Make approximately 60 parking spaces within the Phase 1 Project available to residents of the neighborhood with resident parking stickers during nighttime, weekend, and snow emergency periods, free of charge. Approximately 30 parking spaces will be delivered with each of Phase 1A and Phase 1B.

(u) Impose short-term restrictions with respect to on-street parking during daytime hours to support retail within the Phase 1 Project. Overnight parking will not be limited to residents or tenants within the Phase 1 Project Site.

(v) Create approximately 1,000 permanent jobs relating to the commercial, retail, restaurant, and parking uses, and create approximately 1,000 construction jobs in a variety of trades related to the development the Phase 1 Project.

(w) Provide apprenticeships and employment opportunities associated with project construction for City residents. Such apprenticeship and employment opportunities shall commence upon issuance of the first demolition permit and shall continue during construction of the Master Project. This commitment to community outreach for apprenticeship and job opportunities for work associated with the Phase 1 Project will include the following:

- i. The Phase 1 Project will work with organizations such as Helmets to Hardhats, Veterans Edge, and Mass Fallen Heroes to promote construction trade job opportunities at the Phase 1 Project for local veterans.
- ii. The Phase 1 Project will use good faith efforts to ensure that at least 20% of the apprentices on the Phase 1 Project are Building Pathways (or other comparable organization) graduates.
- iii. The Phase 1 Project will work with the City to cause at least \$100,000 of the Phase 1 Project's workforce training linkage contribution to be designated to the Building Pathways program, fulfilling the commitment outlined in the PDA Master Plan.
- iv. The Phase 1 Project will host an annual job fair to promote construction trade career opportunities at the Phase 1 Project to local high school students.

(x) Provide (i) two annual university-level internship opportunities for members of the South Boston community and (ii) two annual university-level internship opportunities to participants in the Commercial Real Estate Success Training (CREST) Program (or a comparable program). Such internship opportunities shall commence upon approval of this Development Plan and last for the first 10 years of the development of the Master Project.

(y) Fund a \$1,000,000 scholarship endowment to be administered by the South Boston Sports Hall of Fame (or a comparable organization) for the purpose of providing annual scholarships to deserving South Boston high school and college students. Such endowment shall be funded upon issuance of the building permit for construction for the first new building constructed within the Phase 1 Project.

(z) Grant \$1,750,000 for Medal of Honor Park and Christopher Lee Playground. Of this amount, \$1,000,000 shall be dedicated to fund capital projects and \$750,000 shall

constitute an endowment to fund improved activation, operations, and maintenance. This grant shall be made in the Proponent's name and will be funded upon issuance of the certificate of occupancy for the first new building constructed at the Phase 1 Project.

(aa) Enhance the economy by providing new job opportunities, civic and cultural amenities, and a source of customers for local retail and restaurant establishments.

(bb) Undertake focused local efforts (including on-site assistance, job fairs, informational presentations to community groups) to assist South Boston residents to learn about and apply for opportunities created by the Phase 1 Project and future phases, including affordable housing, construction employment, permanent employment, small business contracting and retail leasing.

(cc) Establish an on-site office for such efforts at the completion of the Phase 1 Project, with designated community outreach staff.

(dd) Give first opportunity to South Boston small businesses and other City-or State-certified disadvantaged small businesses to lease up to 10% of the retail space in the Phase 1 Project with either free tenant improvement build-out or 25% discount to market rent.

(ee) Give first opportunity to South Boston small businesses and other City-or State-certified disadvantaged small businesses to lease up to 10% of any kiosk/pushcart/pop-up tent retail spaces in the Phase 1 Project with free rent.

(ff) Civic and cultural space within the Edison Turbine Halls will be made available for neighborhood/community events, including public restroom facilities.

(gg) Deliver all of the civic and cultural spaces required under the Master PDA as part of the Phase 1 Project, totaling approximately 11,000 square feet of Gross Floor Area.

(hh) Generate substantial new real estate tax revenues for the City of Boston.

14. Green Buildings. The Phase 1 Project will advance the City of Boston's sustainability goals to achieve carbon neutrality by 2050 by meeting or exceeding the requirements of Article 37 (Green Buildings) of the Code.

- a. Blocks D and F will achieve LEED Gold (and Proponent is evaluating LEED Platinum for Block D), and have a modeled Building 2035 pCEI 6.8 kg CO₂e/sf-yr, with a 90% reduction of emissions from any on-site fossil fuel use. Block F Building will install approximately 100 kW solar PV. The Proponent will continue to assess the feasibility of implementing solar PV on the Block D Building and install rooftop systems to the extent physical constraints allow, the installation has a commercially reasonable payback period of 7 years or less, the installation is not anticipated to interfere with any future tenant rooftop equipment, and the installation is 10 kW in size or larger.

- b. The Edison Turbine Halls will achieve LEED Silver and target LEED Gold and continue to assess the feasibility of carbon reduction strategies such as radiant heating and ground sources heat pumps and incorporate related solutions that (i) target halving the current modeled carbon emissions performance and emissions from on-site fossil fuel use, (ii) remain cost neutral or can be funded through MassSave or other readily available State and Local incentives, and (iii) they do not interfere with or compromise the historic preservation aspects of the Proposed Project.

15. Coastal Flood Resilience Overlay District. Portions of the Phase 1 Project Site are within the Coastal Flood Resilience Overlay District and accordingly the buildings within such portions shall comply with Article 25A (Coastal Flood Resilience Overlay District) of the Code. Article 25A provides that building height shall be measured from the higher of: (a) Grade, or (b) two (2) feet above Sea Level Rise – Base Flood Elevation (SLR-BFE), demonstrating the intent of Article 25A to provide additional height flexibility in furtherance of the purposes of Article 25A. Section 25A-5(3) of Article 25A further provides that “[n]otwithstanding any contrary provision of any Planned Development Area, PDA master plan, or Institutional Master Plan, where conflict exists between this Article 25A and provisions of a Planned Development Area, PDA master plan, or Institutional Master Plan, the more restrictive provision shall govern.” The building heights set forth in this Development Plan are consistent with Article 25A and shall be the building height requirements for the purposes of the Code.

16. Development Review Procedures. All design plans for the Phase 1 Project are subject to ongoing design and development review and approval by the BPDA. Such review will be conducted in accordance with Large Project Review under Section 80B of the Code. The Phase 1 Project will also be subject to review under Article 28 (Boston Civic Design Commission review) of the Code.

17. Applicability. In accordance with Section 80C-9 of the Code, consistency of the Phase 1 Project with this Development Plan constitutes compliance with the dimensional, use and all other requirements of the Code to the extent such requirements have been addressed in this Development Plan. A Certification of Consistency (or Partial Certifications of Consistency for the applicable Project Component) shall be required for the Phase 1 Project. To the extent that any aspect of the uses and/or structures complying with this Development Plan are in conflict with any requirement of the Code not expressly enumerated in this Development Plan, such requirements shall be deemed to be waived upon approval of this Development Plan. In accordance with Section 80C-9 of the Code, issuance of a Certification of Consistency (or a Partial Certifications of Consistency for the applicable Project Component) confirms consistency of the Phase 1 Project with this Development Plan

18. Minor Modifications to Plans. Once this Development Plan is approved, final plans and specifications for any portion of the Phase 1 Project may be submitted to the BPDA pursuant to Section 3-1A and Article 80C of the Code for final design review approval and certification as to consistency with this Development Plan. Accordingly, subject to consistency with the dimensional regulations set forth in this Development Plan, changes may occur to the Phase 1 Project’s design described in this Development Plan without requiring an amendment to this Development Plan.

19. Amendment of Development Plan. Any owner of a Project Component may seek amendment of this Development Plan only as to such Project Component without the consent of any other owner of another Project Component, in accordance with the procedures prescribed by the Code. In the event that any amendment to this Development Plan proposed by the owner of a Project Component is approved, and such amendment affects the overall compliance of the Phase 1 Project with this Development Plan, this Development Plan shall be deemed amended with respect to the Phase 1 Project as a whole to the extent necessary for the Phase 1 Project to comply with this Development Plan.

20. No Obligation to Proceed with Project. Notwithstanding anything set forth herein to the contrary, under no circumstances shall the Proponent or any other party be obligated to proceed with all or any portion of the Phase 1 Project.

LIST OF EXHIBITS

Development Plan for Phase 1 within Planned Development Area No. 128

- Exhibit A: Legal Description of Phase 1 Project Site
- Exhibit B: Plan of the Phase 1 Project Site
- Exhibit C: Conceptual Site Plan
- Exhibit D: Conceptual Plans and Renderings
- Exhibit E: Permitted Uses
- Exhibit F: Right-of-Way and Roadways Plan
- Exhibit G: Summarized Development Plan Build Out
- Exhibit H: Phasing and Interim Conditions

Exhibit A

Legal Description of the Phase 1 Project Site

A CERTAIN PARCEL OF LAND SITUATED AT THE NORTHEAST CORNER OF SUMMER STREET AND EAST 1ST STREET IN THE CITY OF BOSTON, IN THE COUNTY OF SUFFOLK AND THE COMMONWEALTH OF MASSACHUSETTS BOUNDED AND DESCRIBED AS FOLLOWS:

BEGINNING AT A POINT ON THE NORTHERLY SIDELINE OF EAST 1ST STREET BEING TWO HUNDRED TWENTY TWO AND EIGHTY ONE HUNDREDTHS (222.81') EAST OF THE EASTERLY SIDELINE OF SUMMER STREET; THENCE

N 01°32'58" W A DISTANCE OF THREE HUNDRED TWENTY SIX AND SEVENTY FIVE HUNDREDTHS FEET (326.75') TO A POINT; THENCE

S 88°27'02" W A DISTANCE OF TWENTY FIVE AND FIVE HUNDREDTHS FEET (25.05') TO A POINT; THENCE

N 01°32'58" W A DISTANCE OF SEVEN AND NINETY EIGHT HUNDREDTHS FEET (7.98') TO A POINT; THENCE

S 88°23'38" W A DISTANCE OF TWENTY TWO AND FIVE HUNDREDTHS FEET (22.05') TO A POINT; THENCE

WESTERLY AND CURVING TO THE RIGHT ALONG THE ARC OF A CURVE HAVING A RADIUS OF NINETY EIGHT AND FIFTY HUNDREDTHS FEET (98.50'), A LENGTH OF THIRTY SIX AND TWENTY SEVEN HUNDREDTHS FEET (36.27') TO A POINT; THENCE

NORTHWESTERLY AND CURVING TO THE RIGHT ALONG THE ARC OF A CURVE HAVING A RADIUS OF FIFTY THREE AND NINETY THREE HUNDREDTHS FEET (53.93'), A LENGTH OF TWELVE AND TWENTY SIX HUNDREDTHS FEET (12.26') TO A POINT; THENCE

N 57°29'16" W A DISTANCE OF THIRTY FOUR AND SEVENTY THREE HUNDREDTHS FEET (34.73') TO A POINT; THENCE

NORTHWESTERLY AND CURVING TO THE LEFT ALONG THE ARC OF A CURVE HAVING A RADIUS OF SIXTY NINE AND FIFTY HUNDREDTHS FEET (69.50'), A LENGTH OF FIFTEEN AND SEVENTY NINE HUNDREDTHS FEET (15.79') TO A POINT; THENCE

N 70°30'38" W A DISTANCE OF THIRTEEN AND SIXTY NINE HUNDREDTHS FEET (13.69') TO A POINT; THENCE

WESTERLY AND CURVING TO THE LEFT ALONG THE ARC OF A CURVE HAVING A RADIUS OF NINETY EIGHT AND FIFTY HUNDREDTHS FEET (98.50'), A LENGTH OF THIRTY SIX AND TWENTY SEVEN HUNDREDTHS FEET (36.27') TO A POINT; THENCE

S 88°23'38" W A DISTANCE OF TWENTY FIVE AND THIRTY ONE HUNDREDTHS FEET (25.31') TO A POINT; THENCE

NORTHWESTERLY AND CURVING TO THE RIGHT ALONG THE ARC OF A CURVE HAVING A RADIUS OF THIRTEEN AND FIFTY HUNDREDTHS FEET (13.50'), A LENGTH OF TWENTY ONE AND TWENTY ONE HUNDREDTHS FEET (21.21') TO A POINT; THENCE

N 01°36'20" W A DISTANCE OF FOUR HUNDRED FORTY NINE AND EIGHTY HUNDREDTHS FEET (449.80') TO A POINT; THENCE

N 05°37'08" E A DISTANCE OF TWENTY FOUR AND SIXTY ONE HUNDREDTHS FEET (24.61') TO A POINT; THENCE

N 00°41'59" E A DISTANCE OF NO AND NINETY ONE HUNDREDTHS FEET (0.91') TO A POINT; THENCE

N 88°23'40" E A DISTANCE OF THREE AND NO HUNDREDTHS FEET (3.00') TO A POINT; THENCE

N 01°36'20" W A DISTANCE OF ONE HUNDRED AND NO HUNDREDTHS FEET (100.00') TO A POINT; THENCE

S 89°09'39" E A DISTANCE OF THIRTY AND SIXTY SEVEN HUNDREDTHS FEET (30.67') TO A POINT; THENCE

S 00°42'20" W A DISTANCE OF ELEVEN AND THIRTY FIVE HUNDREDTHS FEET (11.35') TO A POINT; THENCE

S 89°51'11" E A DISTANCE OF THIRTY EIGHT AND EIGHTY ONE HUNDREDTHS FEET (38.81') TO A POINT; THENCE

S 00°14'30" E A DISTANCE OF NINETEEN AND TWENTY THREE HUNDREDTHS FEET (19.23') TO A POINT; THENCE

S 89°17'40" E A DISTANCE OF TEN AND NINETY NINE HUNDREDTHS FEET (10.99') TO A POINT; THENCE

N 01°36'20" W A DISTANCE OF THIRTY FIVE AND FIFTY TWO HUNDREDTHS FEET (35.52') TO A POINT; THENCE

S 70°44'56" E A DISTANCE OF FIFTY EIGHT AND EIGHTY EIGHT HUNDREDTHS FEET (58.88') TO A POINT; THENCE

S 65°26'45" E A DISTANCE OF FOUR HUNDRED TWENTY TWO AND FIFTY HUNDREDTHS FEET (422.50') TO A POINT; THENCE

S 62°34'50" E A DISTANCE OF THREE HUNDRED THIRTY ONE AND SEVENTY NINE HUNDREDTHS FEET (331.79') TO A POINT; THENCE

S 01°36'20" E A DISTANCE OF THREE HUNDRED SIXTY EIGHT AND SEVENTY SIX HUNDREDTHS FEET (368.76') TO A POINT; THENCE

- S 88°23'43" W A DISTANCE OF TWO HUNDRED TWENTY NINE AND EIGHT HUNDREDTHS FEET (229.08') TO A POINT; THENCE
- N 40°52'23" W A DISTANCE OF FIFTEEN AND FORTY ONE HUNDREDTHS FEET (15.41') TO A POINT; THENCE
- N 01°36'27" W A DISTANCE OF TWO HUNDRED EIGHTY FIVE AND SEVENTEEN HUNDREDTHS FEET (285.17') TO A POINT; THENCE
- S 88°23'33" W A DISTANCE OF FIFTY AND NO HUNDREDTHS FEET (50.00') TO A POINT; THENCE
- N 01°36'27" W A DISTANCE OF NINETY THREE AND SEVENTY SEVEN HUNDREDTHS FEET (93.77') TO A POINT; THENCE
- S 88°23'33" W A DISTANCE OF TEN AND SEVEN HUNDREDTHS FEET (10.07') TO A POINT; THENCE
- N 01°36'27" W A DISTANCE OF THIRTY THREE AND FORTY FIVE HUNDREDTHS FEET (33.45') TO A POINT; THENCE
- S 88°23'33" W A DISTANCE OF ONE HUNDRED EIGHTY EIGHT AND FIVE HUNDREDTHS FEET (188.05') TO A POINT; THENCE
- S 01°36'27" E A DISTANCE OF THREE HUNDRED TWENTY THREE AND FIFTY SIX HUNDREDTHS FEET (323.56') TO A POINT; THENCE
- N 88°23'33" E A DISTANCE OF ONE AND FIFTY HUNDREDTHS FEET (1.50') TO A POINT; THENCE
- S 01°55'08" E A DISTANCE OF ONE HUNDRED NINETEEN AND FORTY HUNDREDTHS FEET (119.40') TO A POINT; THENCE
- S 01°32'58" E A DISTANCE OF TWO HUNDRED TWENTY AND THIRTY FIVE HUNDREDTHS FEET (220.35') TO A POINT; THENCE
- S 88°23'40" W A DISTANCE OF ONE HUNDRED TWO AND SEVENTEEN HUNDREDTHS FEET (102.17') TO THE POINT OF BEGINNING.

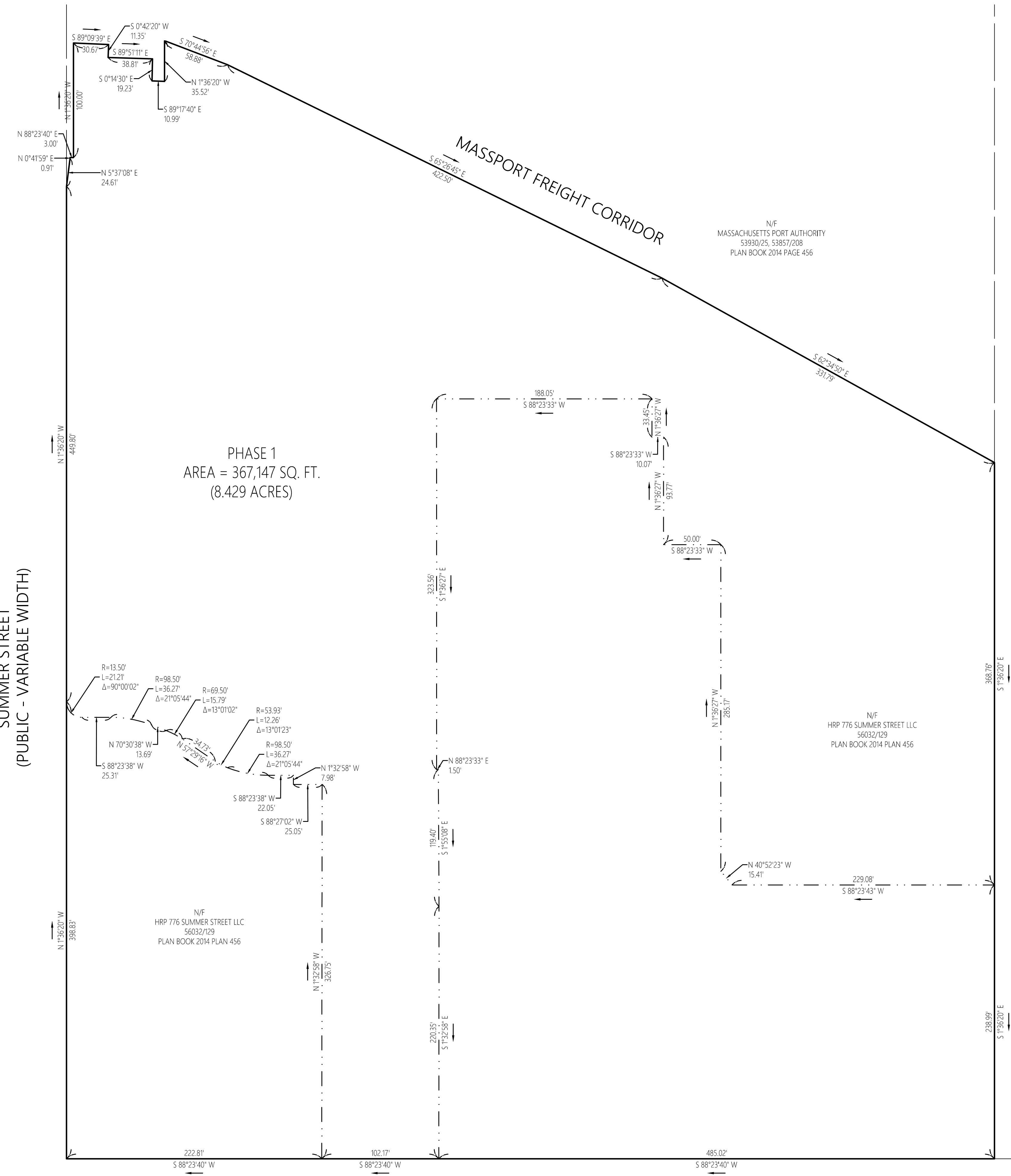
THE ABOVE DESCRIBED PHASE 1 AREA CONTAINS 367,147 SQUARE FEET OR 8.429 ACRES. SAID PHASE 1 IS BASED ON THE LOT CONFIGURATION AS SHOWN ON A PLAN BY BEALS & THOMAS.

Exhibit B

Plan of the Phase 1 Project Site

[See attached]

SUMMER STREET
(PUBLIC - VARIABLE WIDTH)



MASSPORT FREIGHT CORRIDOR

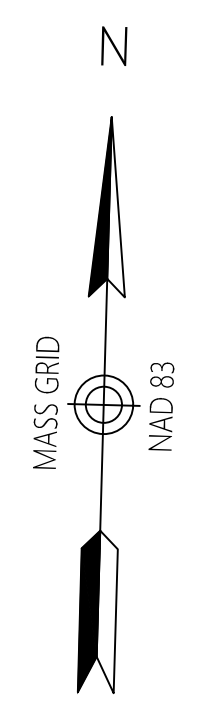
N/F
MASSACHUSETTS PORT AUTHORITY
53930/25, 53857/208
PLAN BOOK 2014 PAGE 456

N/F
HRP 776 SUMMER STREET LLC
56032/129
PLAN BOOK 2014 PLAN 456

N/F
MBTA
LCC #3066B

PHASE 1
AREA = 367,147 SQ. FT.
(8.429 ACRES)

N/F
HRP 776 SUMMER STREET LLC
56032/129
PLAN BOOK 2014 PLAN 456



- General Notes**
- 1) THE PROPERTY LINES SHOWN ON THIS PLAN ARE BASED UPON A PLAN ENTITLED "TOPOGRAPHIC PLAN OF LAND - PARCEL A 776 SUMMER STREET BOSTON, MA" DATED SEPTEMBER 9, 2016, SCALE 1"=50' AND HAVE NOT BEEN VERIFIED BY VHB.
 - 2) THE PURPOSE OF THIS PLAN IS TO SHOW THE LIMITS OF A PROPOSED "PHASE 1" AREA.

PHASE ONE - EXHIBIT PLAN
IN
BOSTON
MASSACHUSETTS

PREPARED FOR: HRP 776 SUMMER STREET, LLC
PREPARED BY: VHB, Inc.
Engineers | Scientists | Planners | Designers
101 Walnut Street, P.O. Box 9151
Watertown, MA 02471-9151
(617) 924-1770

SCALE: 1 INCH = 50 FEET DATE: MAY 12, 2022

EAST FIRST STREET
(PUBLIC - 50' WIDE)

Exhibit C

Conceptual Site Plan

[See attached]

SITE FEATURES

- 1 DOG RUN
- 2 BASKETBALL HALFCOURT
- 3 SUNRISE LAWN
- 4 BLUE BIKE STATION
- 5 ENTRY GARDENS
- 6 SCREENHOUSE PLATFORMS
- 7 GANTRY CRANE
- 8 TURBINE ALLEY
- 9 SUMMER ST RETAIL FRONTAGE
- 10 TURBINE PLACE
- 11 WATER FEATURE
- 12 1898 BOSQUE
- 13 SAWTOOTH DECKS
- 14 LEISURE LAWN
- 15 OVERLOOK LAWN
- 16 PERCH

 BICYCLE FACILITIES IN THIS AREA BY OTHERS

 PHASE 1A PDA BOUNDARY LINES
 PHASE 1B PDA BOUNDARY LINES

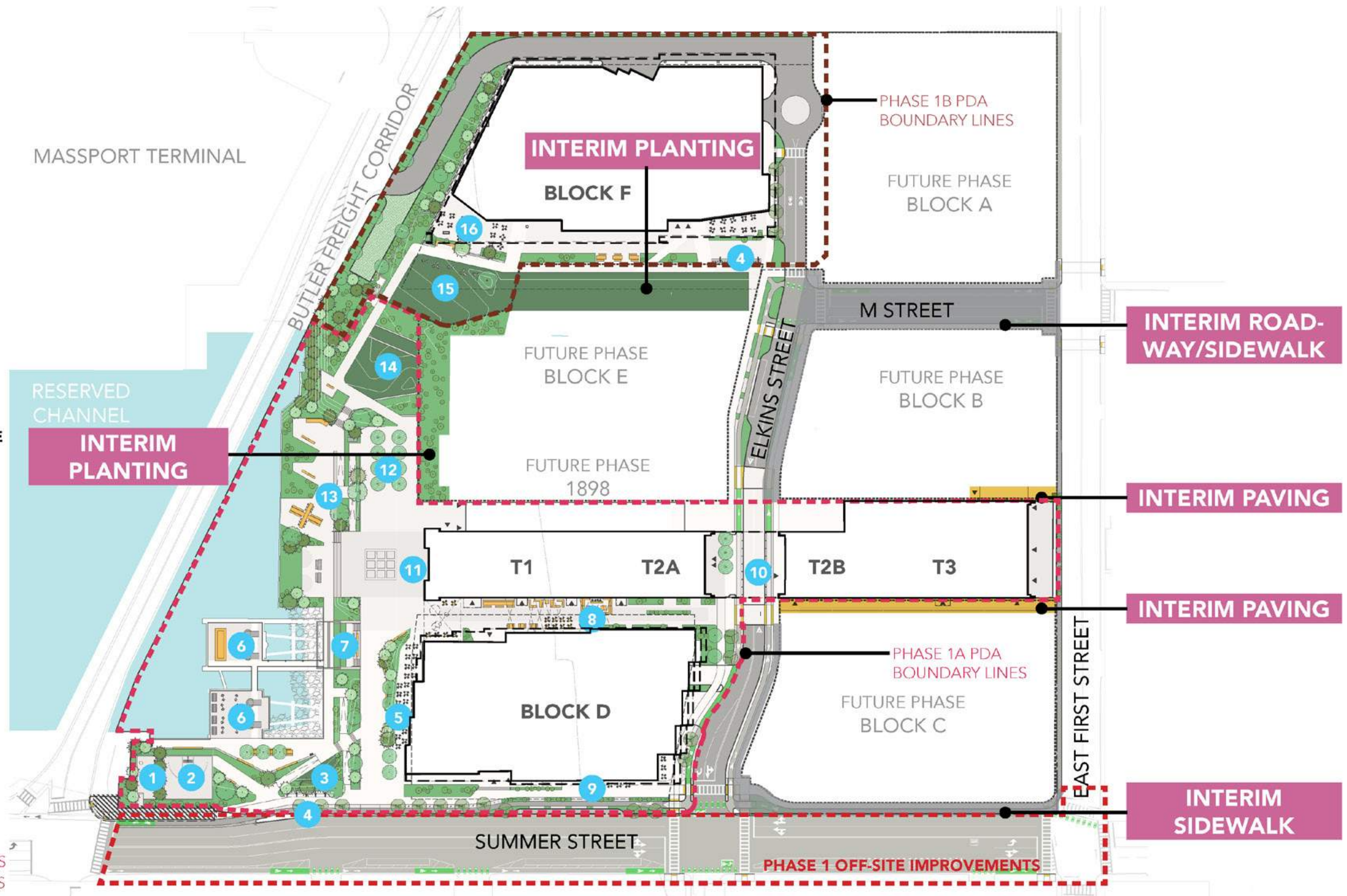
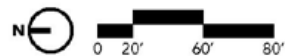
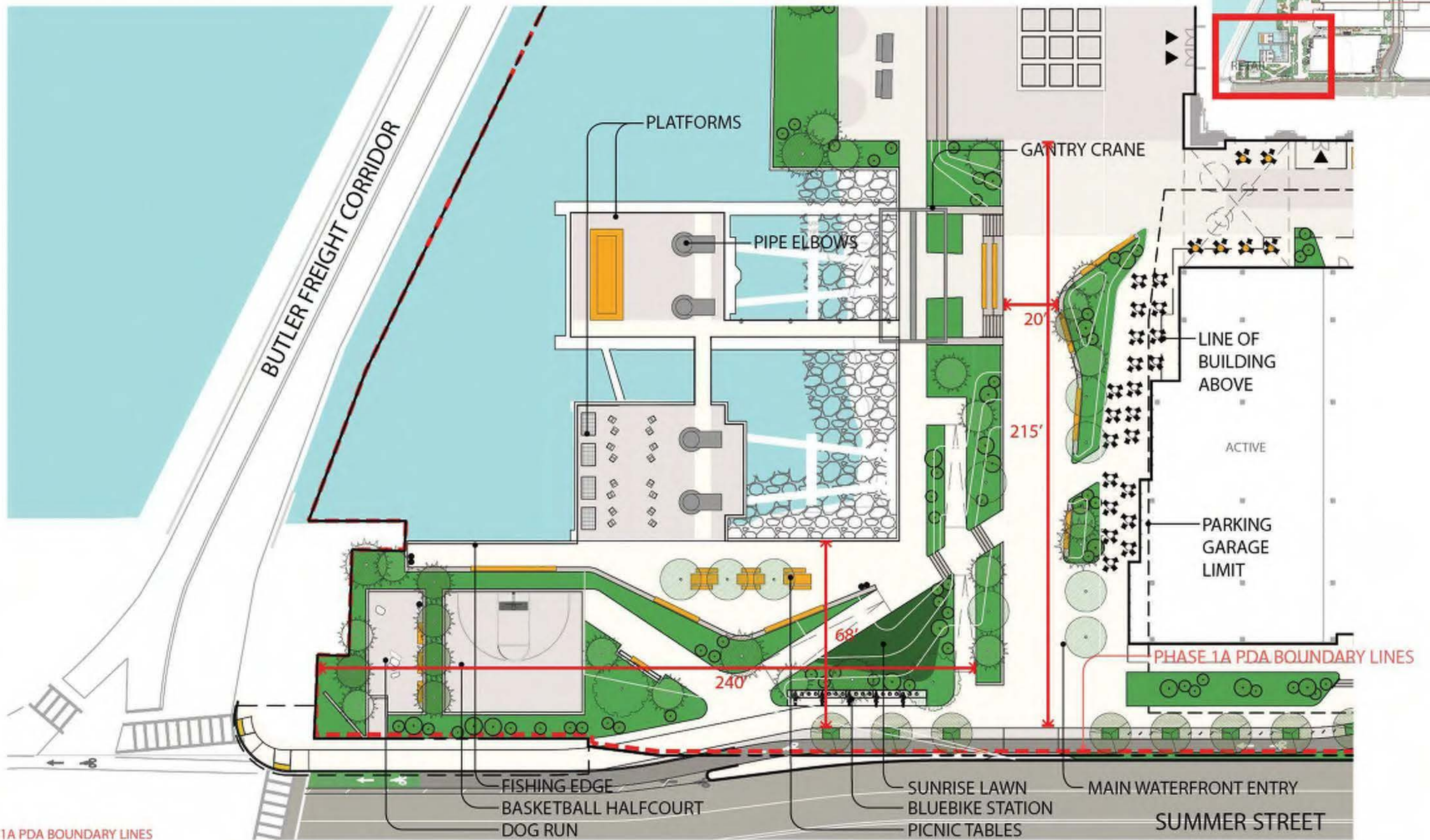


Exhibit C
Phase 1 Site Design

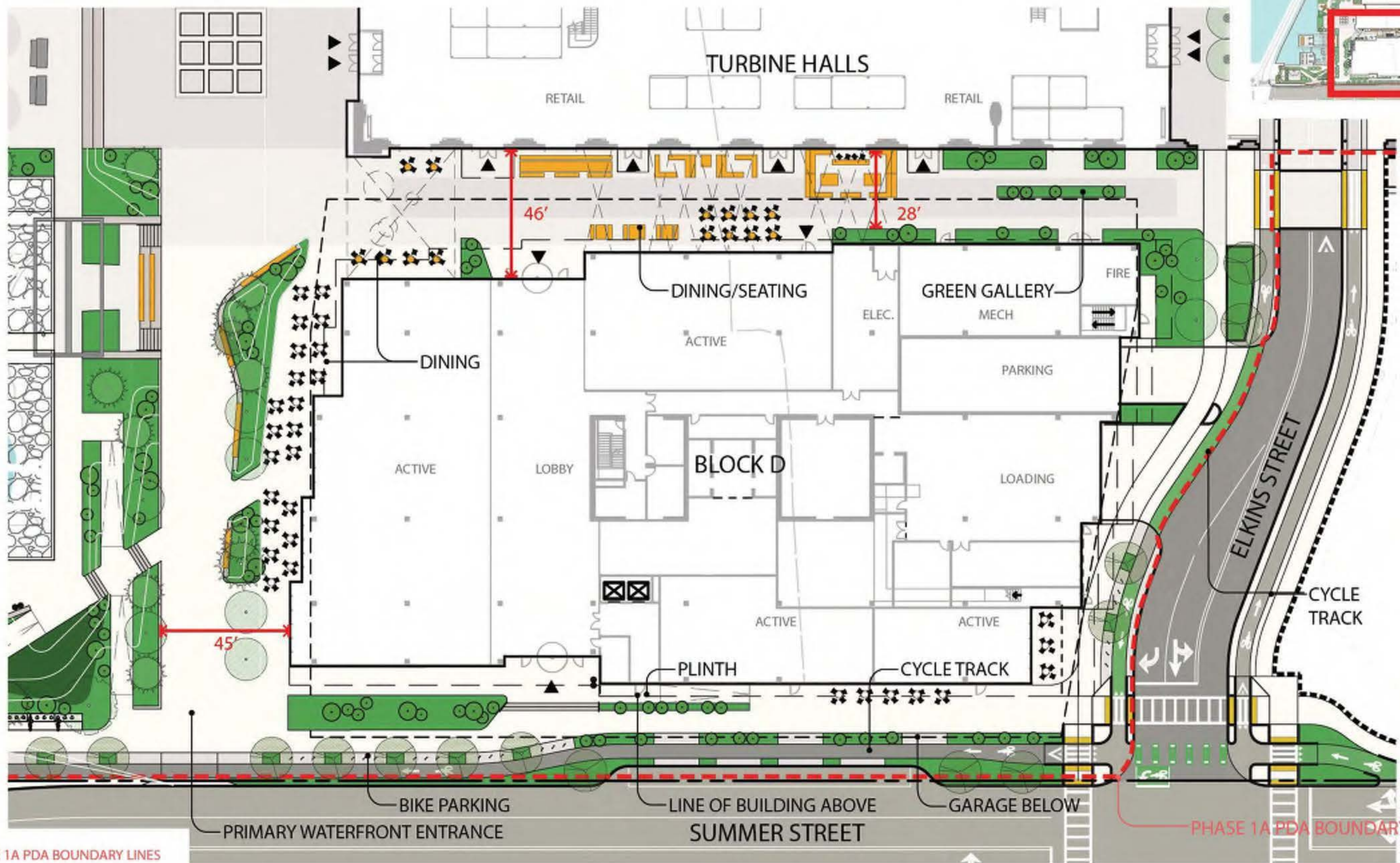
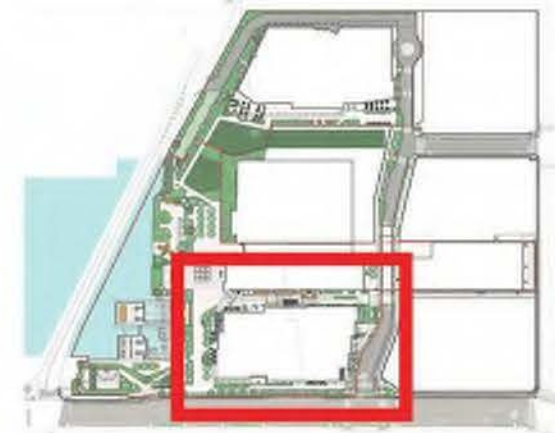


----- PHASE 1A PDA BOUNDARY LINES
 ----- PHASE 1B PDA BOUNDARY LINES



Exhibit C

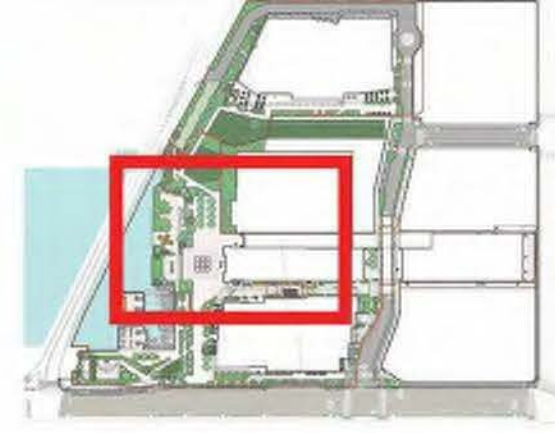
Phase 1 Site Plan - Enlargement 1



----- PHASE 1A PDA BOUNDARY LINES
----- PHASE 1B PDA BOUNDARY LINES

PHASE 1A PDA BOUNDARY LINES

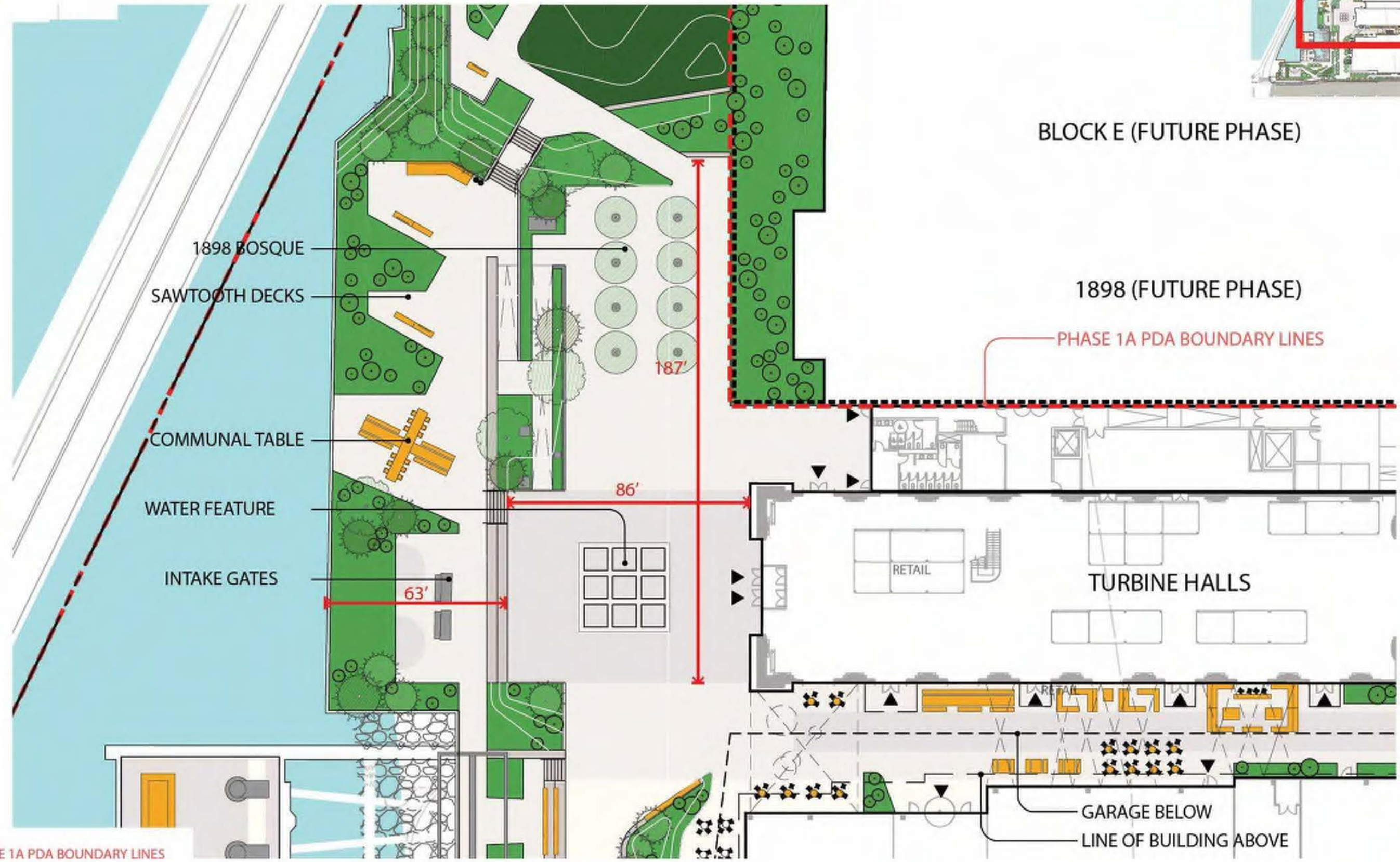
Exhibit C
Phase 1 Site Plan - Enlargement 2



BLOCK E (FUTURE PHASE)

1898 (FUTURE PHASE)

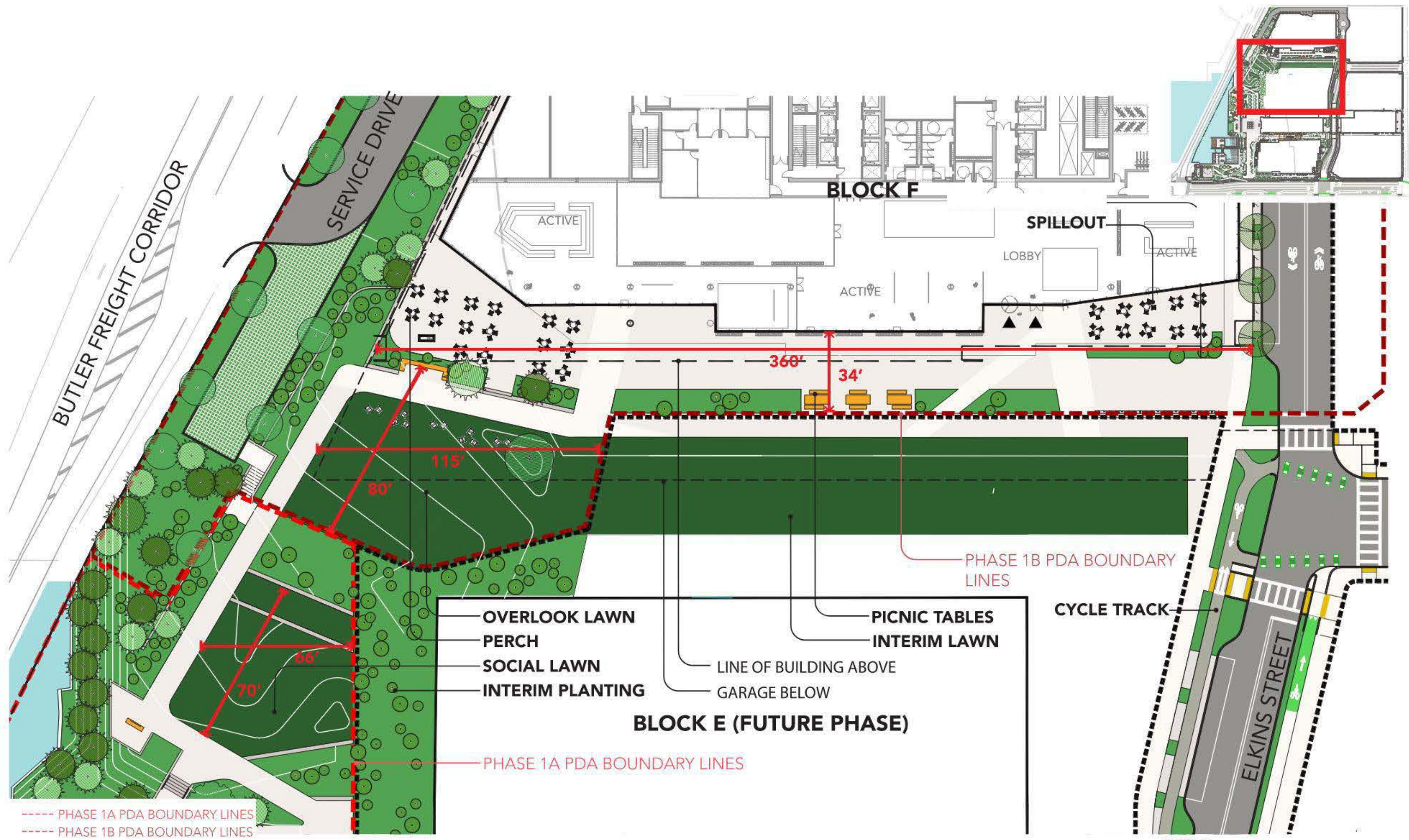
PHASE 1A PDA BOUNDARY LINES



----- PHASE 1A PDA BOUNDARY LINES
----- PHASE 1B PDA BOUNDARY LINES

GARAGE BELOW
LINE OF BUILDING ABOVE

Exhibit C
Phase 1 Site Plan - Enlargement 3



----- PHASE 1A PDA BOUNDARY LINES
 ----- PHASE 1B PDA BOUNDARY LINES

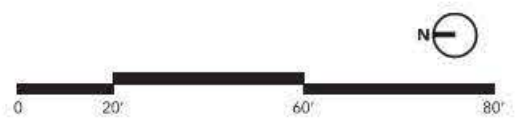


Exhibit C
 Phase 1 Site Plan - Enlargement 4

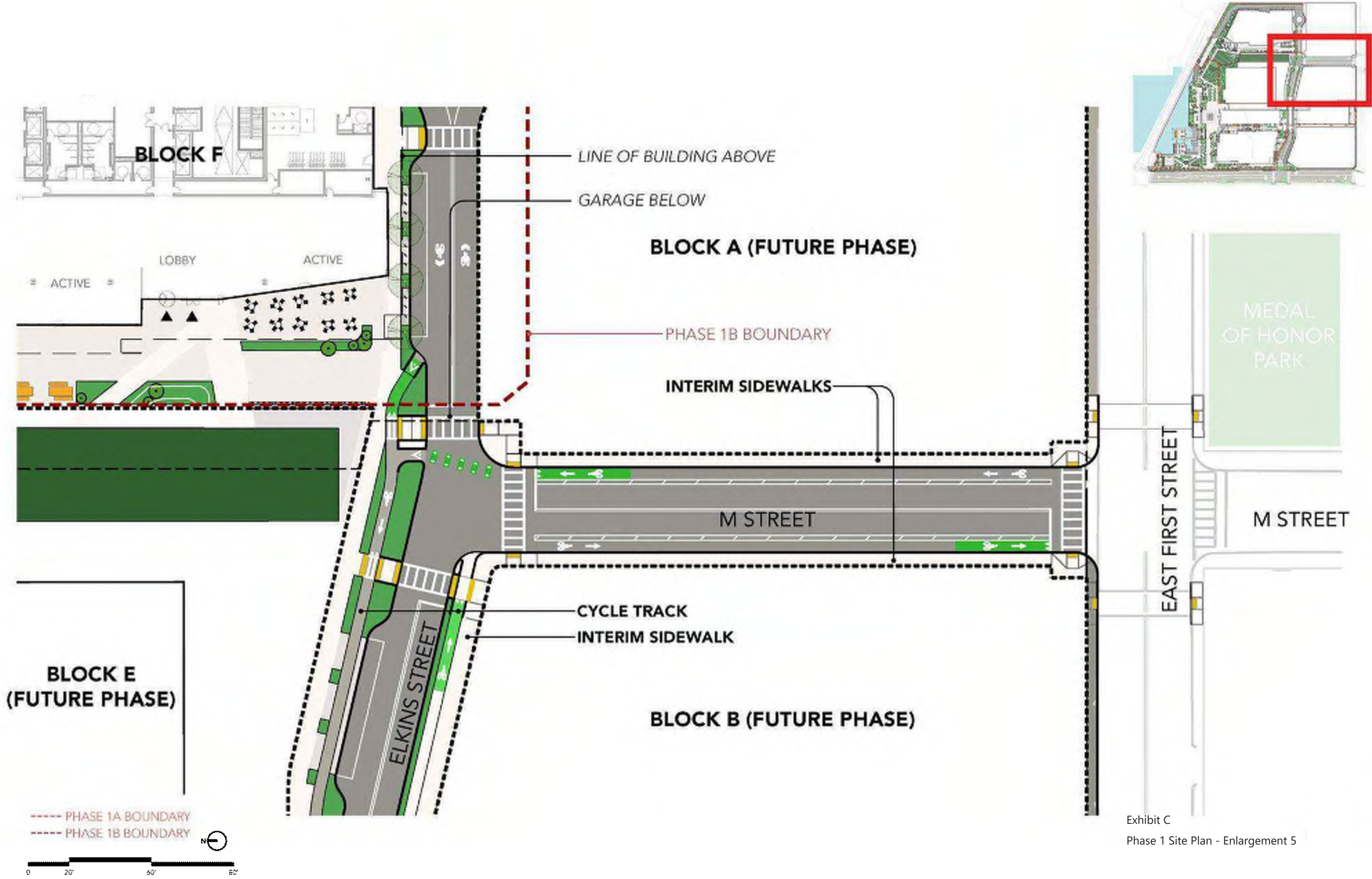
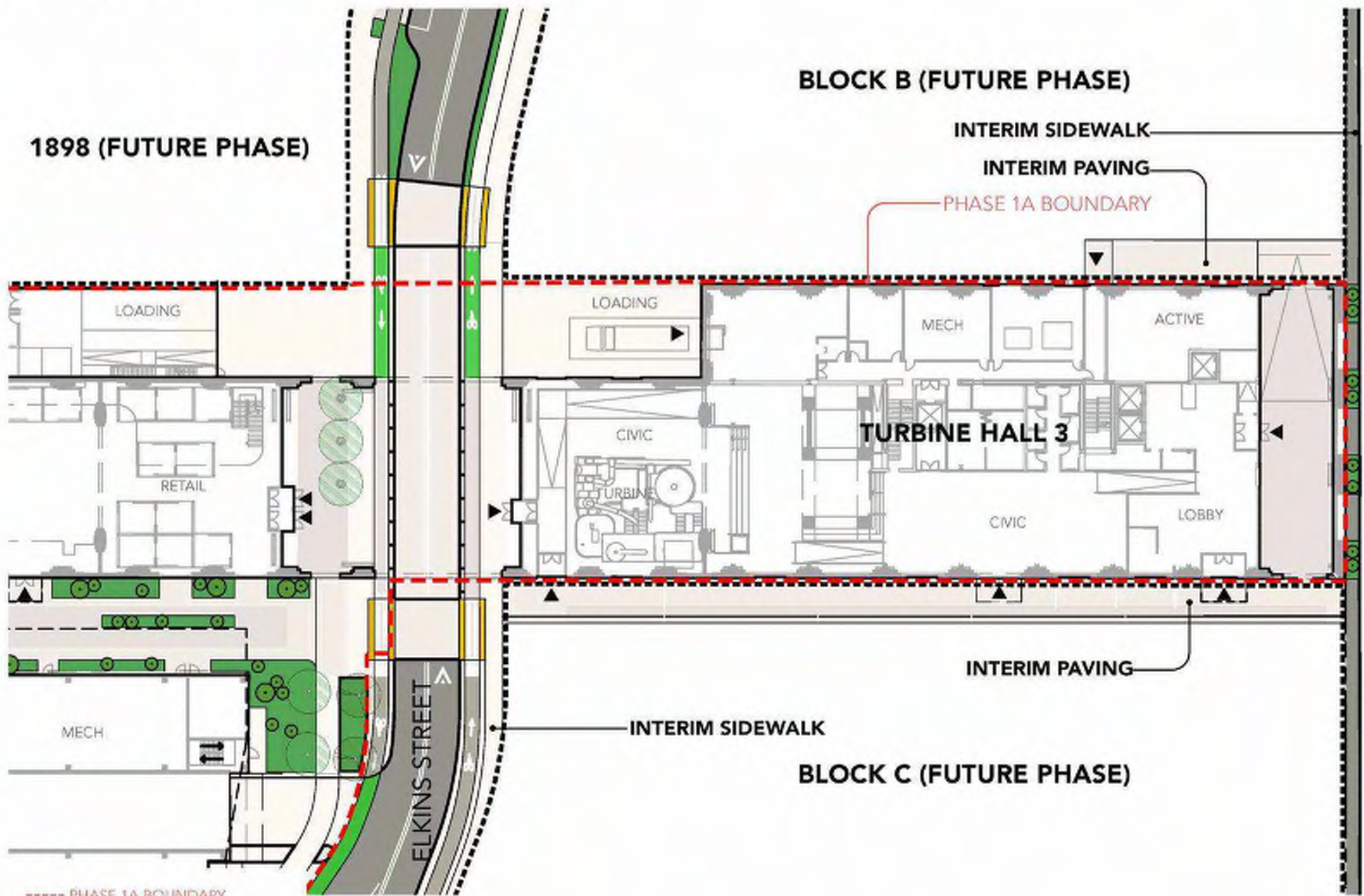


Exhibit C
Phase 1 Site Plan - Enlargement 5



----- PHASE 1A BOUNDARY
 ----- PHASE 1B BOUNDARY

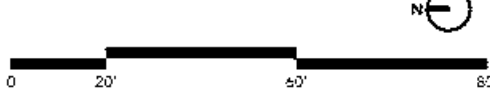


Exhibit C
 Phase 1 Site Plan - Enlargement 6

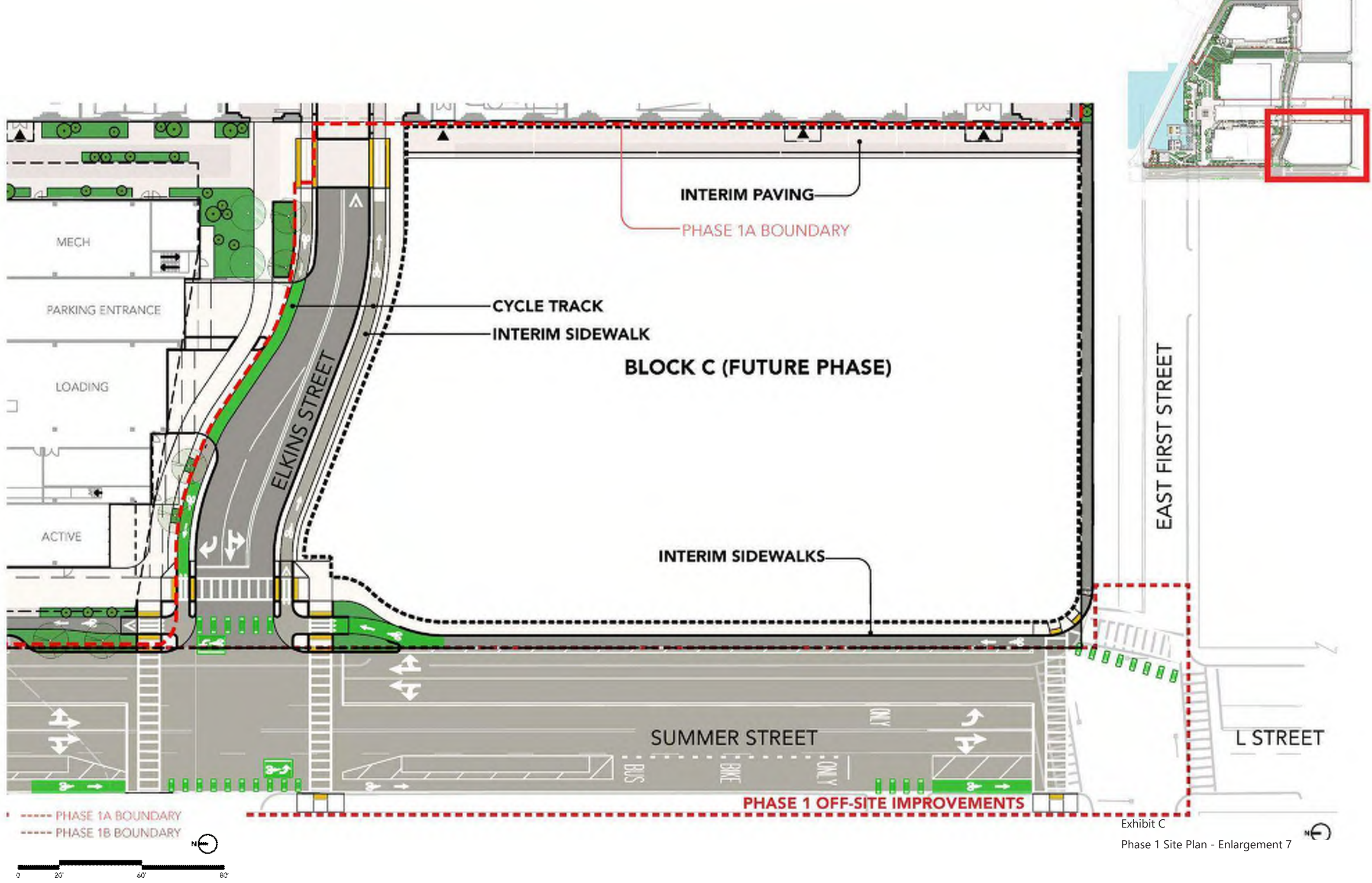
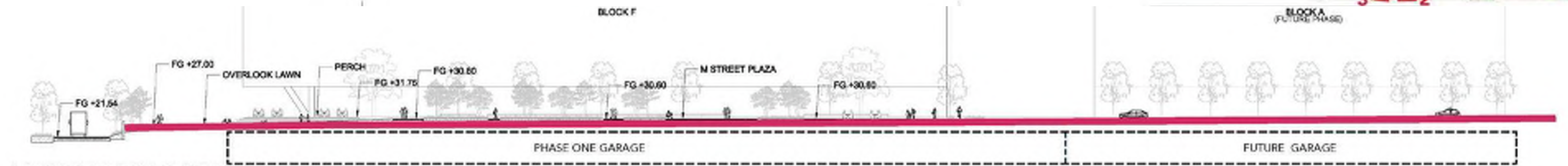
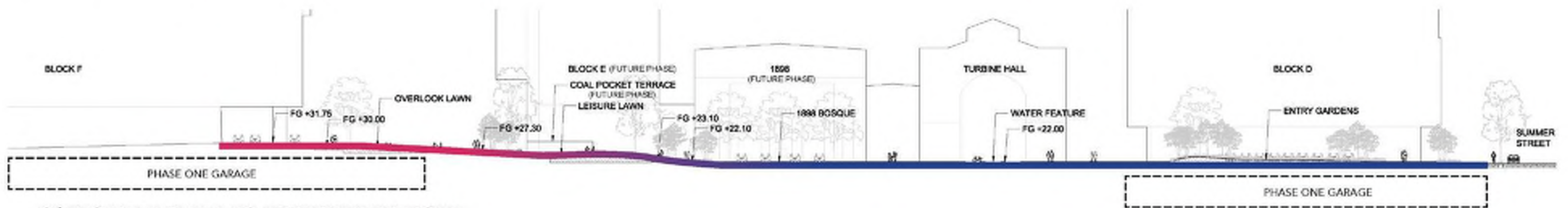


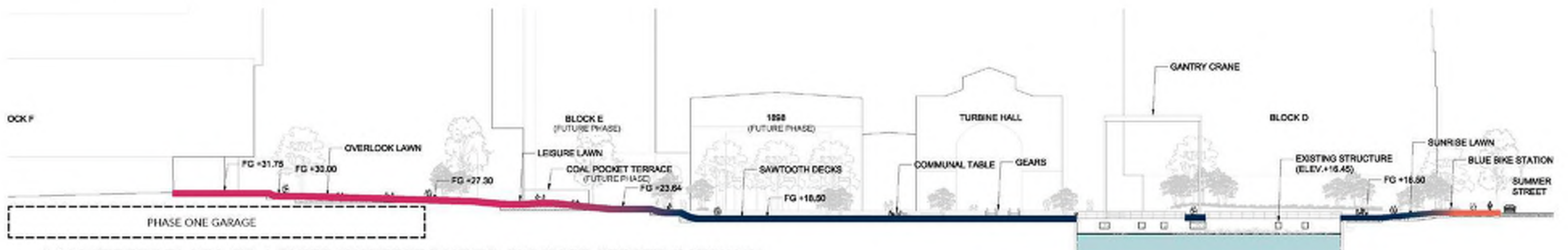
Exhibit C
Phase 1 Site Plan - Enlargement 7



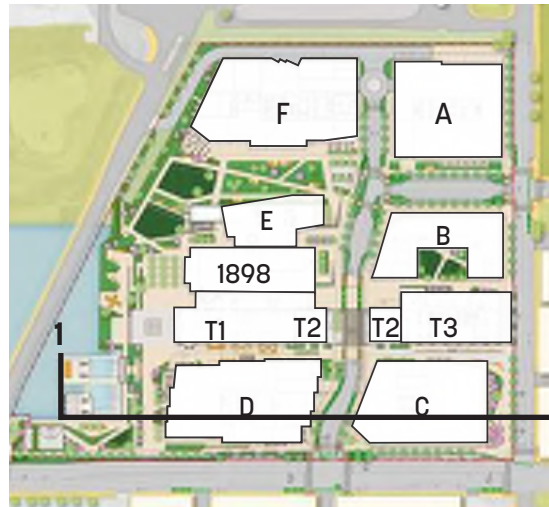
1 | M STREET/M STREET PLAZA



2 | M STREET PLAZA TO UPPER WATERFRONT



3 | M STREET PLAZA TO LOWER WATERFRONT TO SUMMER STREET GATEWAY

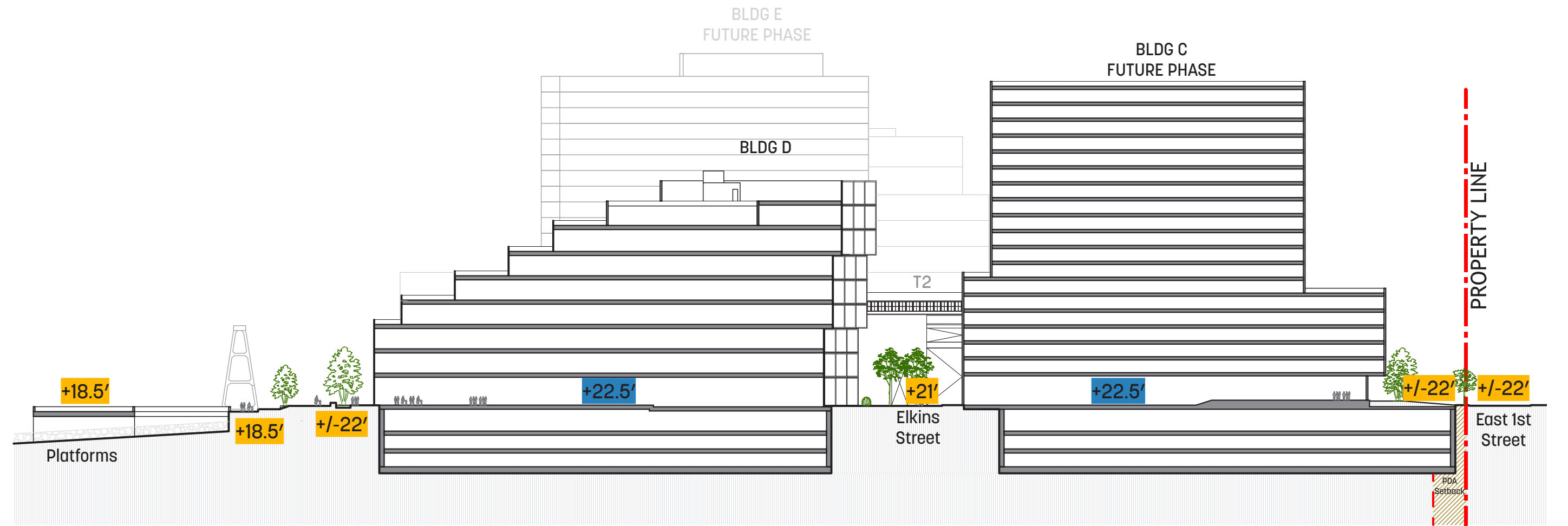


Finish Floor Elevations

Finish Grade Elevations



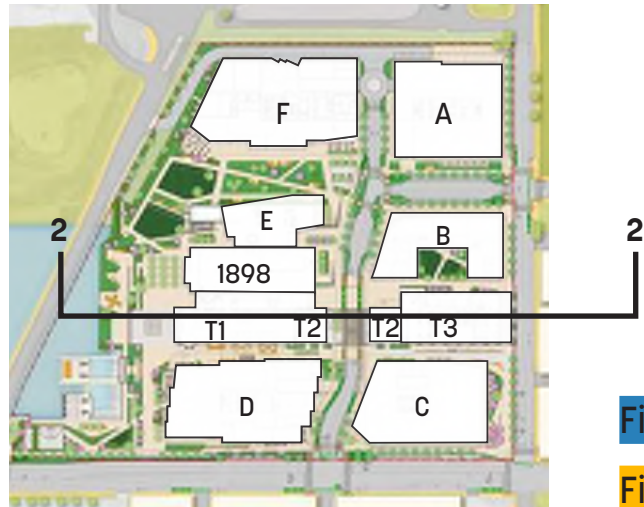
PROPERTY LINE



PROPERTY LINE



Exhibit C
 North South Site Section # 1
 Building D to C



Finish Floor Elevations

Finish Grade Elevations

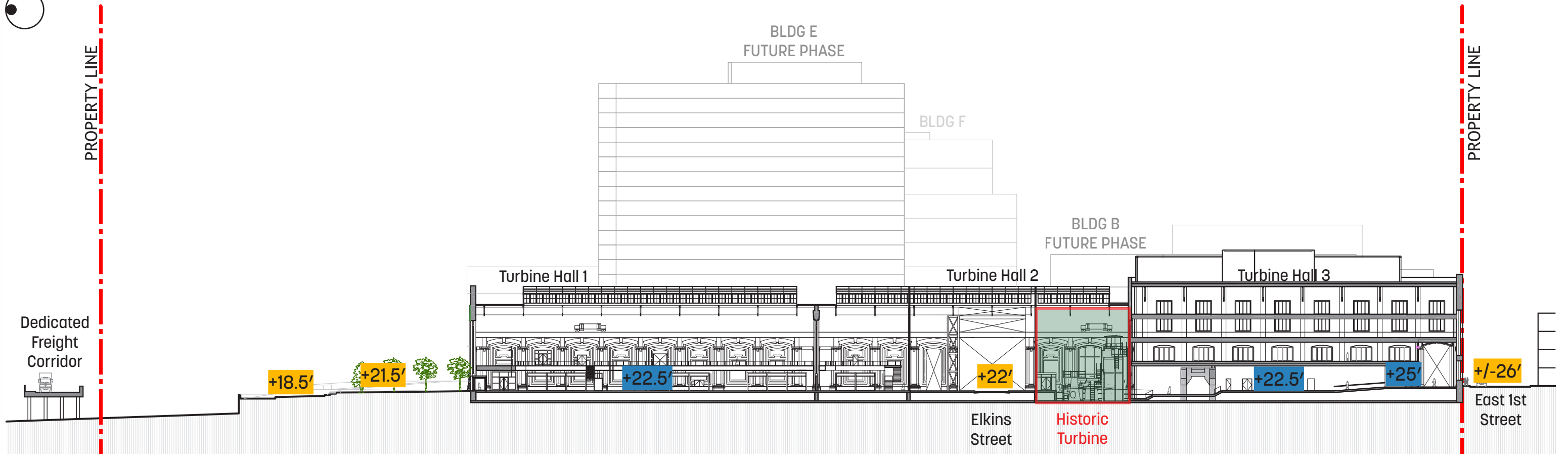
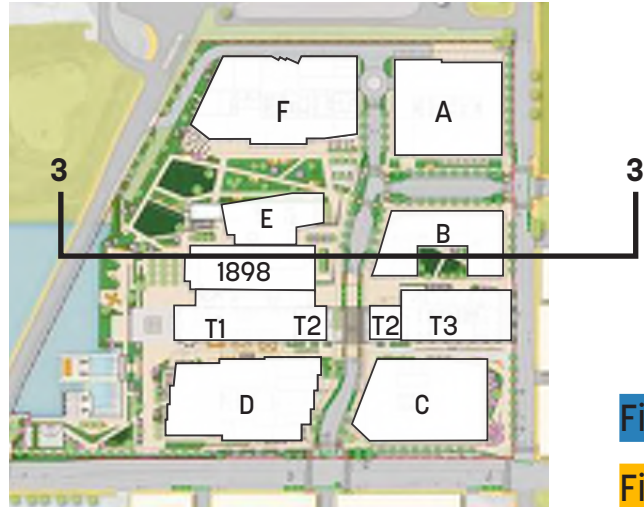


Exhibit C
 North South Site Section #2
 Turbine Hall 1 to 3



Finish Floor Elevations

Finish Grade Elevations

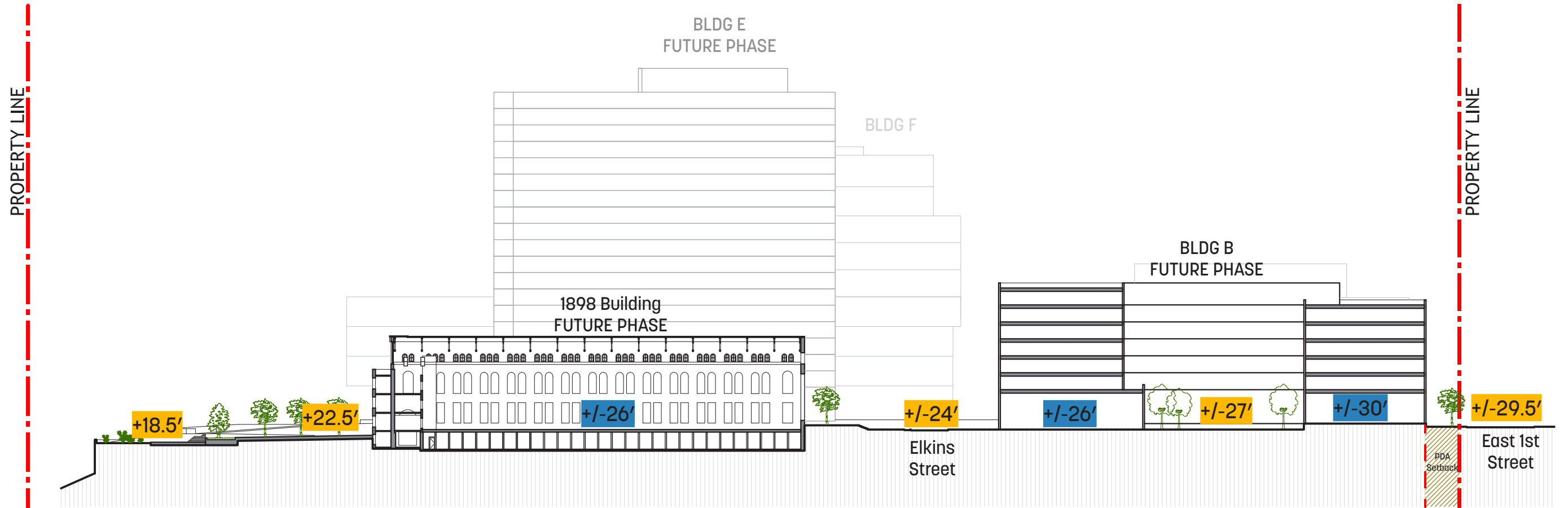
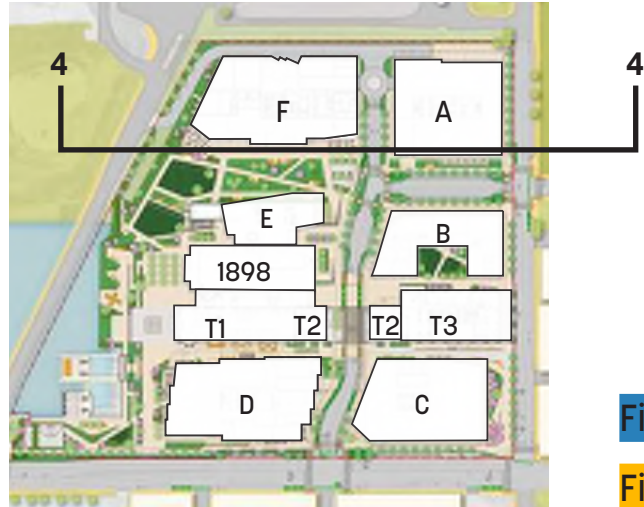


Exhibit C
 North South Site Section #3
 Turbine Building 1898 to B



Finish Floor Elevations

Finish Grade Elevations

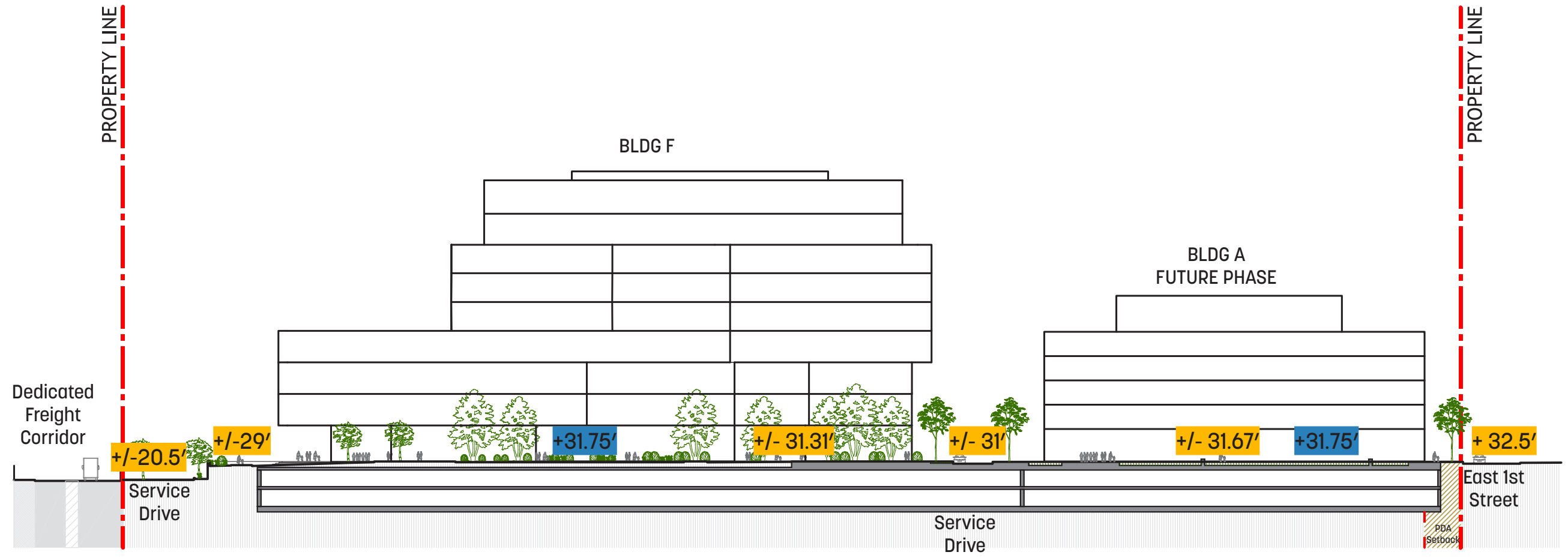
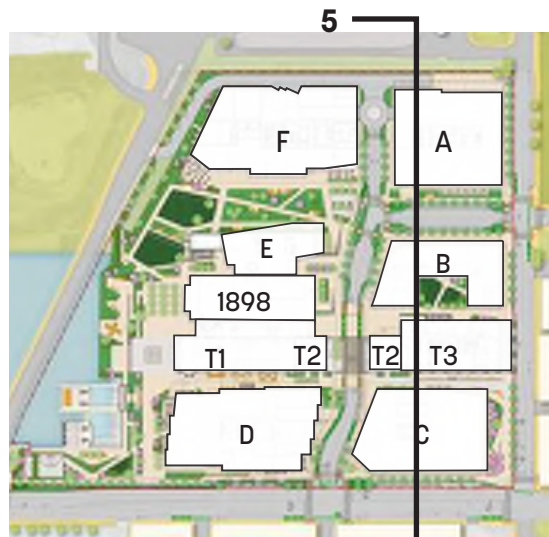
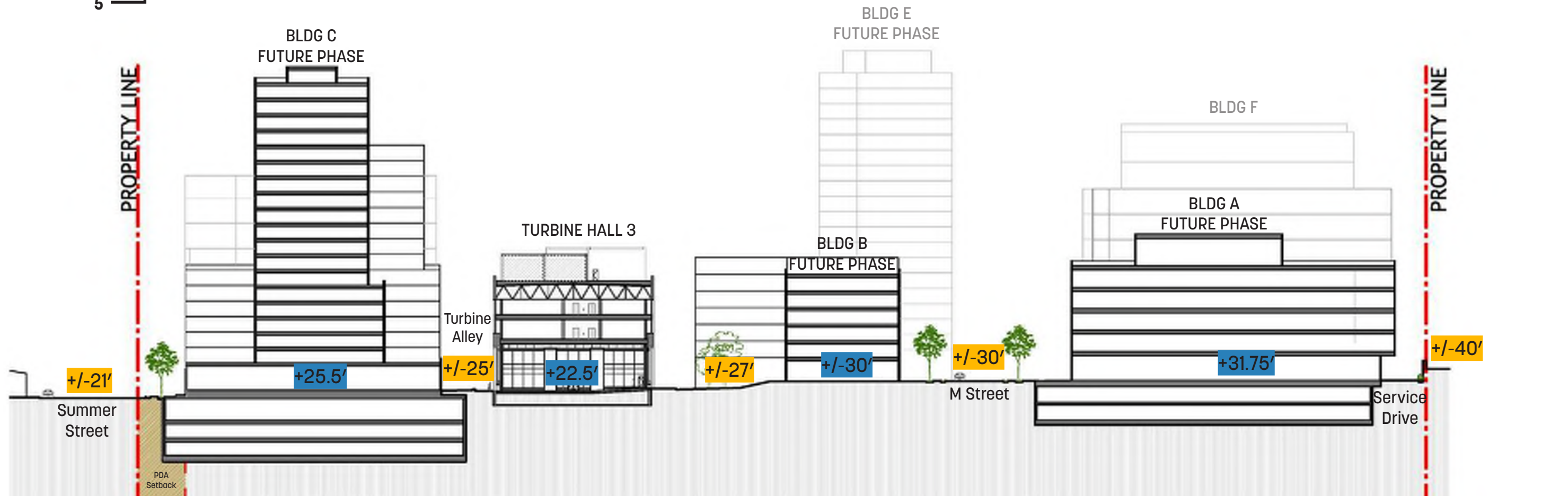


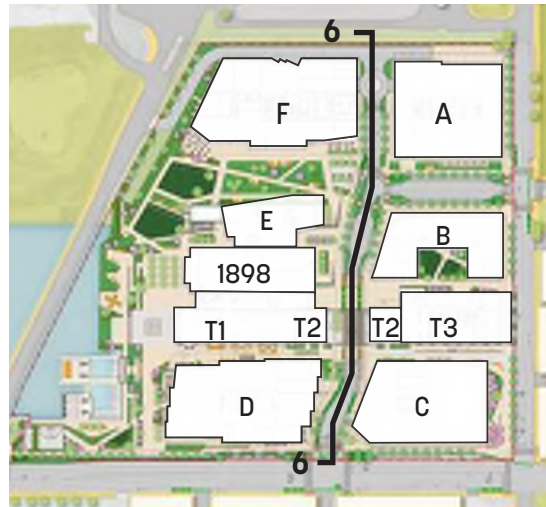
Exhibit C
 North South Site Section #4
 Building F to A



Finish Floor Elevations

Finish Grade Elevations





Finish Floor Elevations

Finish Grade Elevations

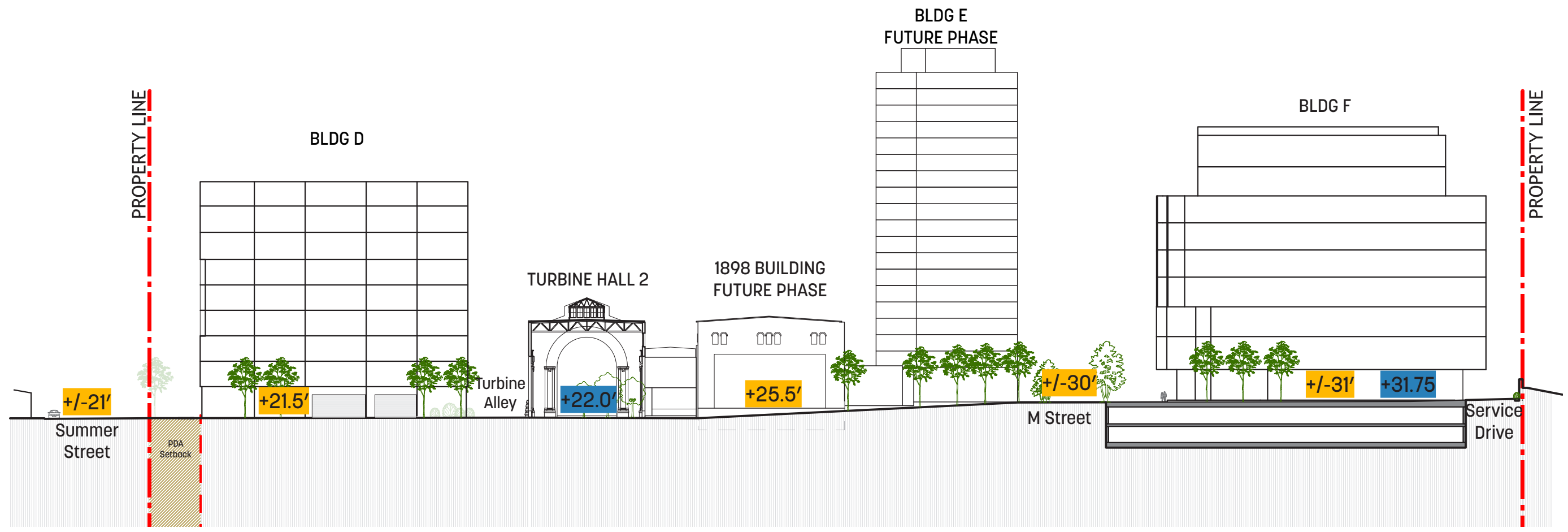
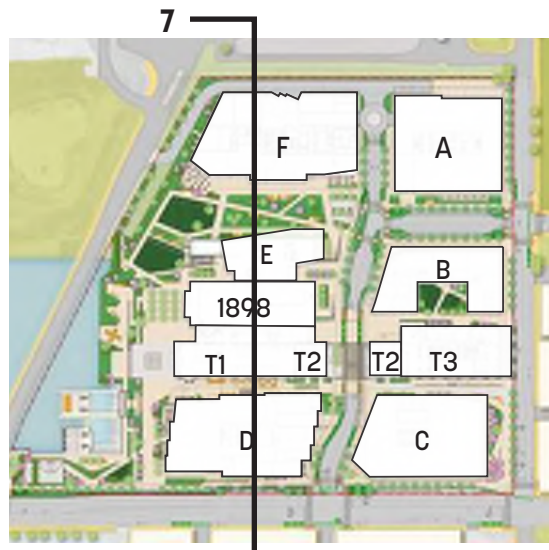


Exhibit C
 East West Site Section #6
 Through Elkins St



Finish Floor Elevations
 Finish Grade Elevations

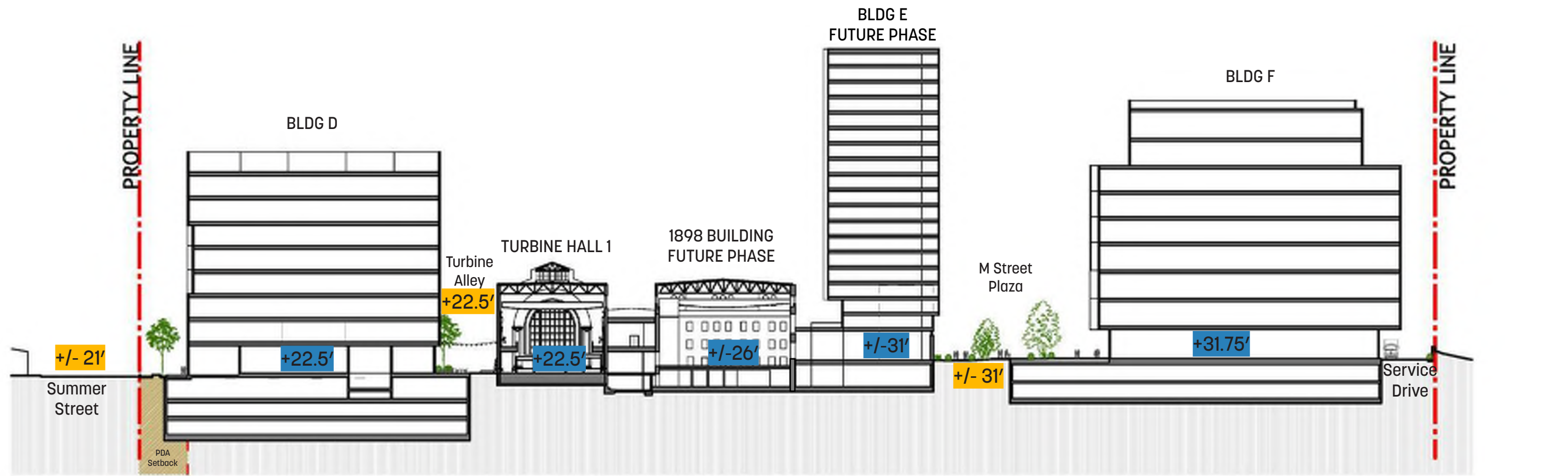


Exhibit C
 East West Site Section #7
 Building D to F

Exhibit D

Conceptual Plans and Renderings

[See attached]



Exhibit D
View of Waterfront Promenade - Day



Exhibit D
View of Upper Waterfront - Day



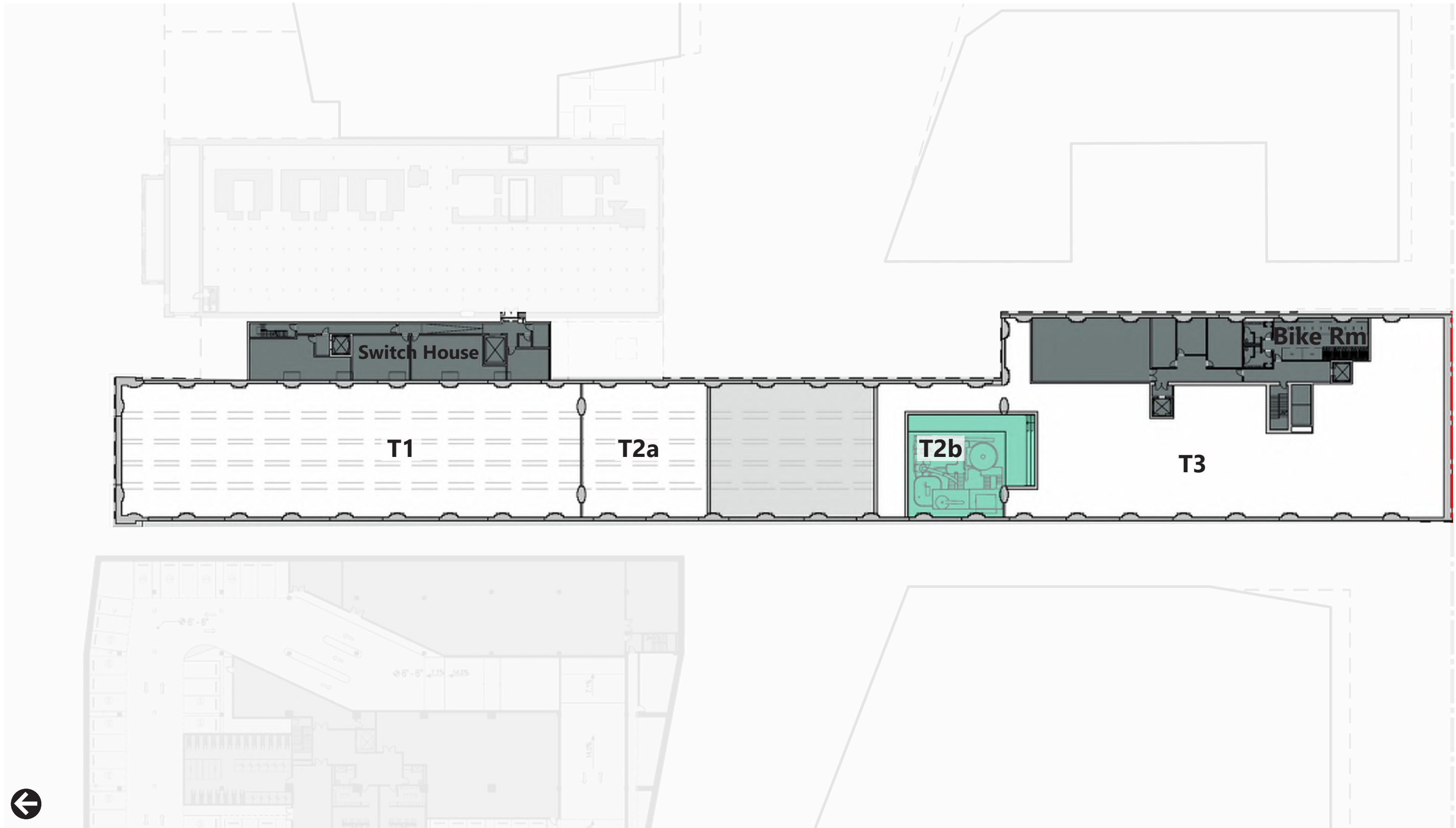
Exhibit D
View of M Street Plaza & Block F - Day



Exhibit D
View of Block F - Dusk



Exhibit D
View of Block F Retail & M Street Plaza - Day

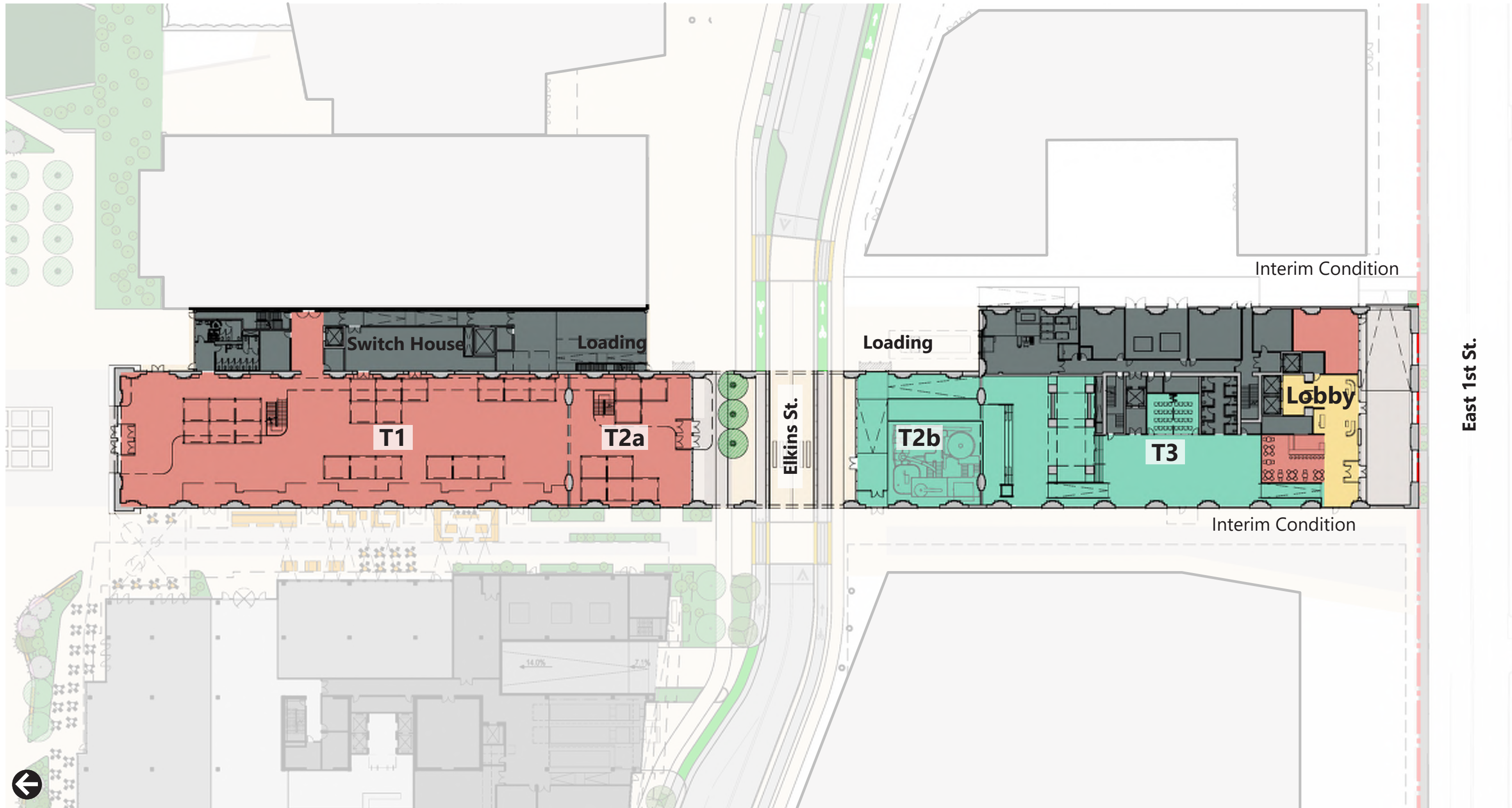


East 1st St.

- Lobby
- Core/Back of House
- Retail/Active Use
- Parking
- Civic
- R&D/Office



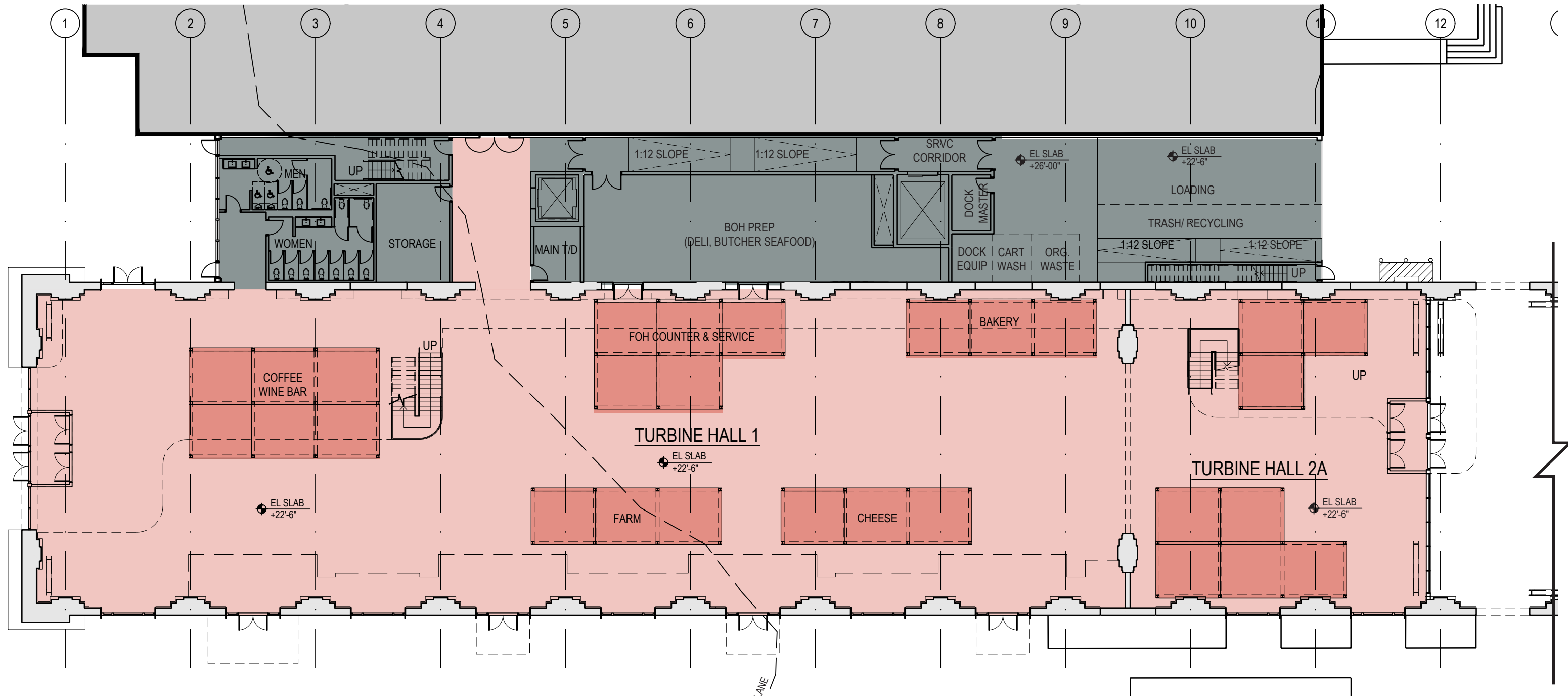
Exhibit D
Phase 1A Turbine Halls Basement Plan



- Lobby
- Retail/Active Use
- Civic
- R&D/Office
- Core/Back of House
- Parking

15 10 20 50'

Exhibit D
Phase 1A Turbine Halls Ground Floor Plan



- Lobby
- Core/Back of House
- Retail/Active Use
- Parking
- Civic
- R&D/Office

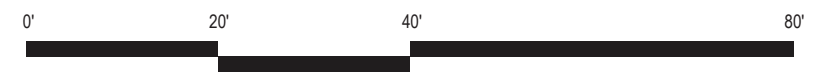
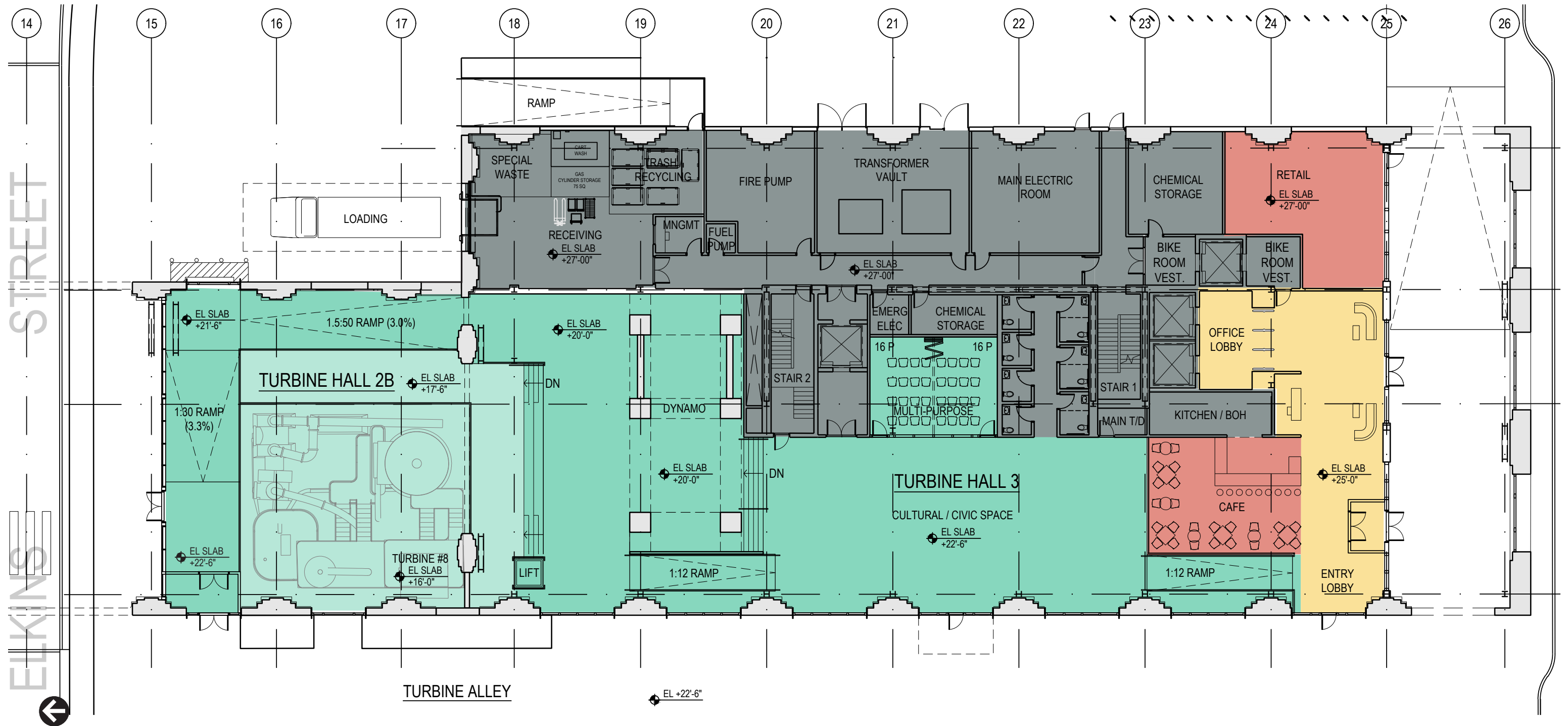


Exhibit D
Phase 1A Turbine Halls 1/2A Ground Floor Plan



- Lobby
- Retail/Active Use
- Civic
- R&D/Office
- Core/Back of House
- Parking

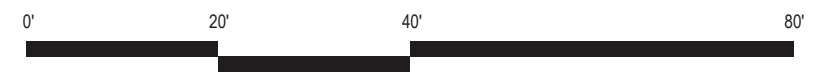
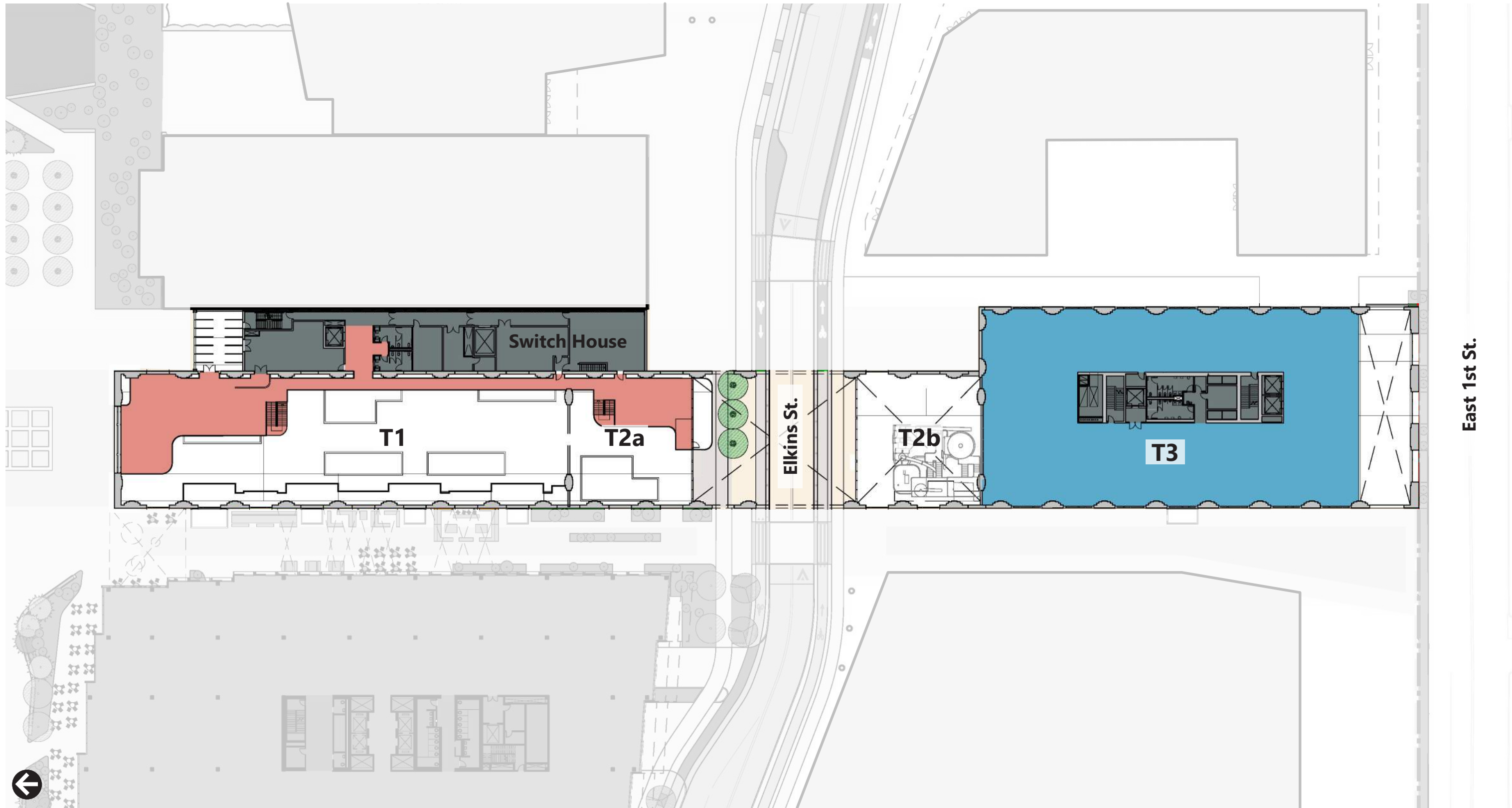


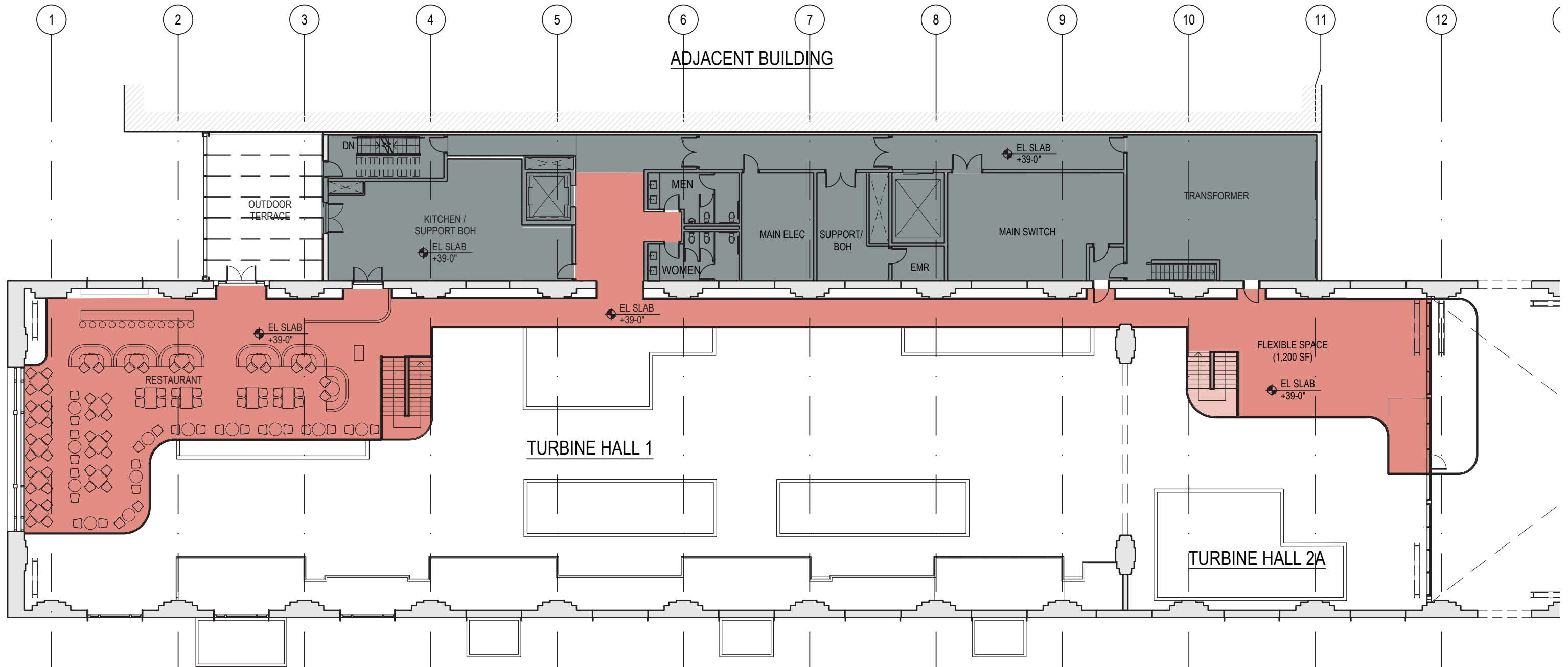
Exhibit D
Phase 1A Turbine Halls 2B/3 Ground Floor Plan



- Lobby
- Core/Back of House
- Retail/Active Use
- Parking
- Civic
- R&D/Office



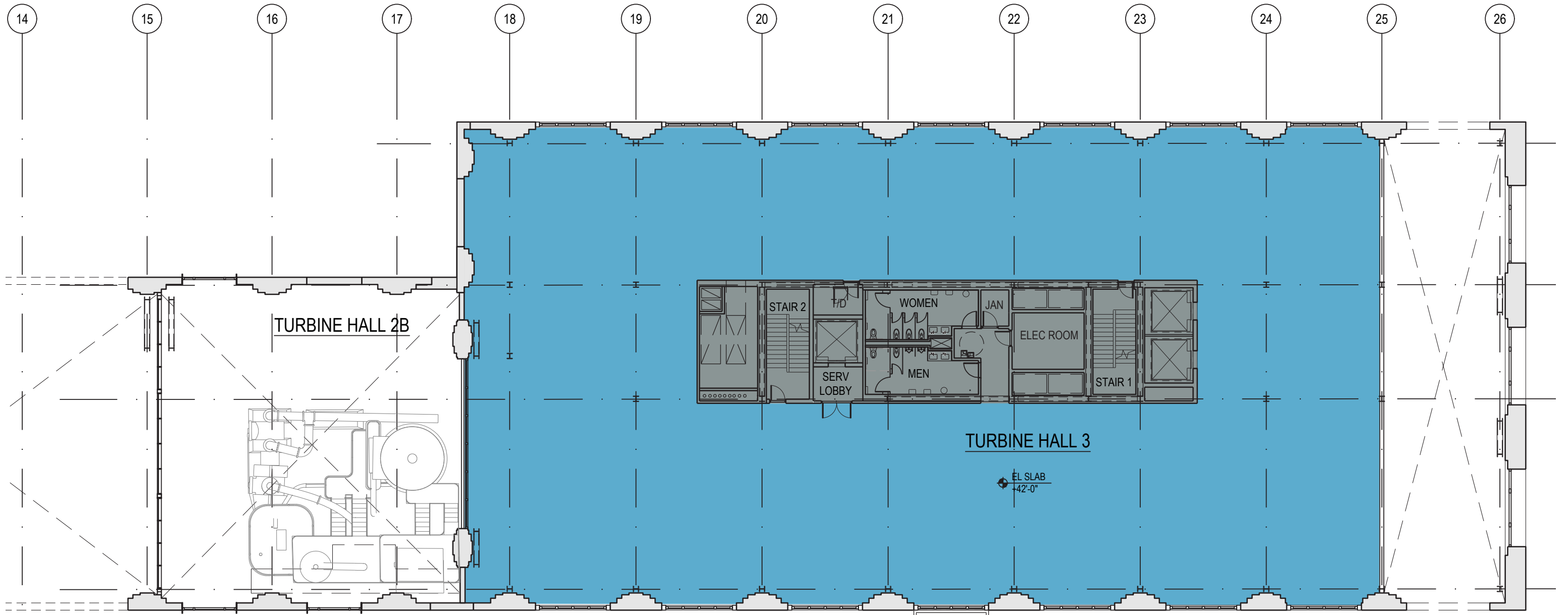
Exhibit D
Phase 1A Turbine Halls Level 2 Floor Plan



- Lobby
- Core/Back of House
- Retail/Active Use
- Parking
- Civic
- R&D/Office



Exhibit D
Phase 1A Turbine Halls 1/2A Mezzanine
Floor Plan



- Lobby
- Retail/Active Use
- Civic
- R&D/Office
- Core/Back of House
- Parking

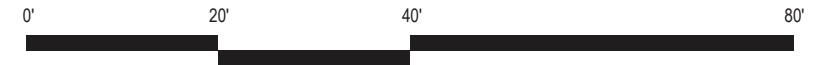
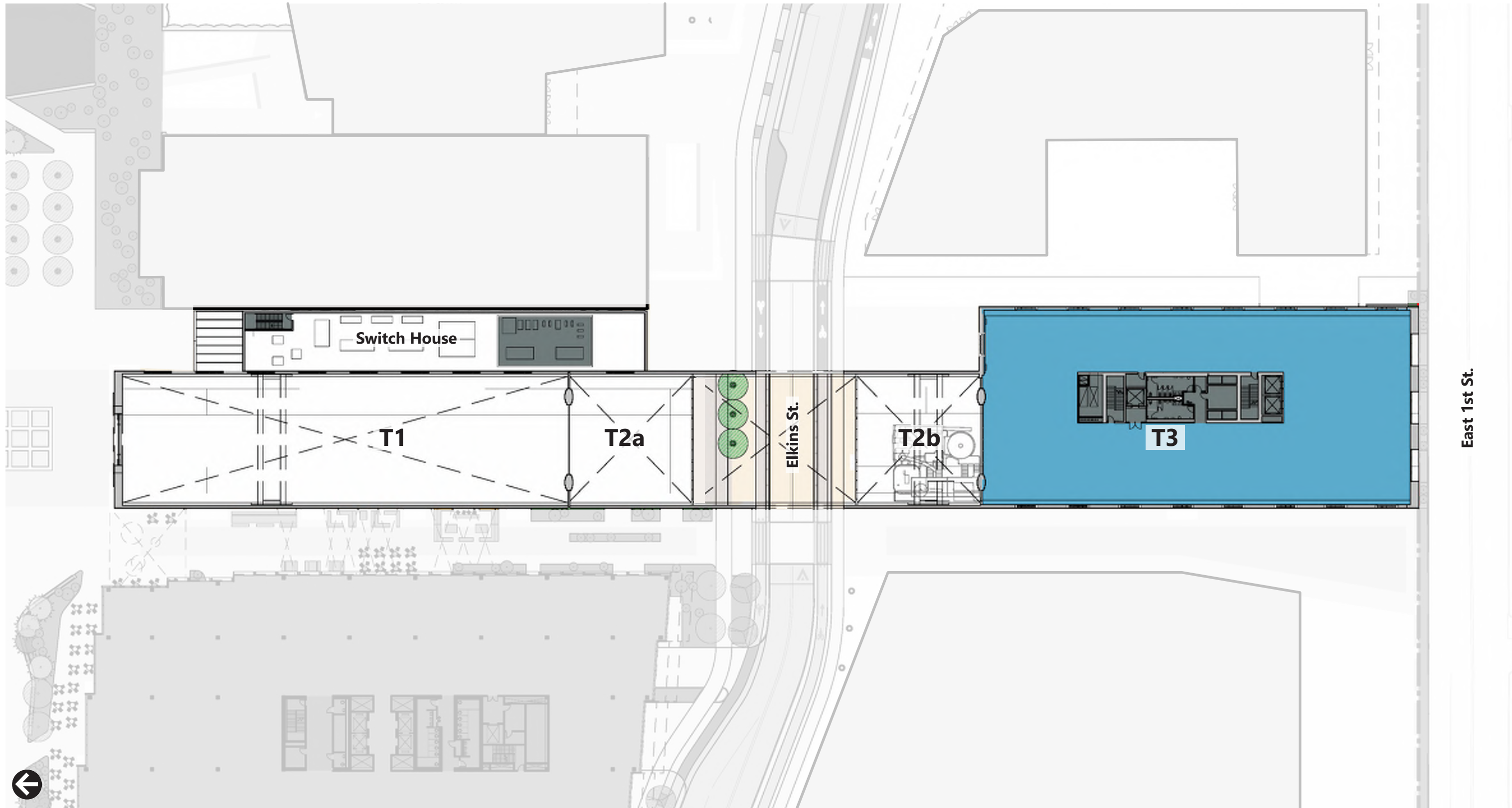


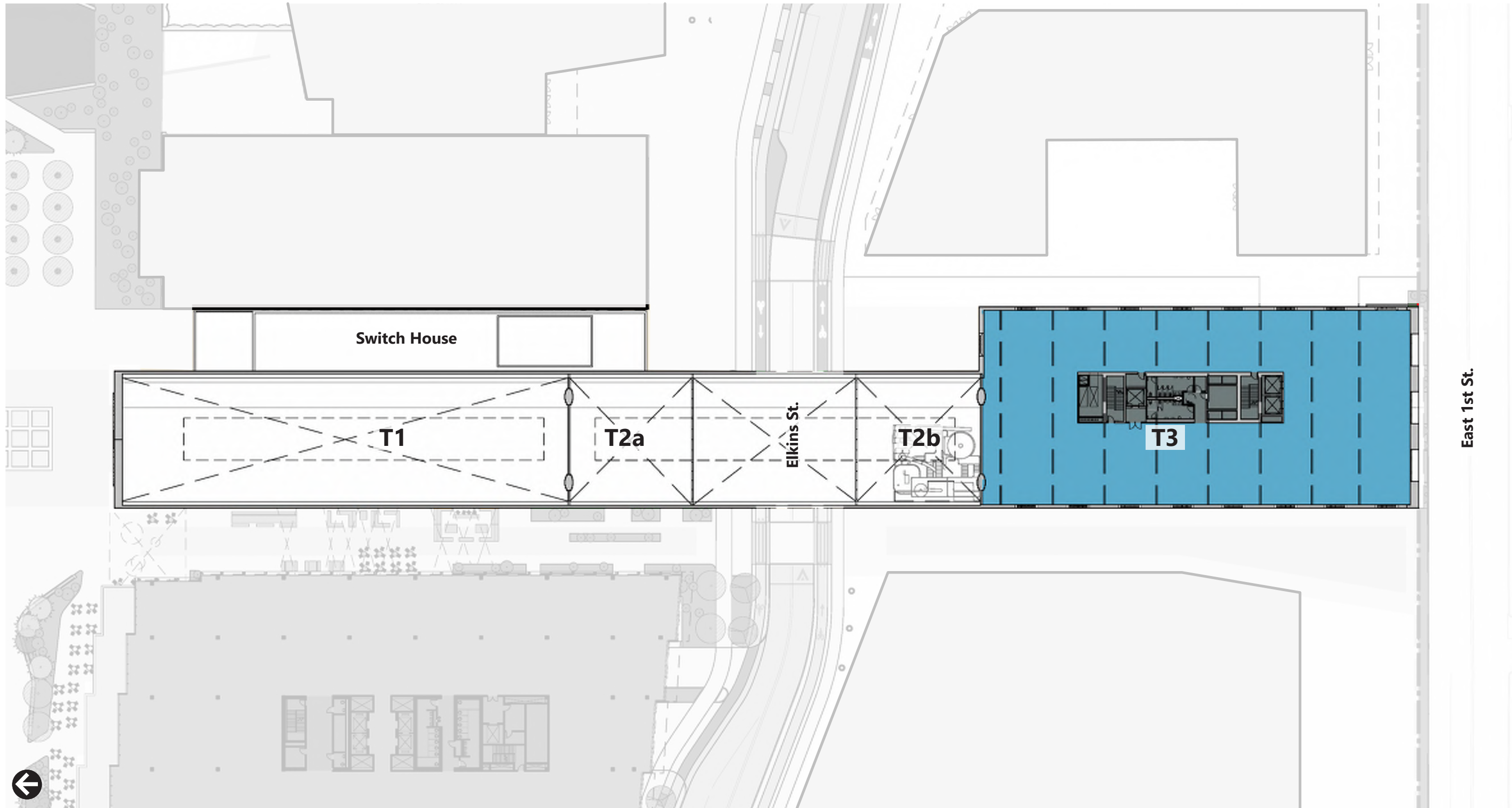
Exhibit D
Phase 1A Turbine Halls 2B/3 Level 2 Floor Plan



- Lobby
- Core/Back of House
- Retail/Active Use
- Parking
- Civic
- R&D/Office



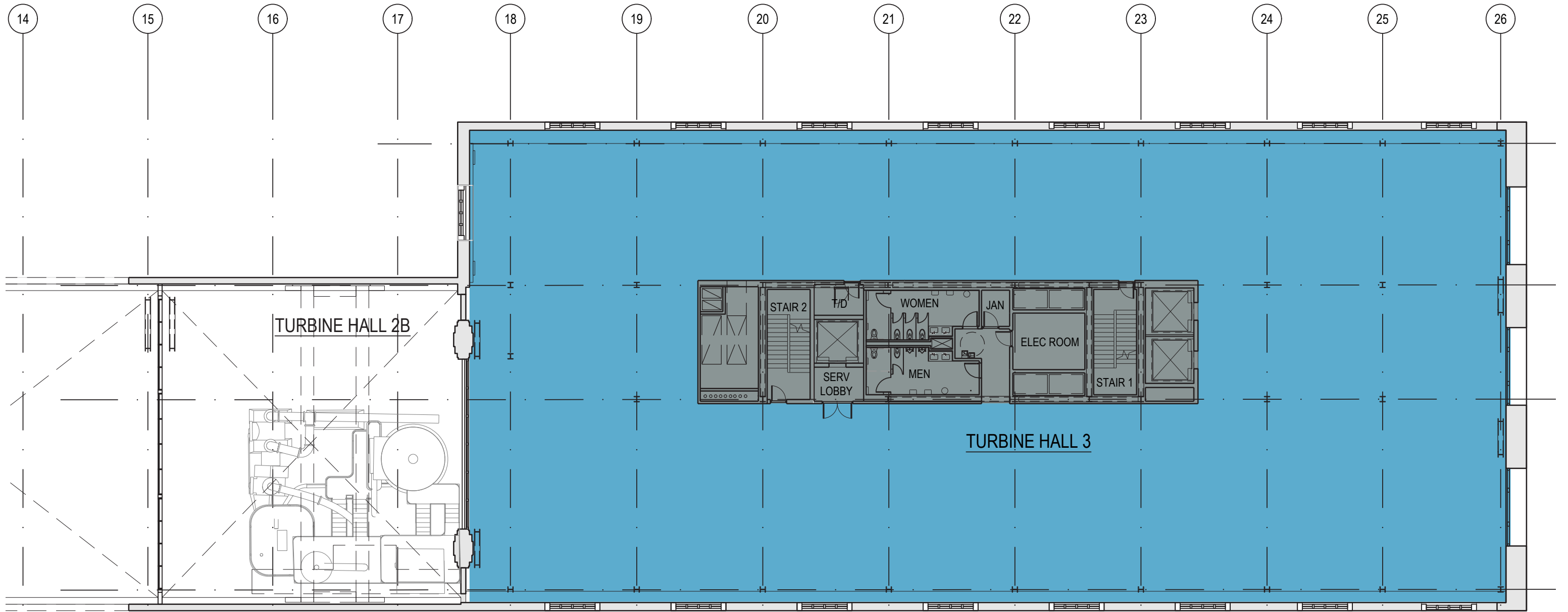
Exhibit D
Phase 1A Turbine Halls Level 3 Floor Plan



- Lobby
- Core/Back of House
- Retail/Active Use
- Parking
- Civic
- R&D/Office



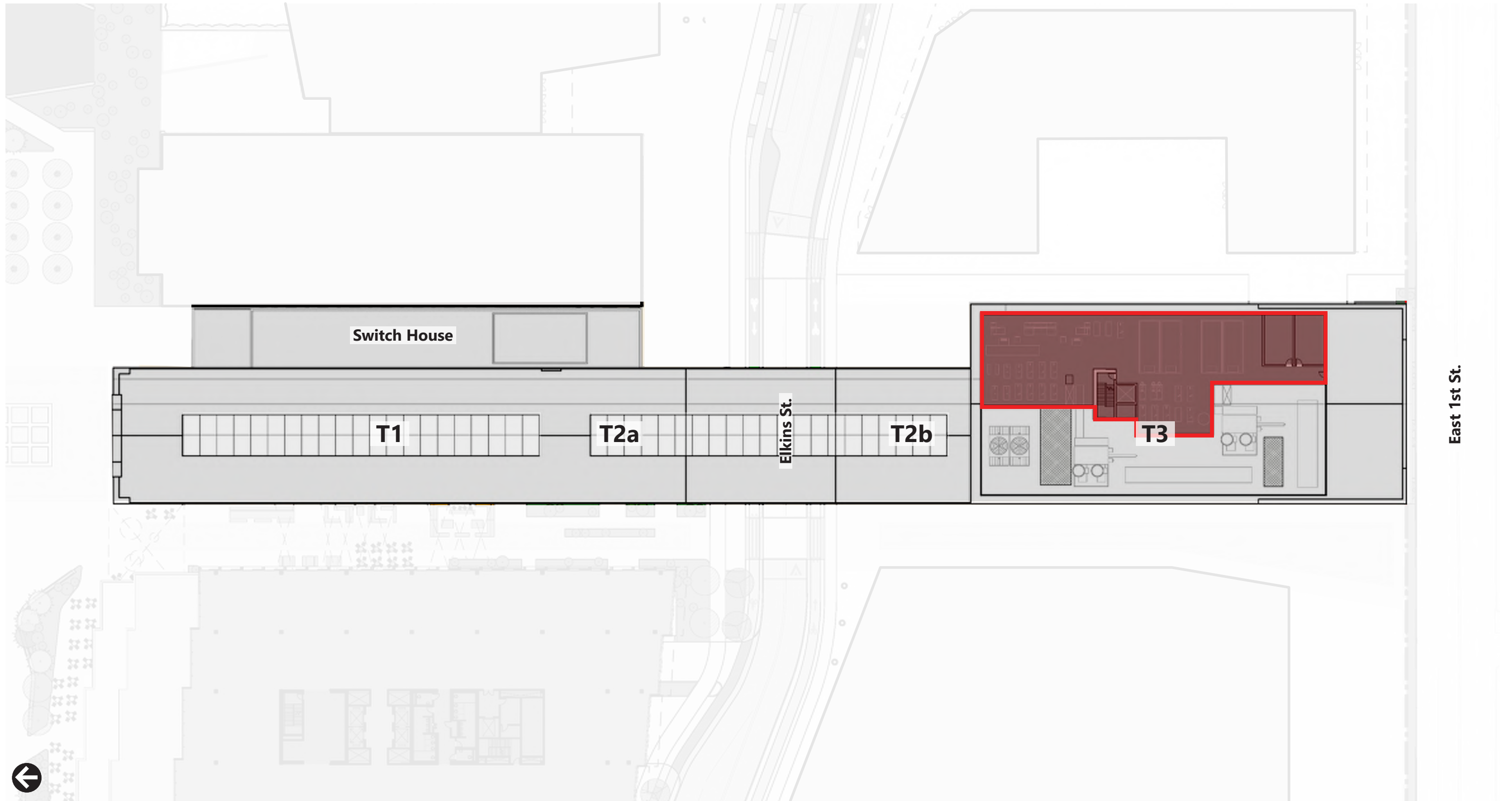
Exhibit D
Phase 1A Turbine Halls Level 4 Floor Plan



- Lobby
- Retail/Active Use
- Civic
- R&D/Office
- Core/Back of House
- Parking



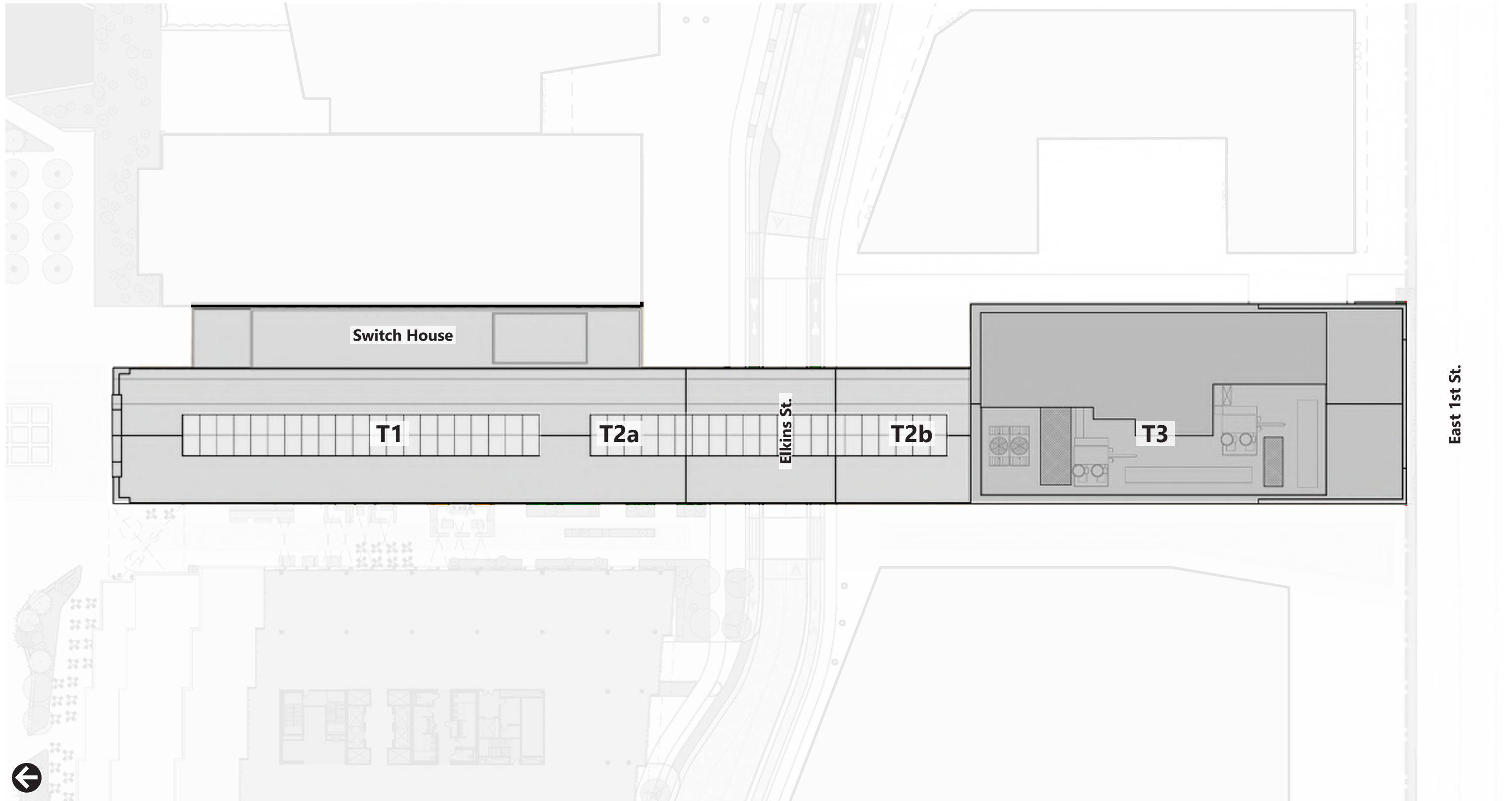
Exhibit D
Phase 1A Turbine Halls 2B/3 Level 3 & 4
Floor Plan



- Lobby
- Core/Back of House
- Retail/Active Use
- Parking
- Civic
- R&D/Office
- Enclosed Penthouse (8,435) sf 31% of Total T2B/T3 Roof Area (27,125 sf)



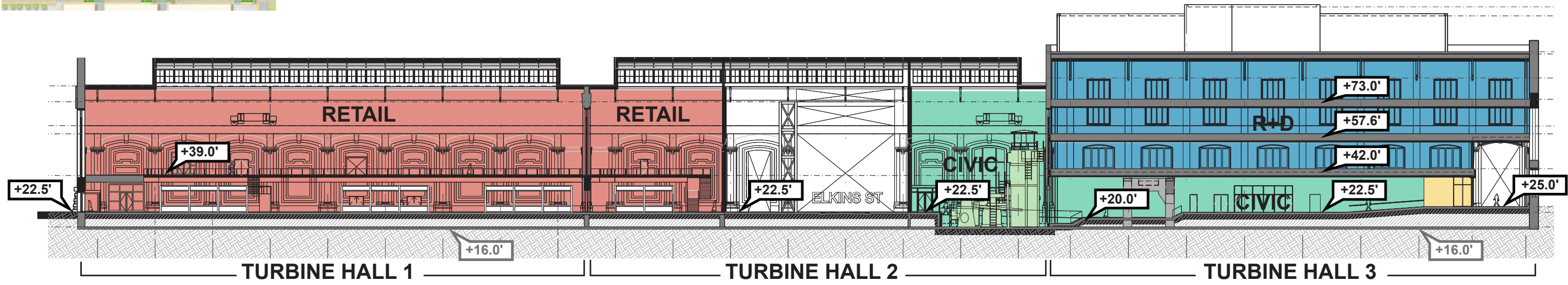
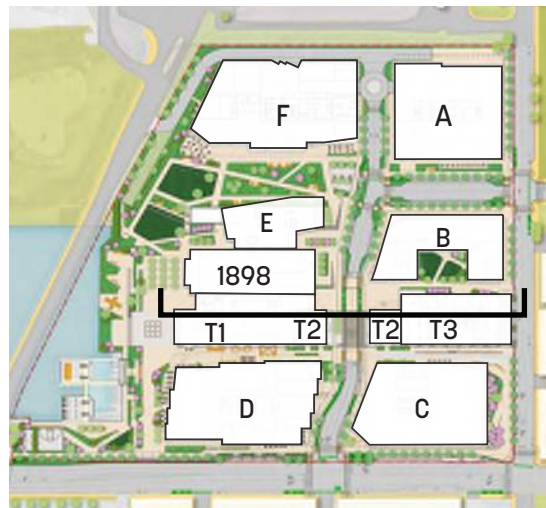
Exhibit D
Phase 1A Turbine Halls Penthouse Plan



- Lobby
- Core/Back of House
- Retail/Active Use
- Parking
- Civic
- R&D/Office

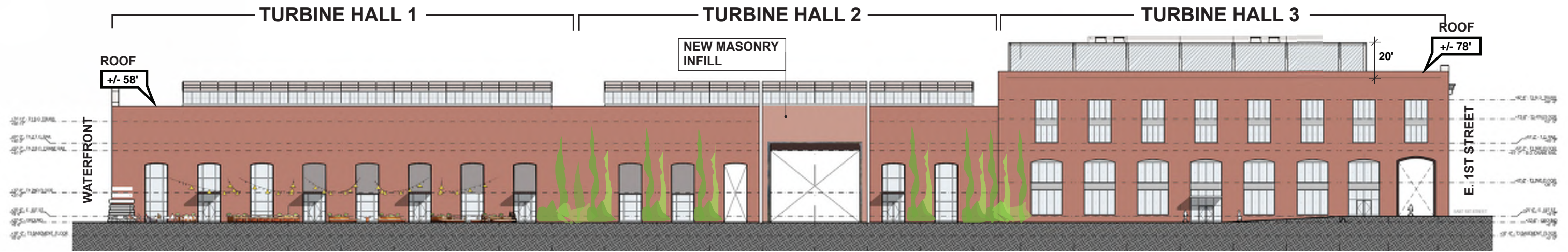


Exhibit D
Phase 1A Turbine Halls Roof Floor Plan

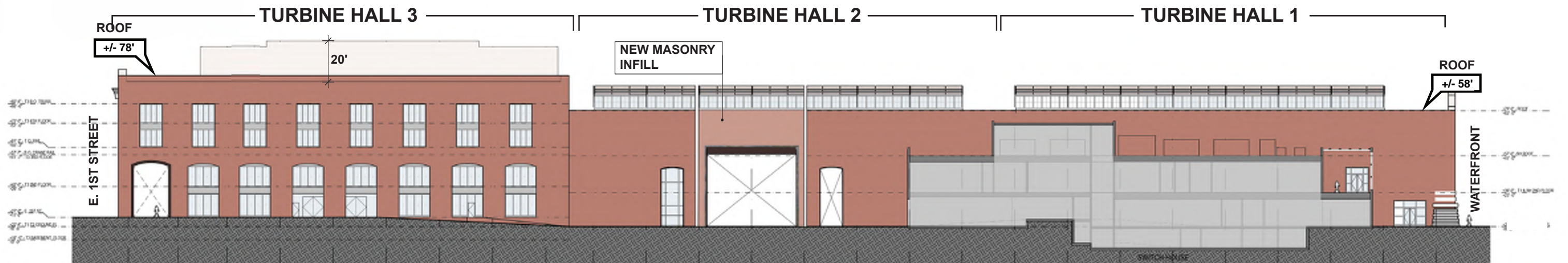


- Lobby
- Core/Back of House
- Retail/Active Use
- Parking
- Civic
- R&D/Office

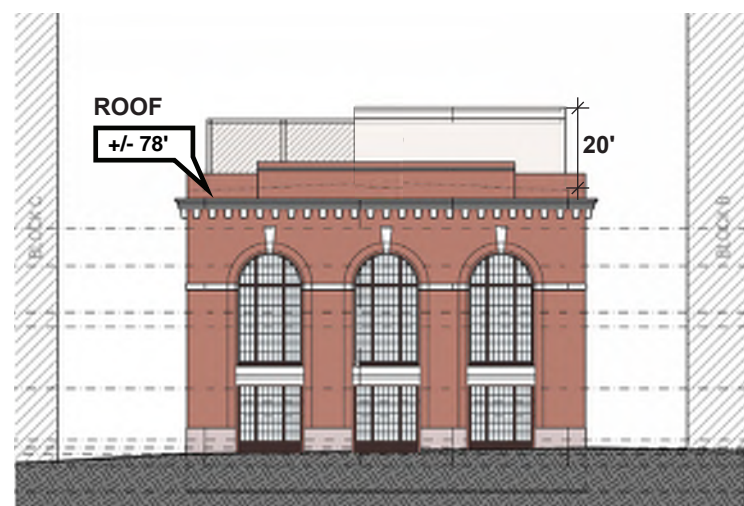
Exhibit D
Phase 1A Turbine Halls Section



WEST ELEVATION



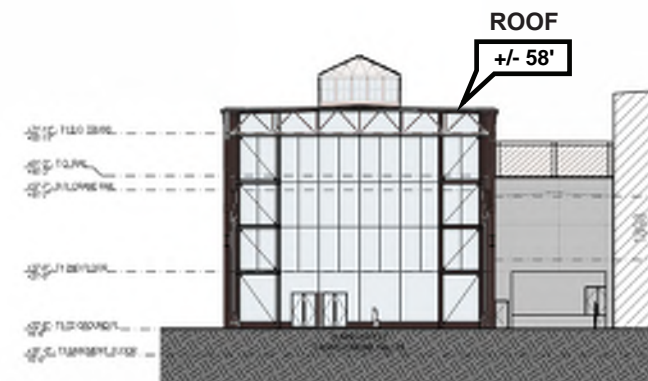
EAST ELEVATION



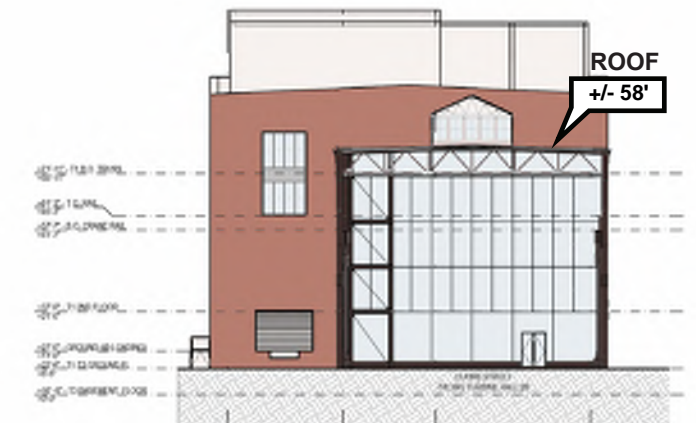
SOUTH ELEVATION



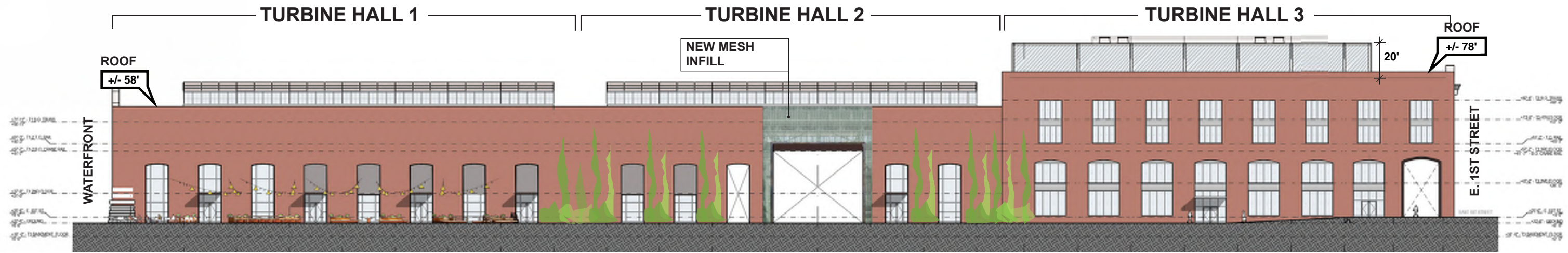
NORTH ELEVATION



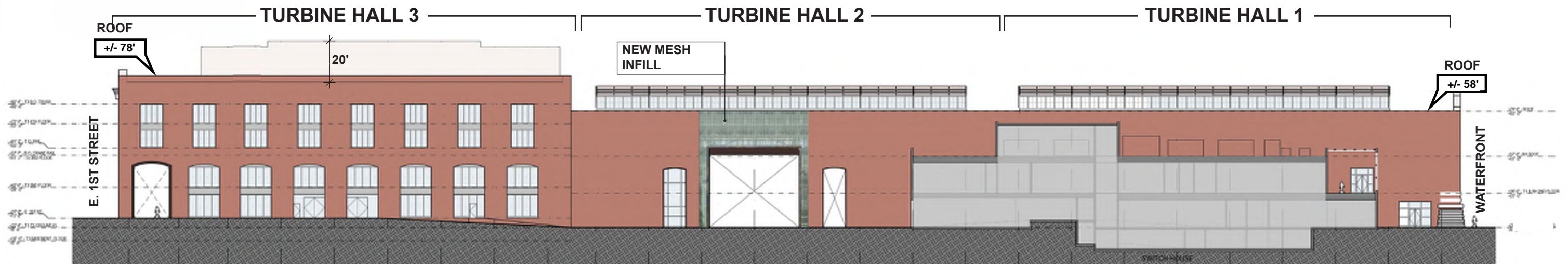
ELKINS PLACE - NORTH ELEV.



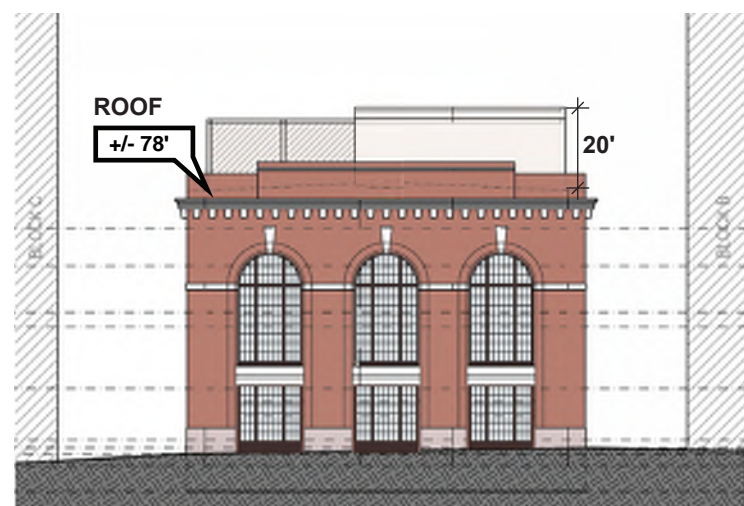
ELKINS PLACE - SOUTH ELEV.



WEST ELEVATION



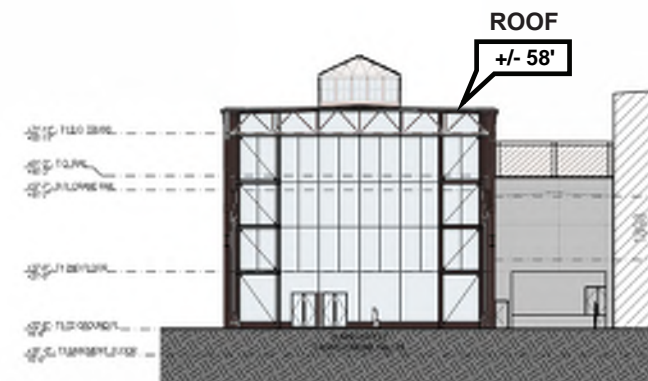
EAST ELEVATION



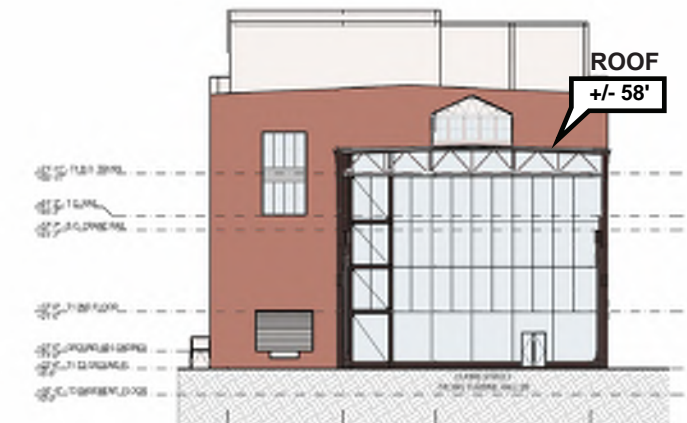
SOUTH ELEVATION



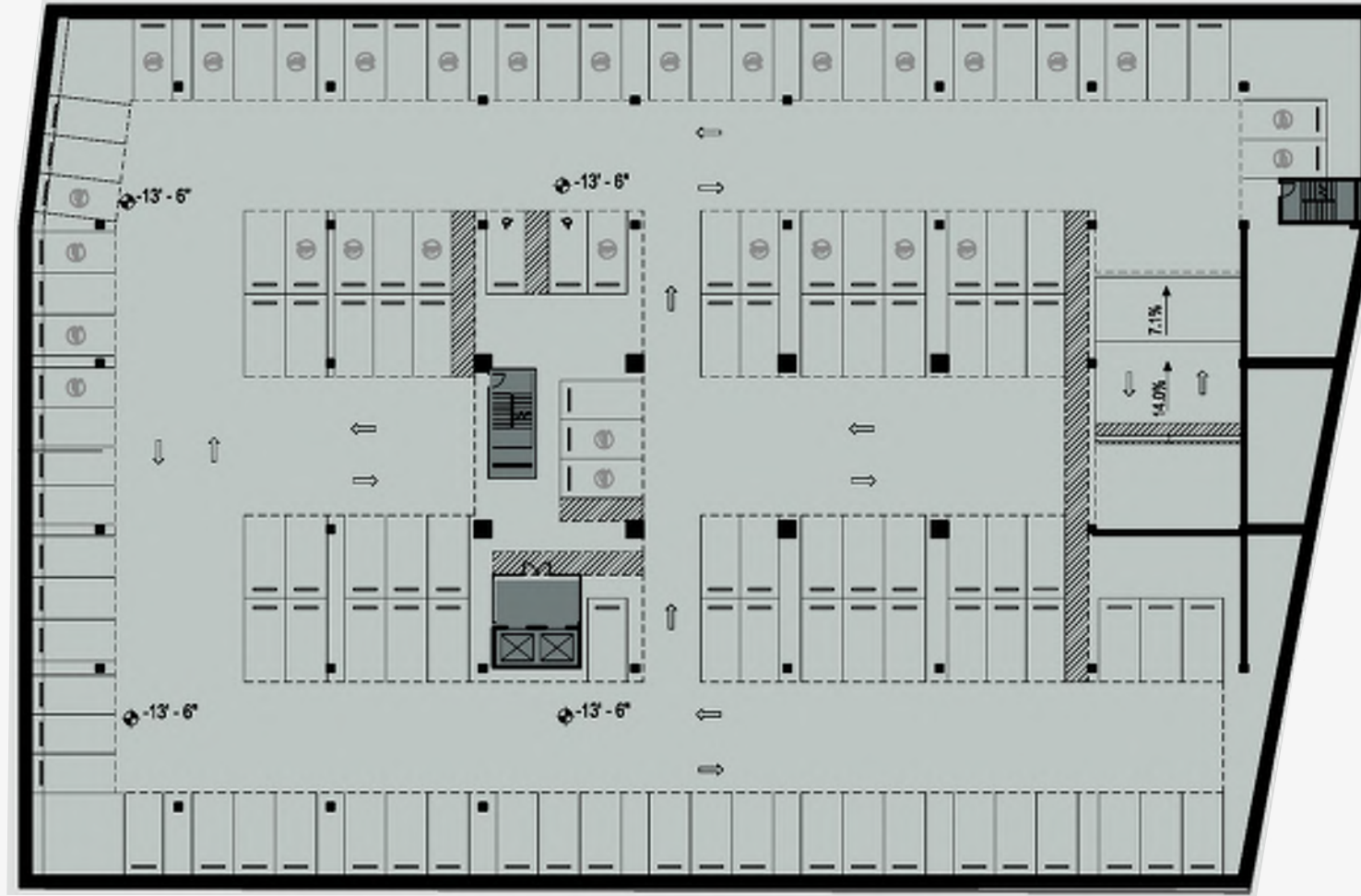
NORTH ELEVATION



ELKINS PLACE - NORTH ELEV.



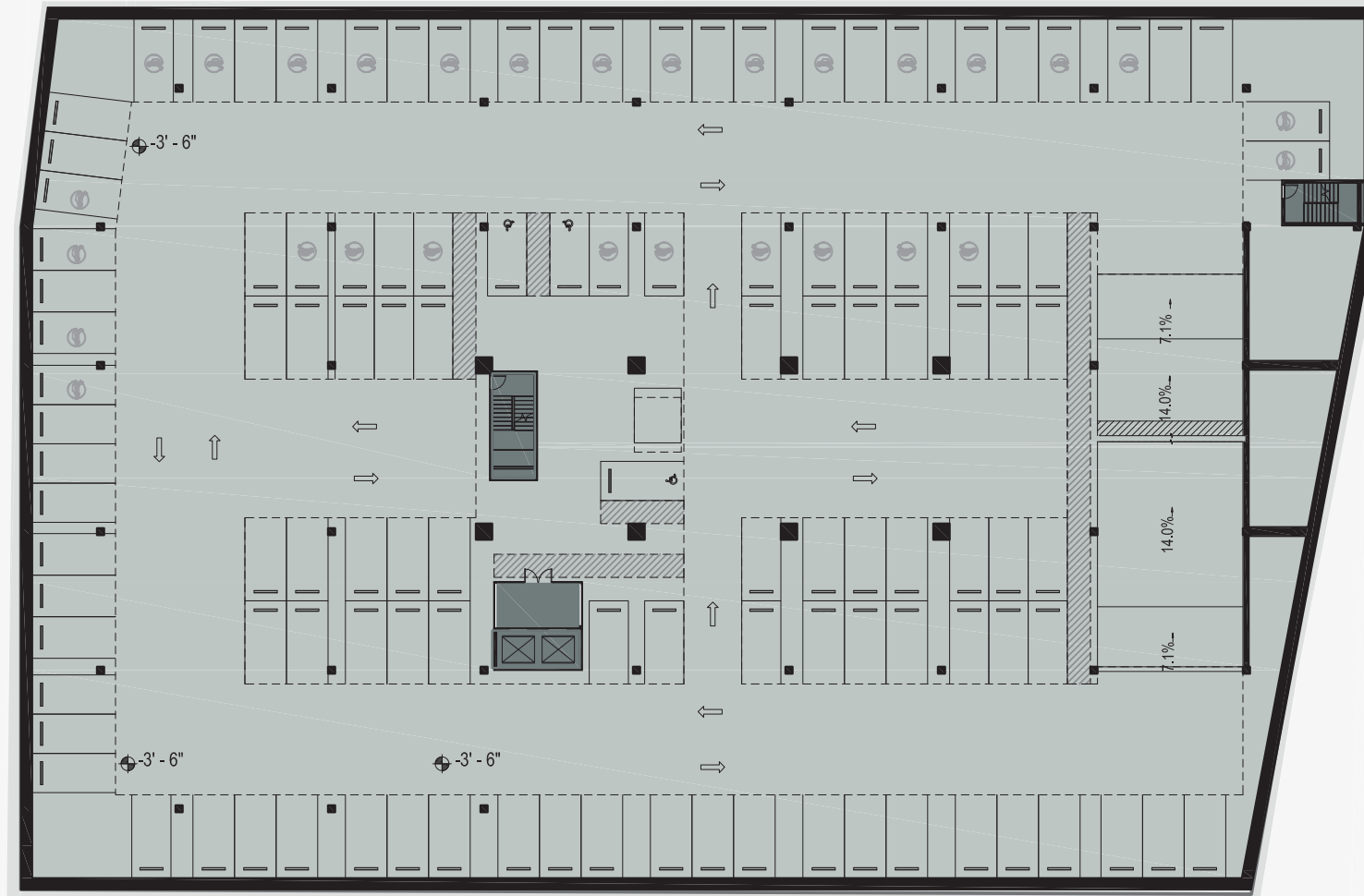
ELKINS PLACE - SOUTH ELEV.



- Lobby
- Retail/Active Use
- Civic
- R&D/Office
- Core/Back of House
- Parking



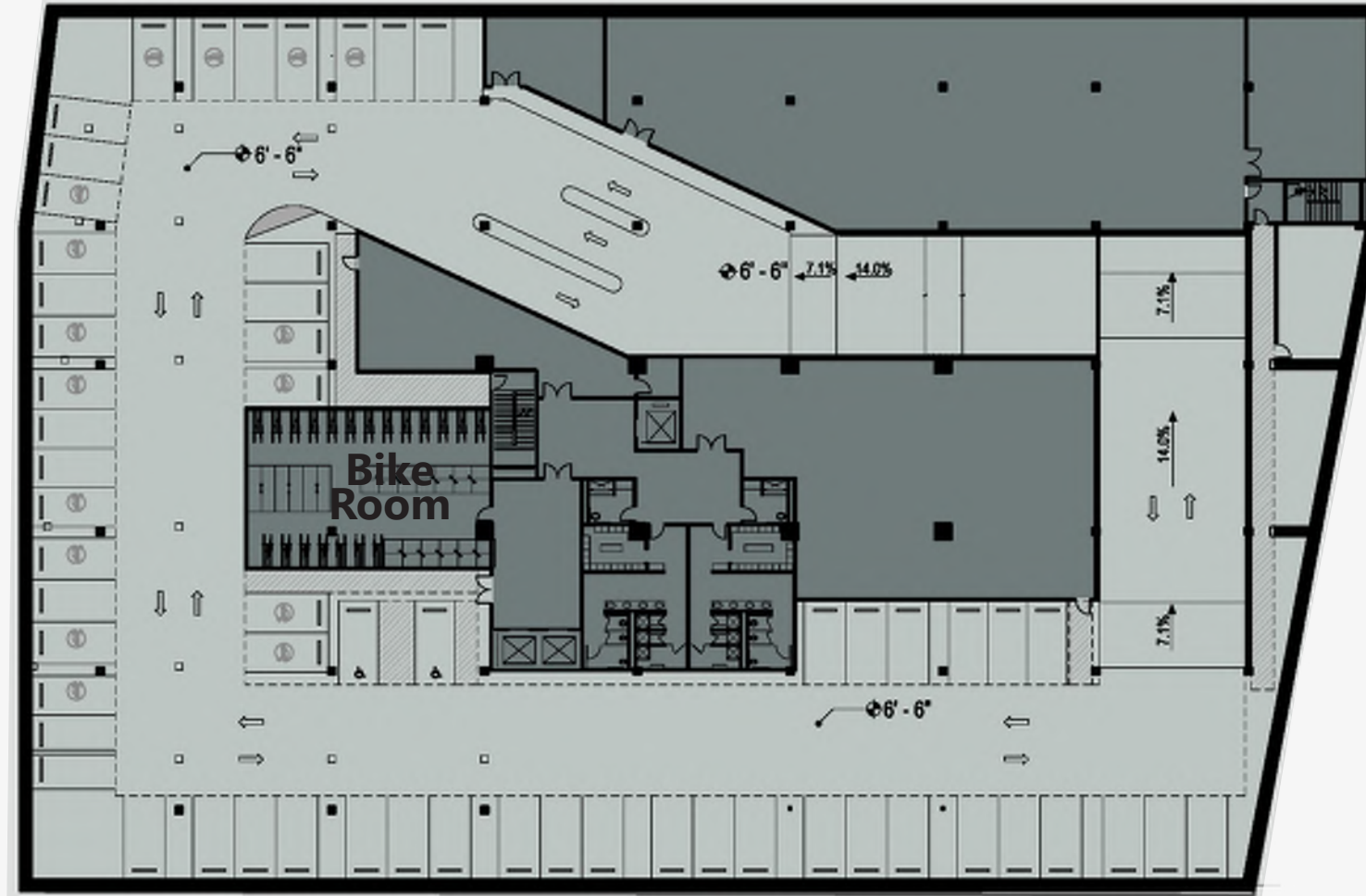
Exhibit D
Phase 1A Block D Parking Plan Level 3



- Lobby
- Retail/Active Use
- Civic
- R&D/Office
- Core/Back of House
- Parking



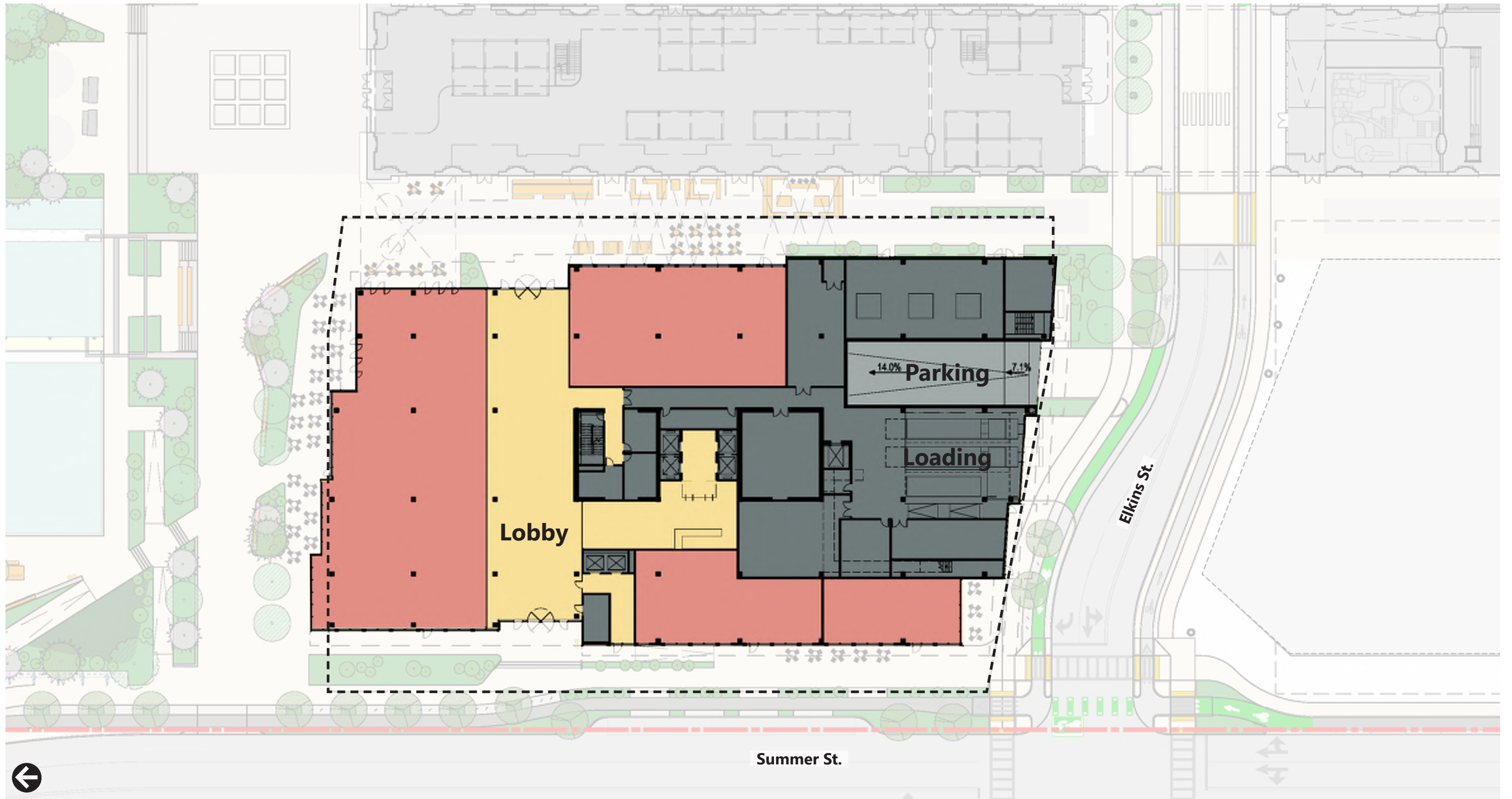
Exhibit D
Phase 1A Block D Parking Plan Level 2



- Lobby
- Core/Back of House
- Retail/Active Use
- Parking
- Civic
- R&D/Office



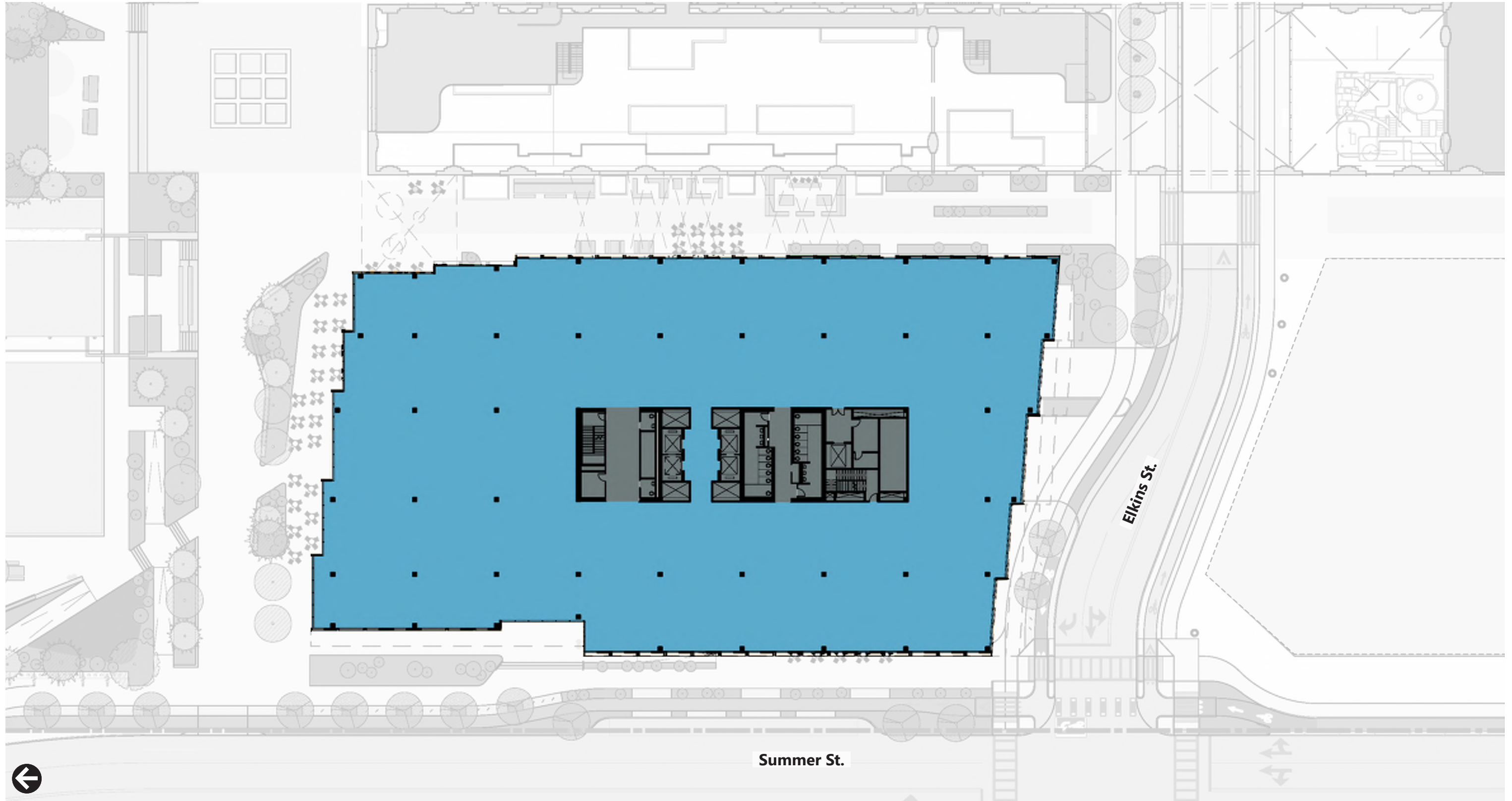
Exhibit D
Phase 1A Block D Parking Plan Level 1



- Lobby
- Core/Back of House
- Retail/Active Use
- Parking
- Civic
- Below -grade Parking
- R&D/Office



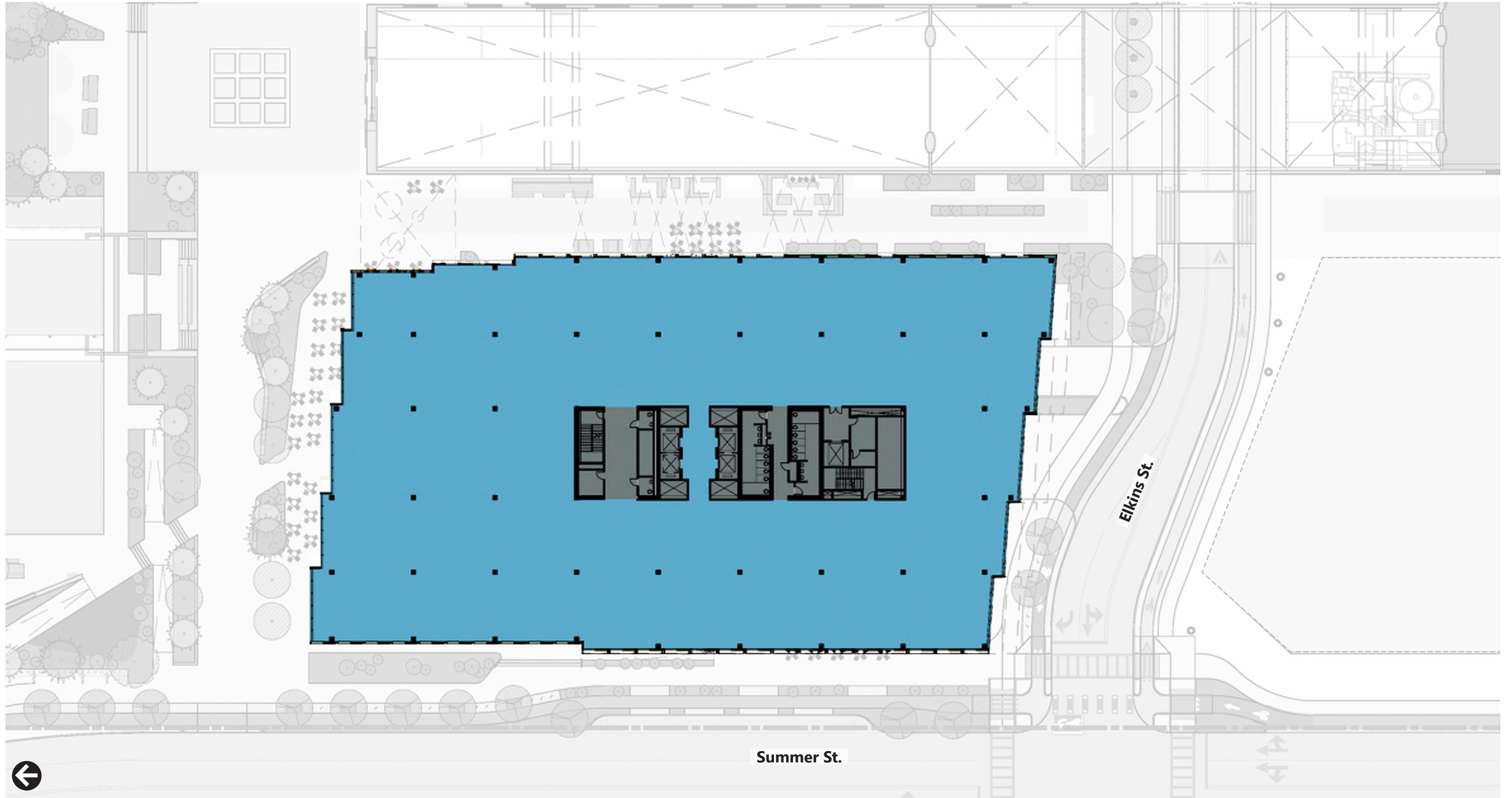
Exhibit D
Phase 1A Block D Ground Floor Plan



- | | |
|--|---|
| Lobby | Core/Back of House |
| Retail/Active Use | Parking |
| Civic | |
| R&D/Office | |



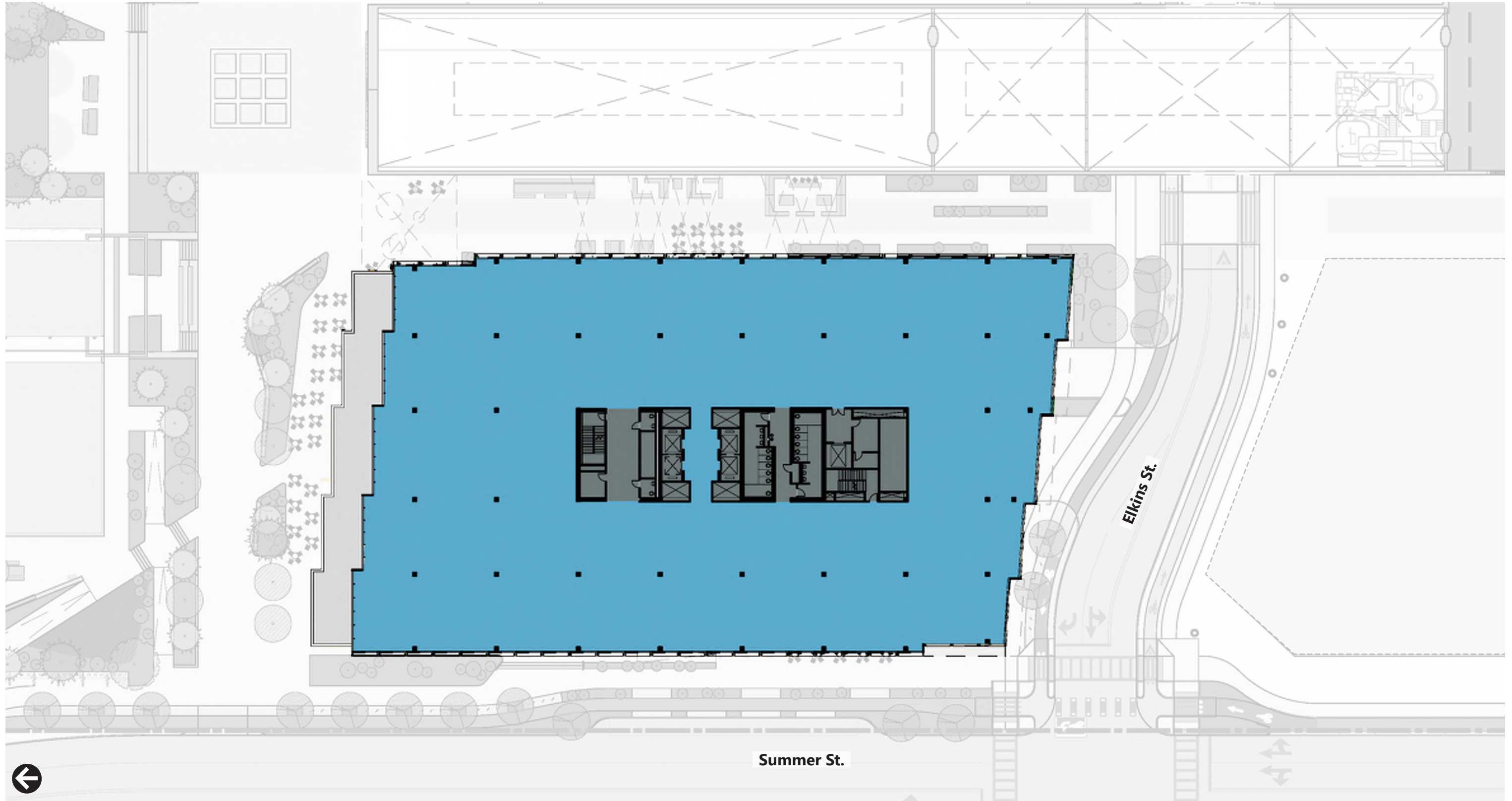
Exhibit D
Phase 1A Block D Level 2 Floor Plan



- | | |
|---|--|
|  Lobby |  Core/Back of House |
|  Retail/Active Use |  Parking |
|  Civic | |
|  R&D/Office | |



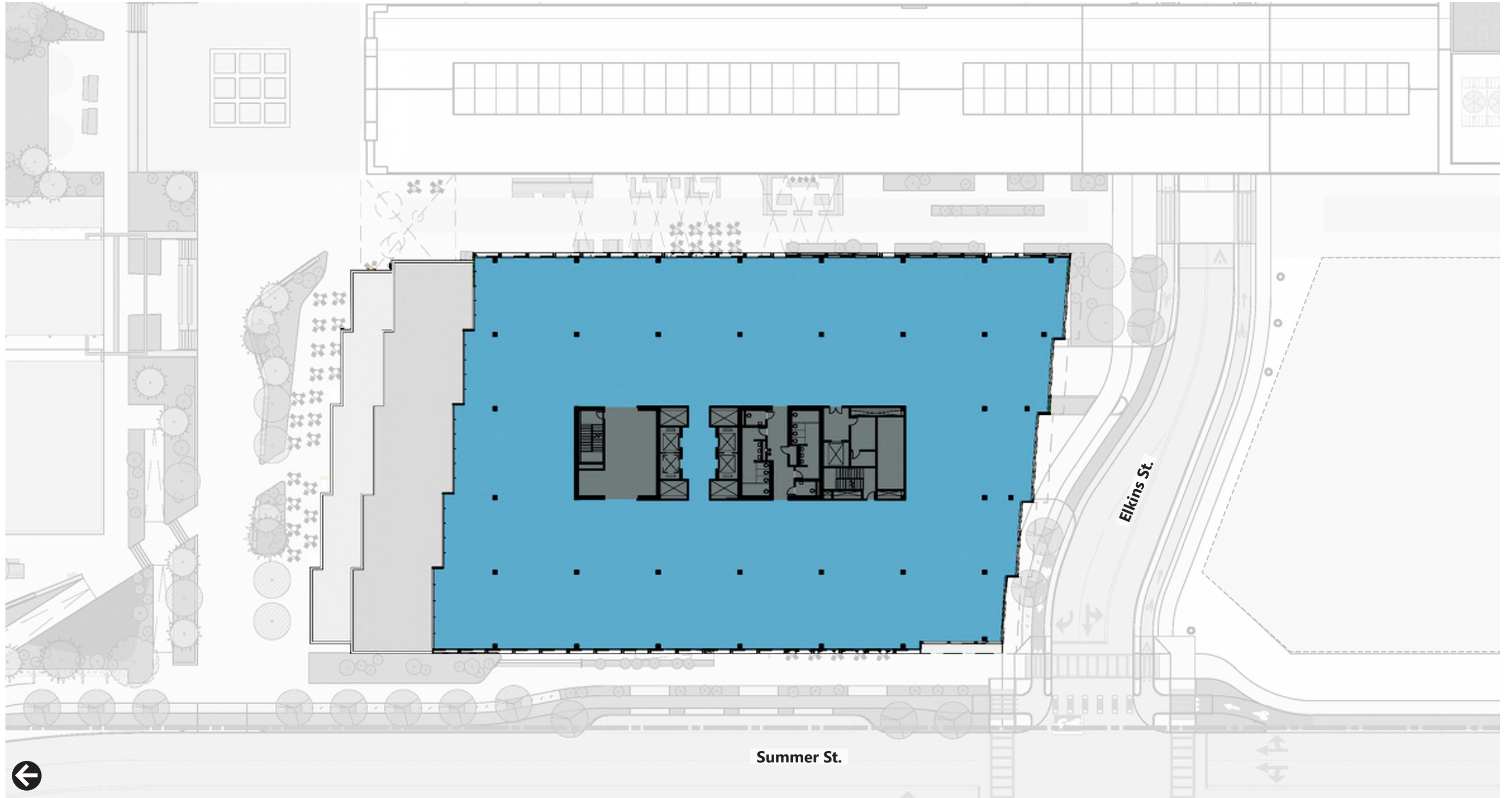
Exhibit D
Phase 1A Block D Level 3 Floor Plan



- Source:
- Lobby
 - Retail/Active Use
 - Civic
 - R&D/Office
 - Core/Back of House
 - Parking



Exhibit D
Phase 1A Block D Level 4 Floor Plan



- Lobby
- Retail/Active Use
- Civic
- R&D/Office
- Core/Back of House
- Parking



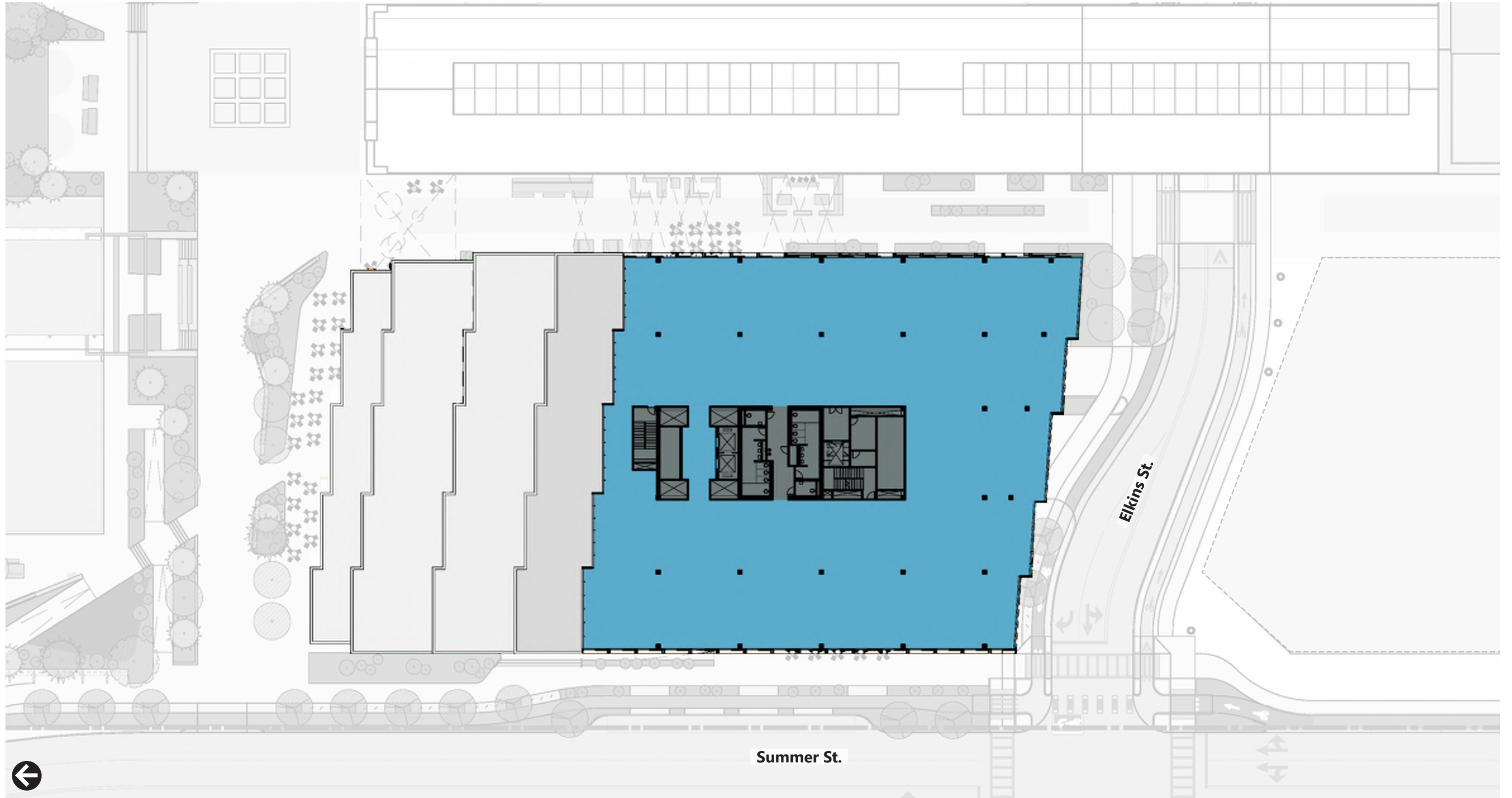
Exhibit D
Phase 1A Block D Level 5 Floor Plan



- Lobby
- Retail/Active Use
- Civic
- R&D/Office
- Core/Back of House
- Parking



Exhibit D
Phase 1A Block D Level 6 Floor Plan



- Lobby
- Retail/Active Use
- Civic
- R&D/Office
- Core/Back of House
- Parking



Exhibit D
Phase 1A Block D Level 7 Floor Plan



- Lobby
- Core/Back of House
- Retail/Active Use
- Parking
- Civic
- R&D/Office
- Enclosed Penthouse (10,000) sf 22% of Total Roof Area (45,000 sf)



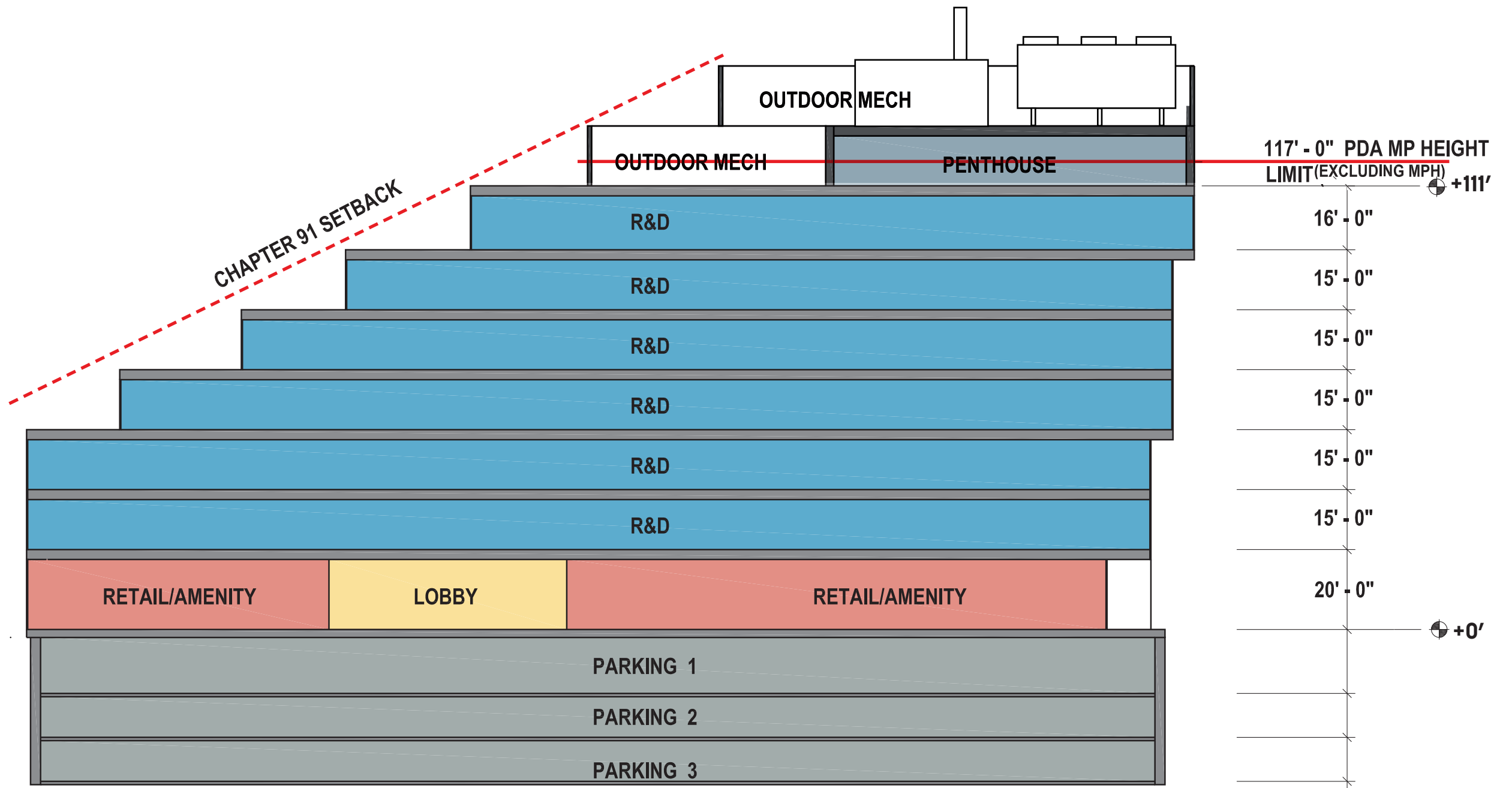
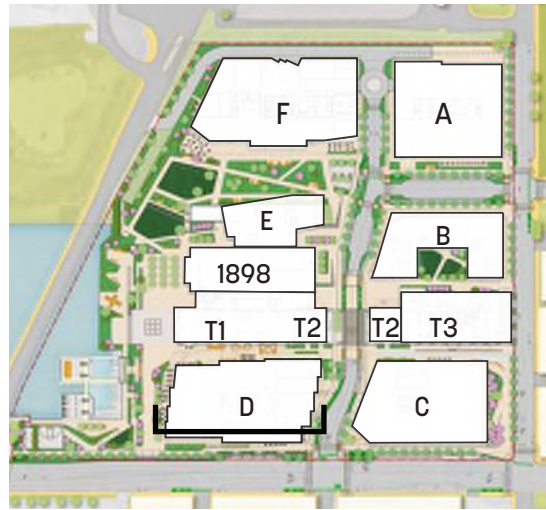
Exhibit D
Phase 1A Block D Penthouse Floor Plan



- Lobby
- Retail/Active Use
- Civic
- R&D/Office
- Core/Back of House
- Parking



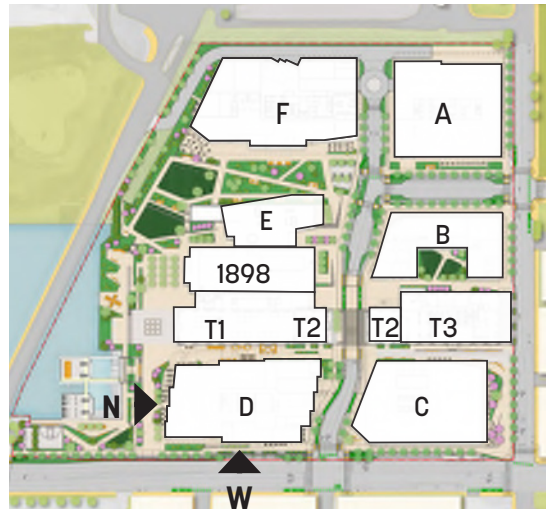
Exhibit D
Phase 1A Block D Roof Plan



- Lobby
- Retail/Active Use
- Civic
- R&D/Office
- Core/Back of House
- Parking



Exhibit D
Phase 1A Block D Section

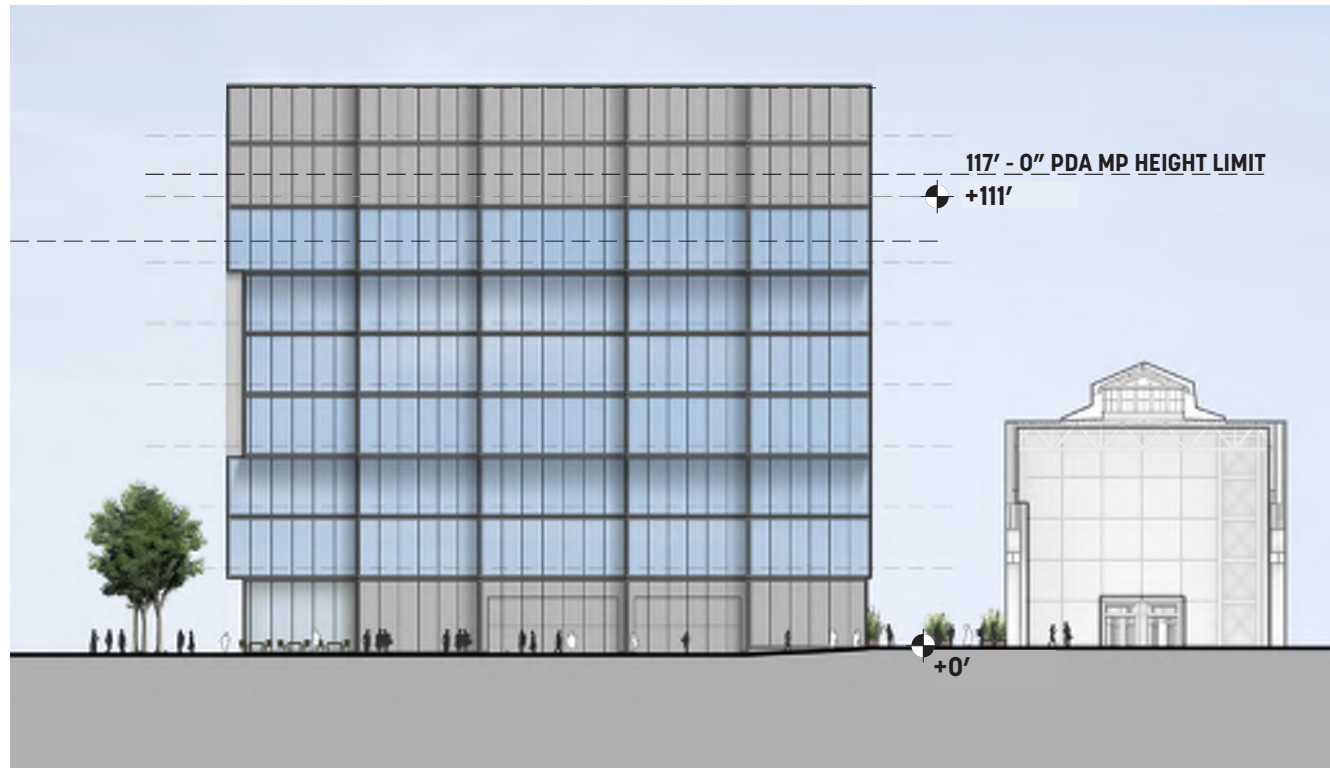
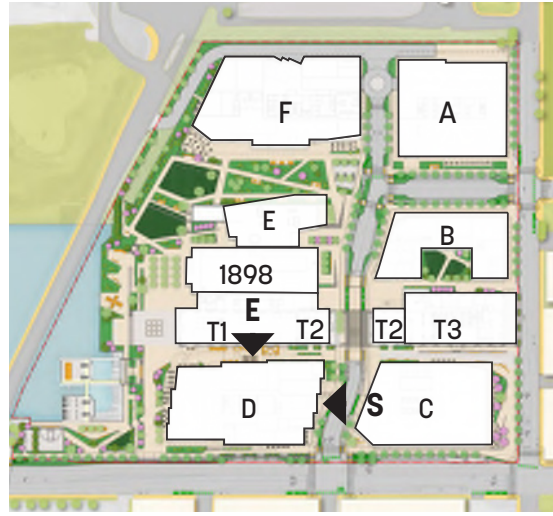


NORTH ELEVATION

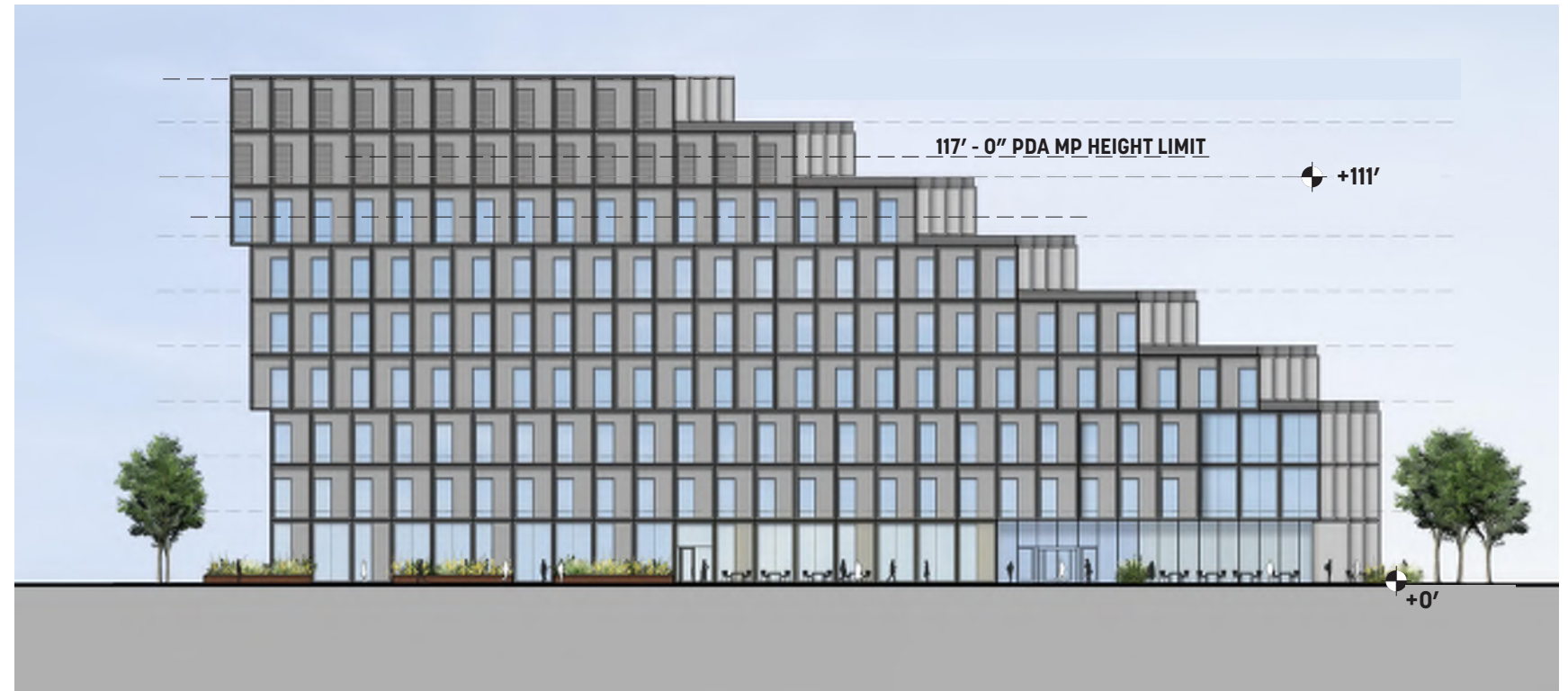


WEST ELEVATION





SOUTH ELEVATION

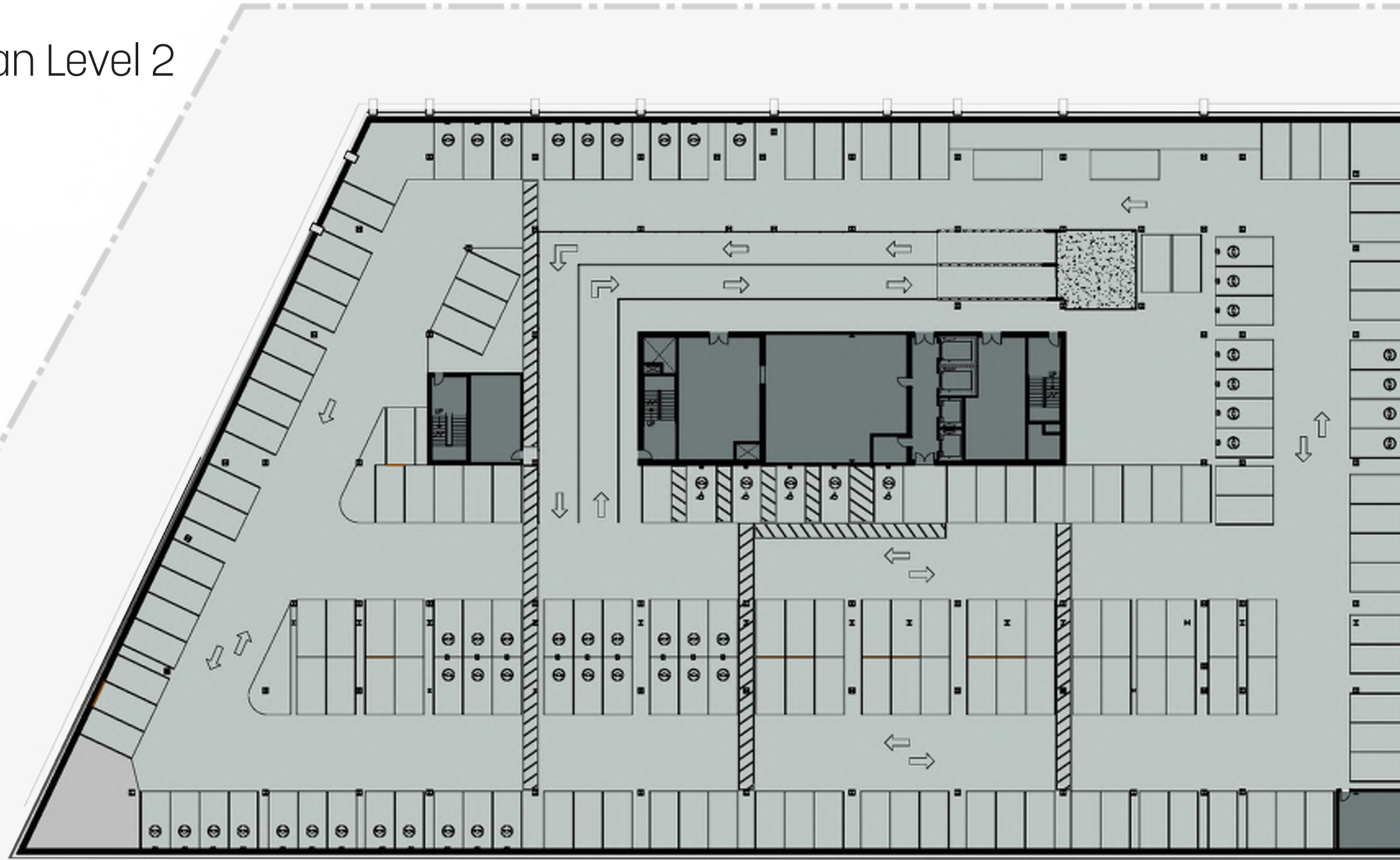


EAST ELEVATION



Block F

Parking Plan Level 2

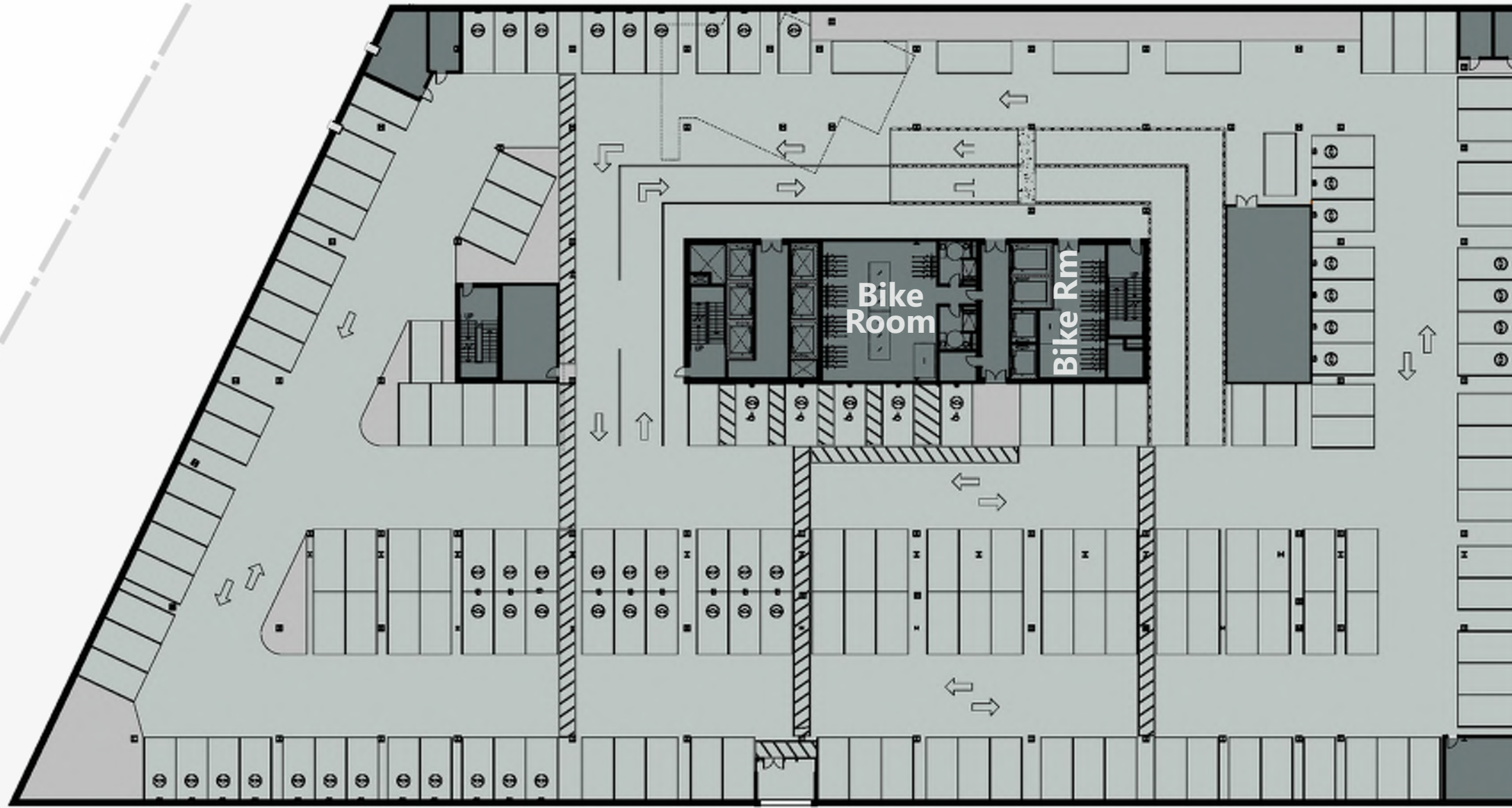



- | | |
|---|--|
|  Lobby |  Core/Back of House |
|  Retail/Active Use |  Parking |
|  Civic | |
|  R&D/Office | |



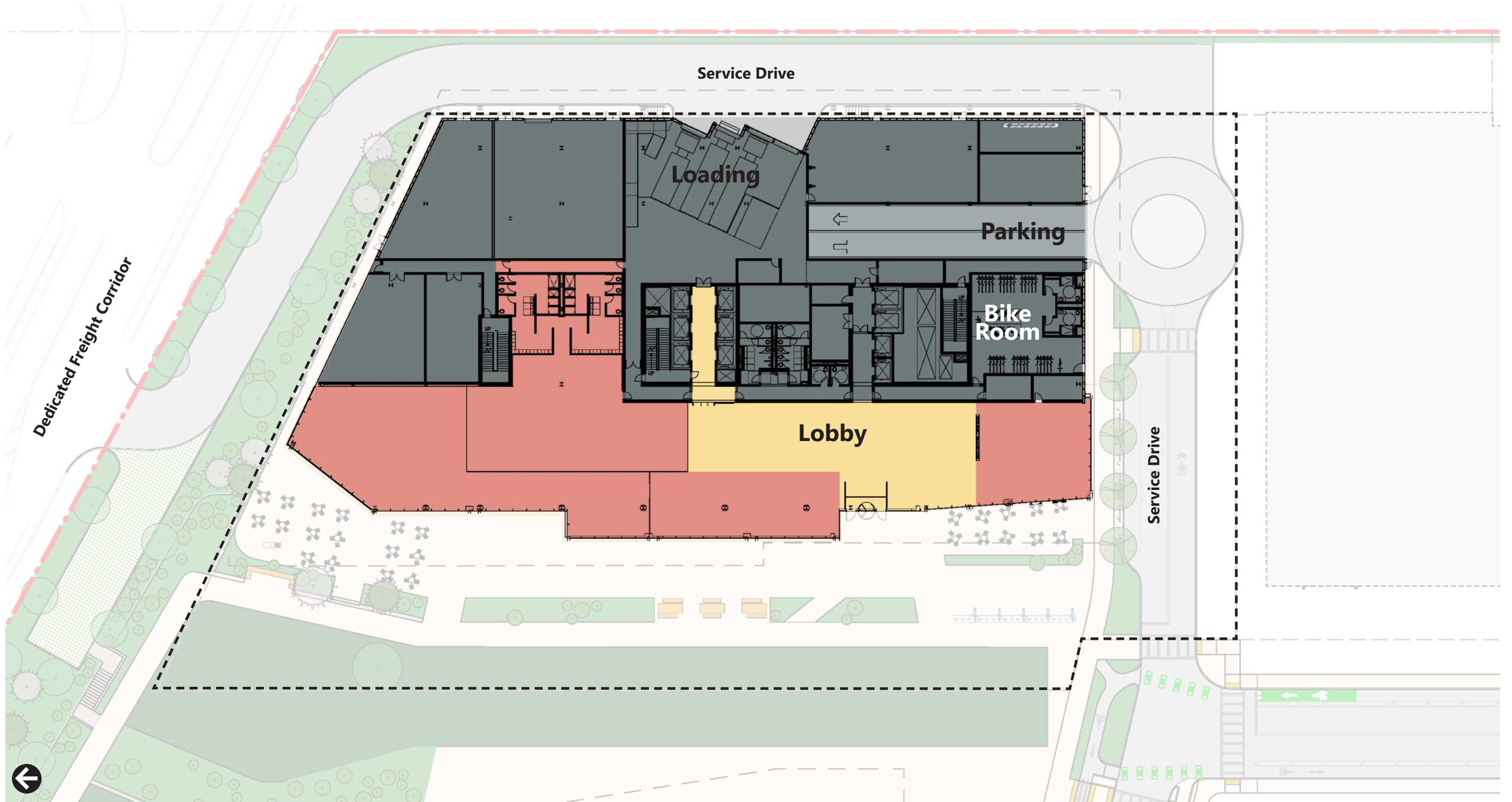
Block F

Parking Plan Level 1



- | | |
|---|--|
|  Lobby |  Core/Back of House |
|  Retail/Active Use |  Parking |
|  Civic | |
|  R&D/Office | |












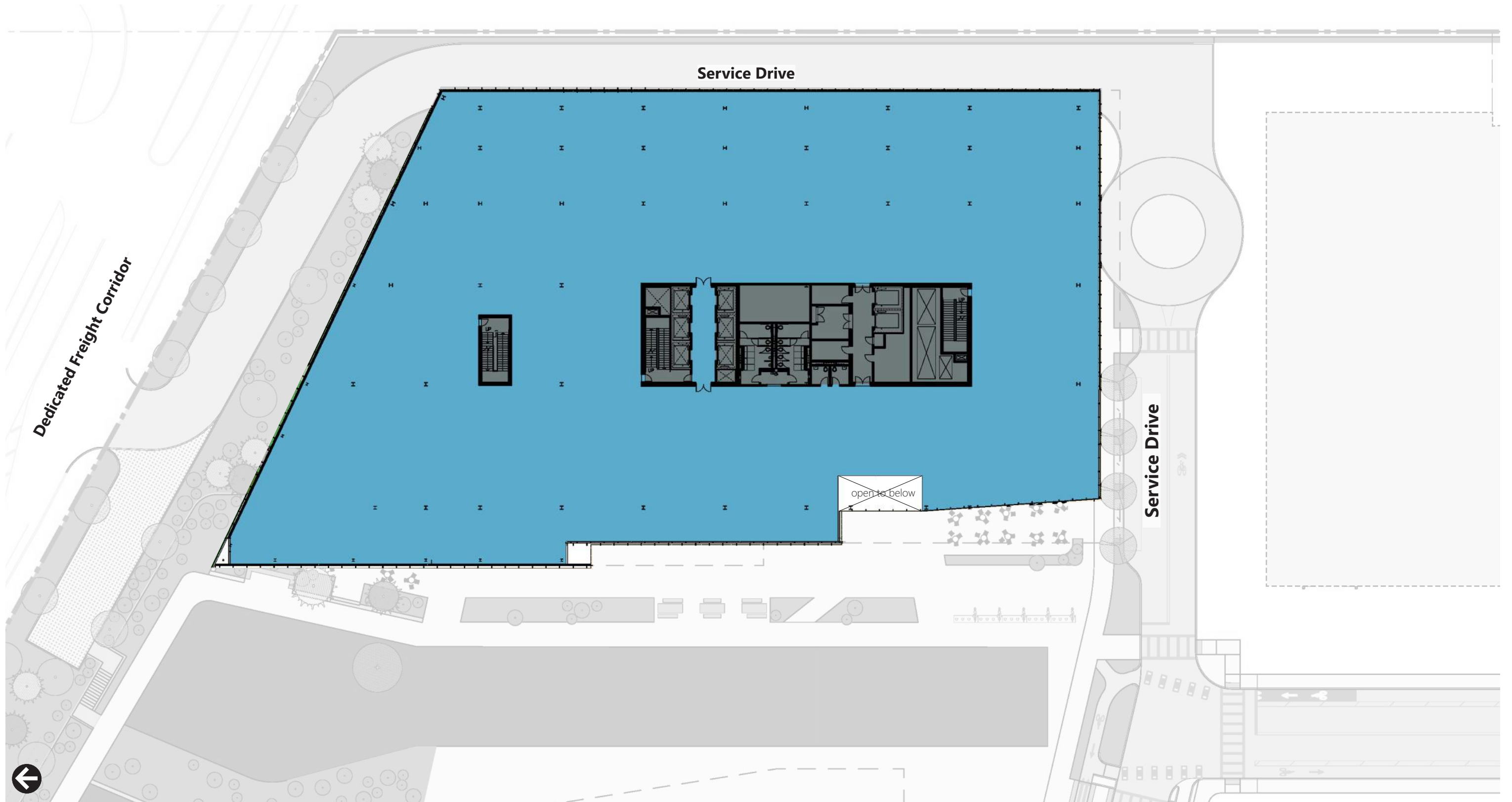
- | | |
|---|--|
|  Lobby |  Core/Back of House |
|  Retail/Active Use |  Parking |
|  Civic |  Below -grade Parking |
|  R&D/Office | |



Exhibit D
Phase 1B Block F Ground Floor Plan



- Lobby
- Core/Back of House
- Retail/Active Use
- Parking
- Civic
- R&D/Office



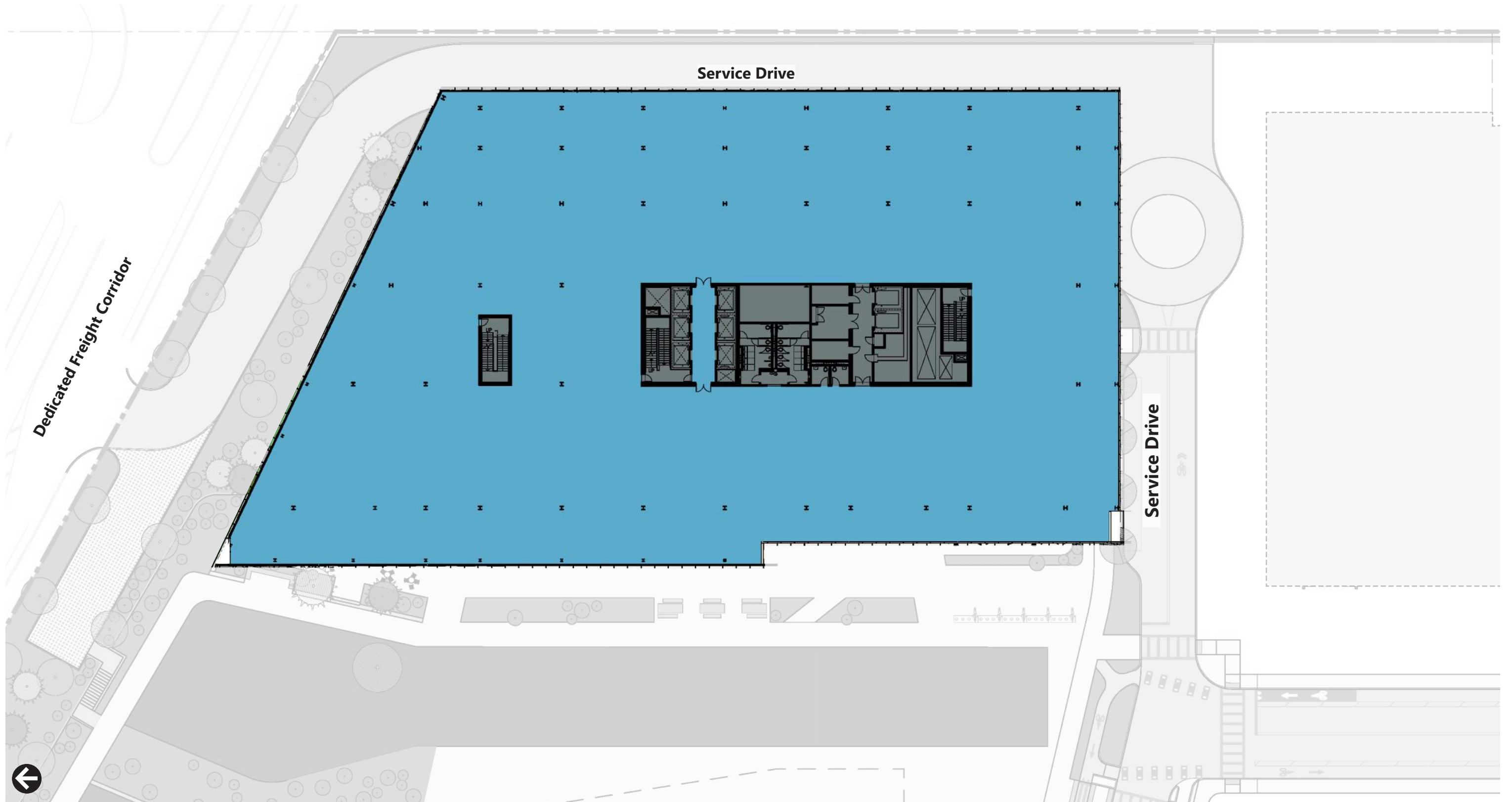
Exhibit D
Phase 1B Block F Level 2 Floor Plan



- Lobby
- Core/Back of House
- Retail/Active Use
- Parking
- Civic
- R&D/Office

15 10 20 50'

Exhibit D
Phase 1B Block F Level 3 Floor Plan









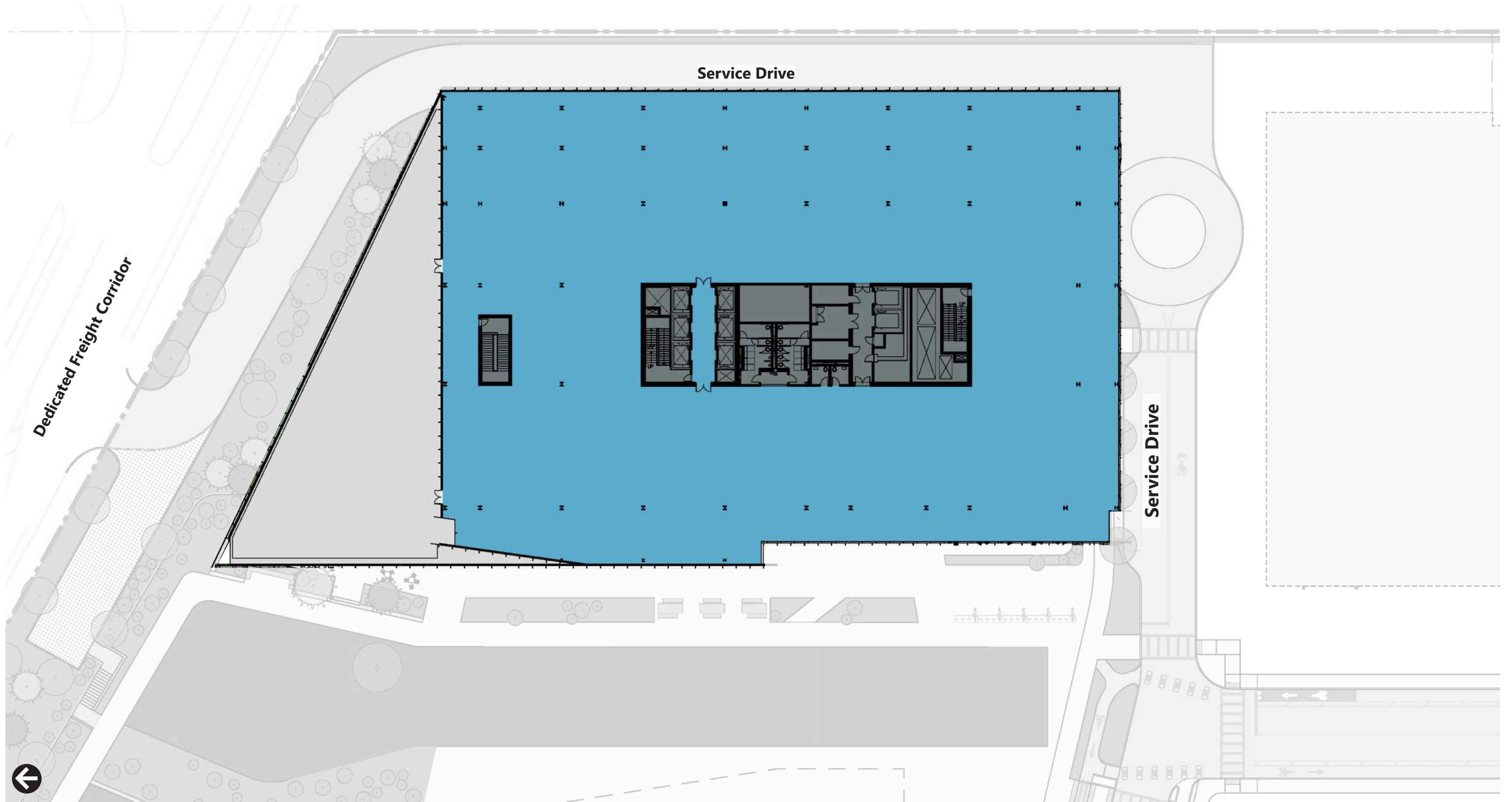
- | | | | |
|---|-------------------|---|--------------------|
|  | Lobby |  | Core/Back of House |
|  | Retail/Active Use |  | Parking |
|  | Civic | | |
|  | R&D/Office | | |



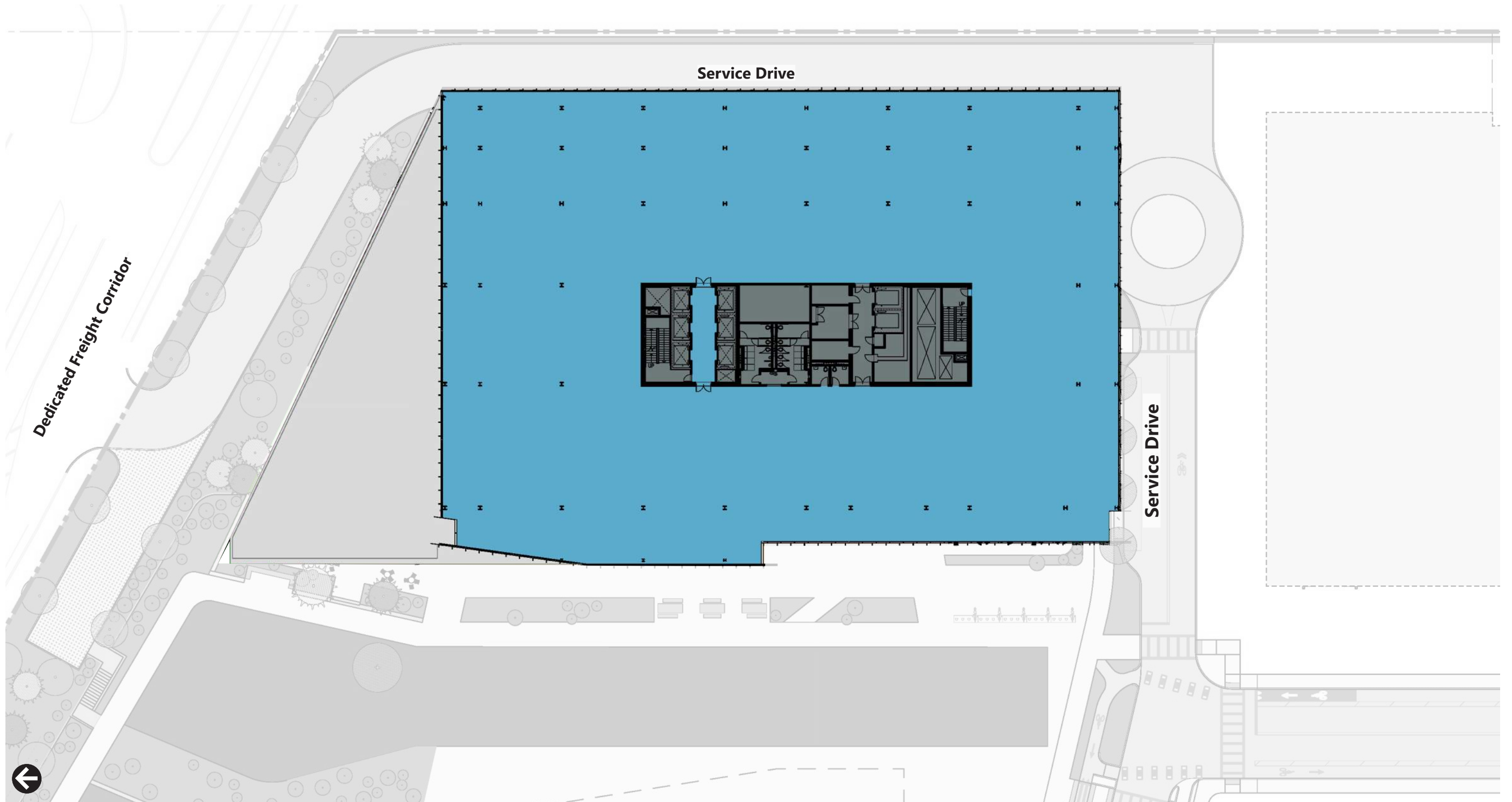
Exhibit D
Phase 1B Block F Level 4 Floor Plan



- Lobby
- Core/Back of House
- Retail/Active Use
- Parking
- Civic
- R&D/Office



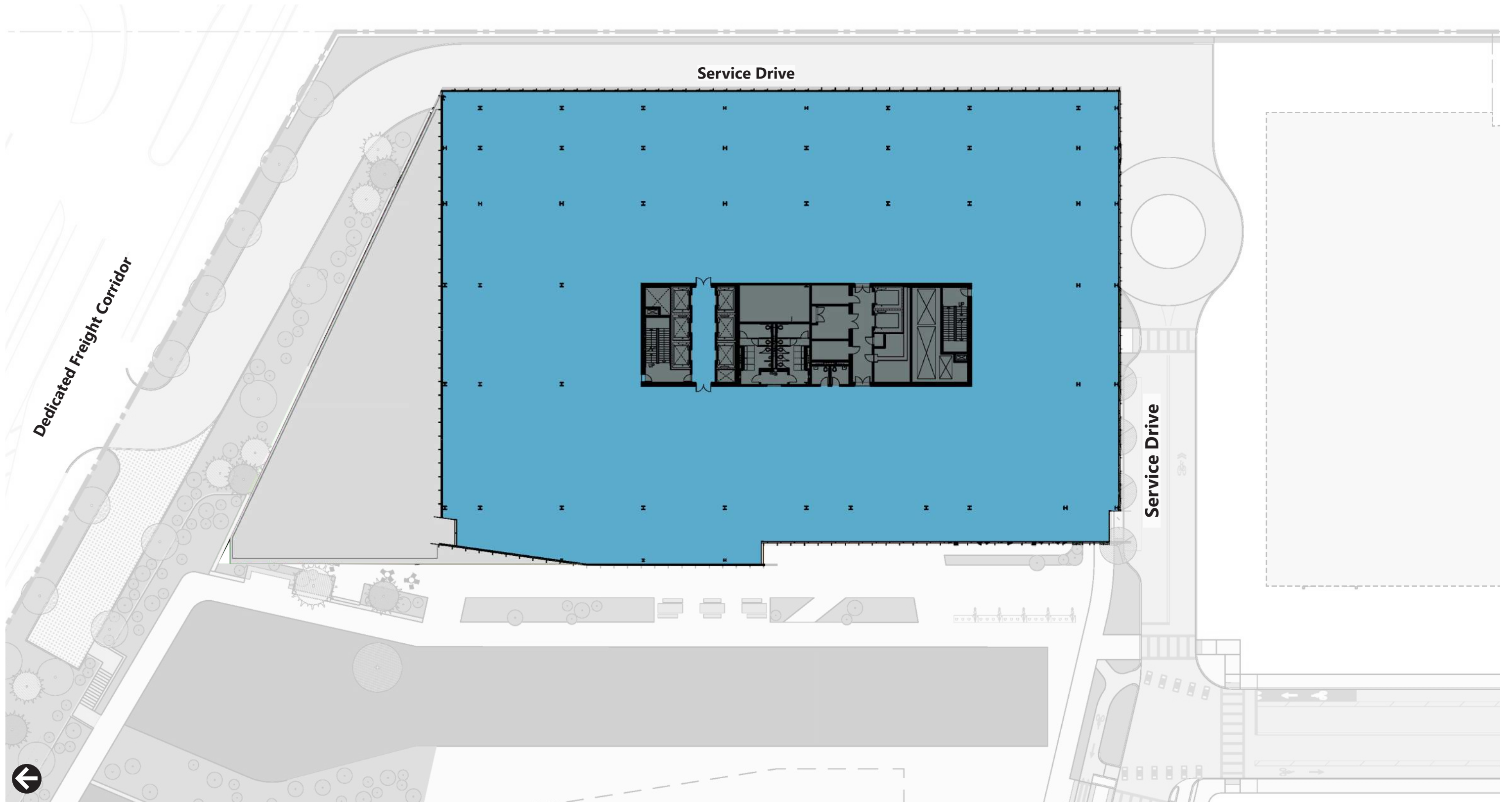
Exhibit D
Phase 1B Block F Level 5 Floor Plan



- Lobby
- Core/Back of House
- Retail/Active Use
- Parking
- Civic
- R&D/Office



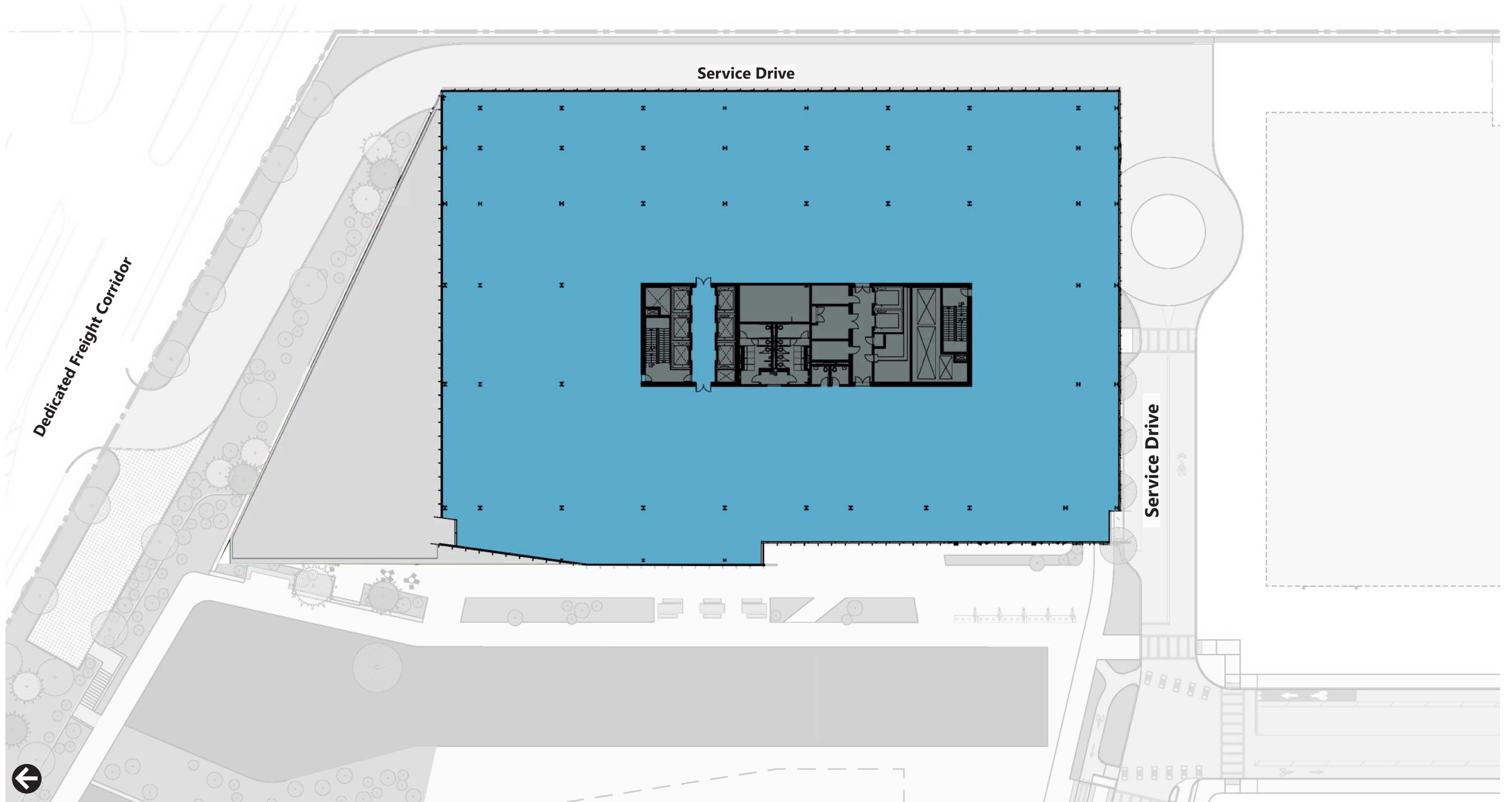
Exhibit D
Phase 1B Block F Level 6 Floor Plan



- Lobby
- Core/Back of House
- Retail/Active Use
- Parking
- Civic
- R&D/Office



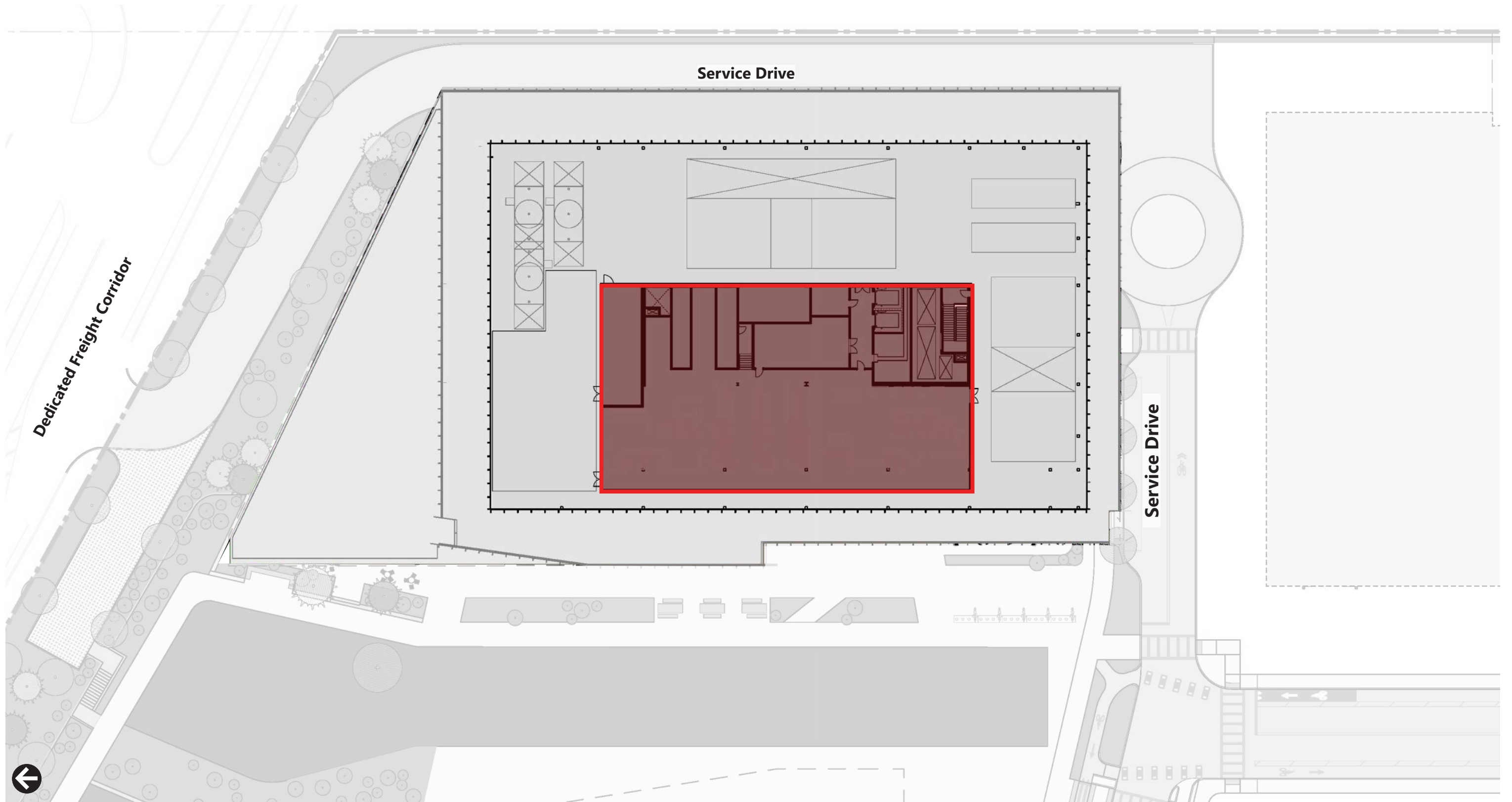
Exhibit D
Phase 1B Block F Level 7 Floor Plan



- Lobby
- Core/Back of House
- Retail/Active Use
- Parking
- Civic
- R&D/Office

15 10 20 50'

Exhibit D
Phase 1B Block F Level 8 Floor Plan










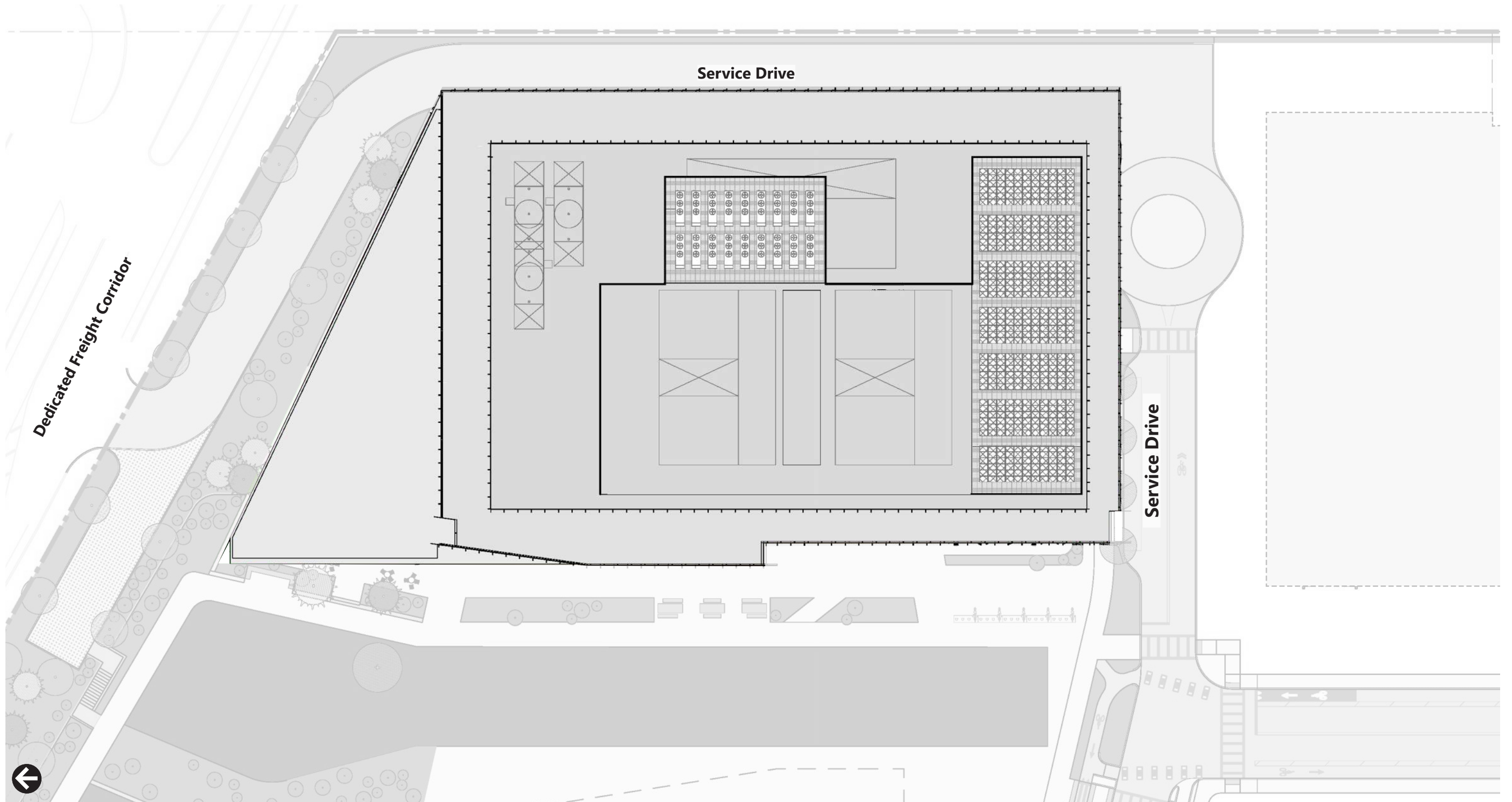
- | | |
|---|---|
|  Lobby |  Core/Back of House |
|  Retail/Active Use |  Parking |
|  Civic |  Enclosed Penthouse (12,590 sf) 21% of Total Roof Area (60,002 sf) |
|  R&D/Office | |



Exhibit D
Phase 1B Block F Penthouse Level Plan









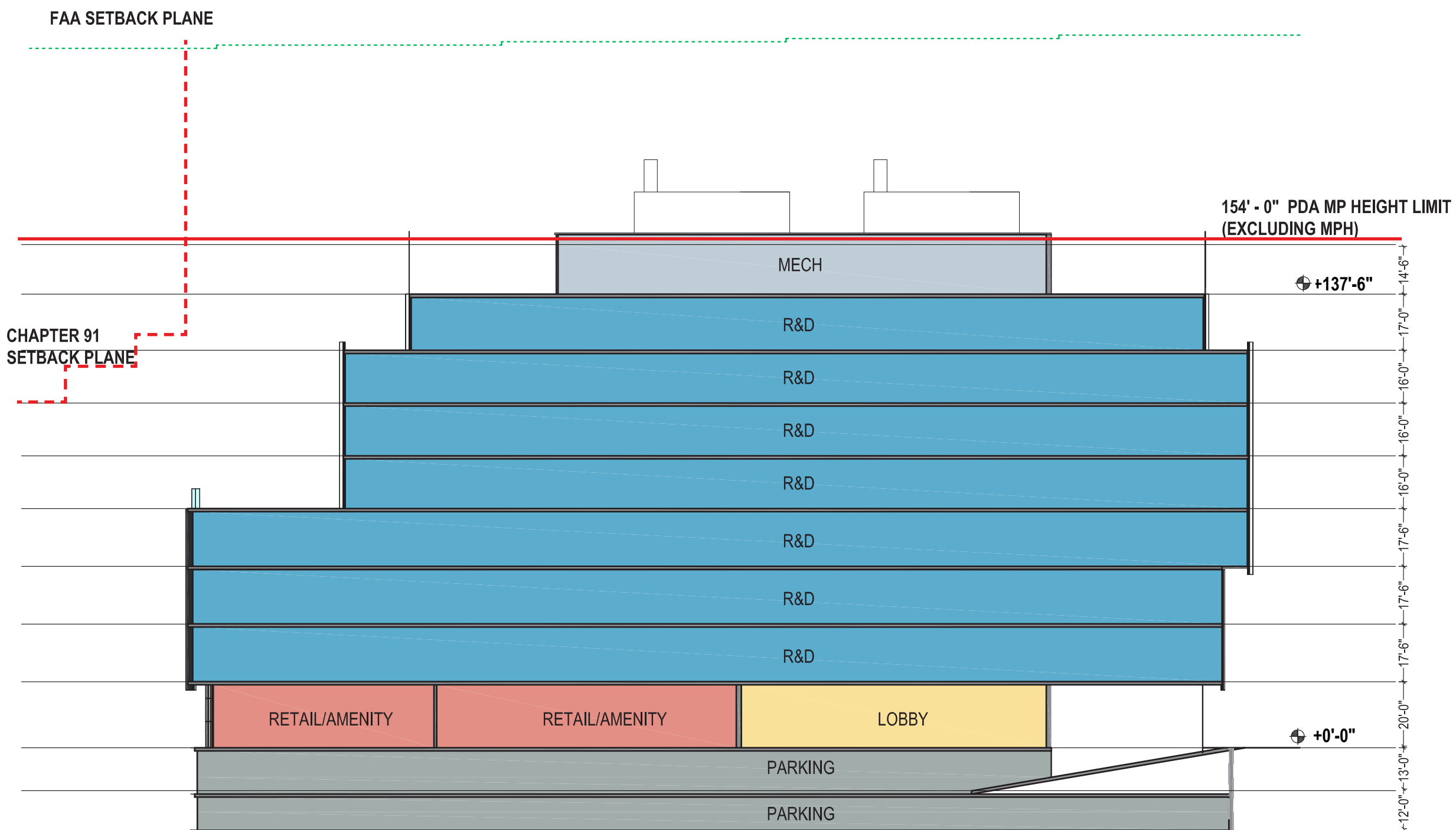
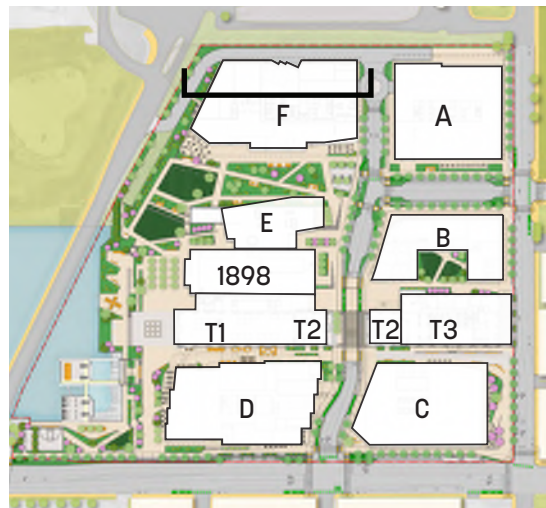
- | | |
|---|--|
|  Lobby |  Core/Back of House |
|  Retail/Active Use |  Parking |
|  Civic | |
|  R&D/Office | |



Exhibit D
Phase 1B Block F Roof Plan









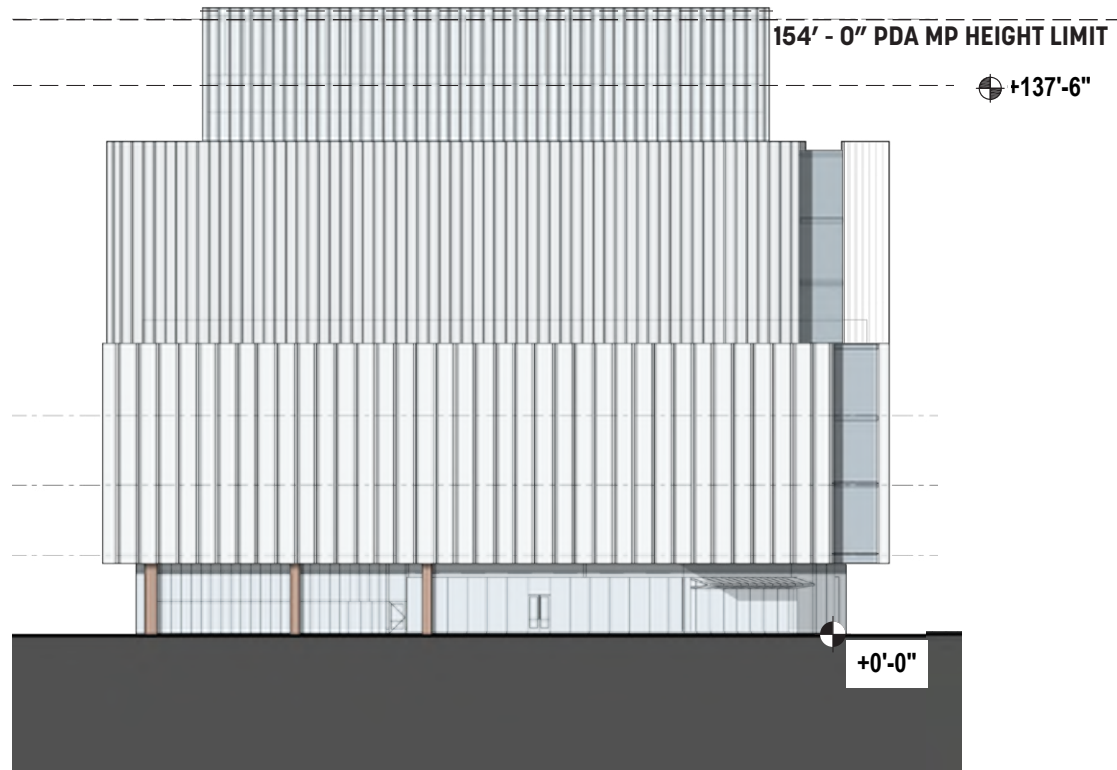
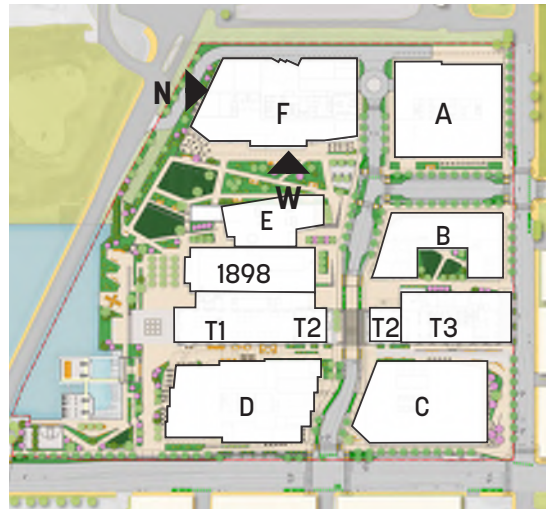
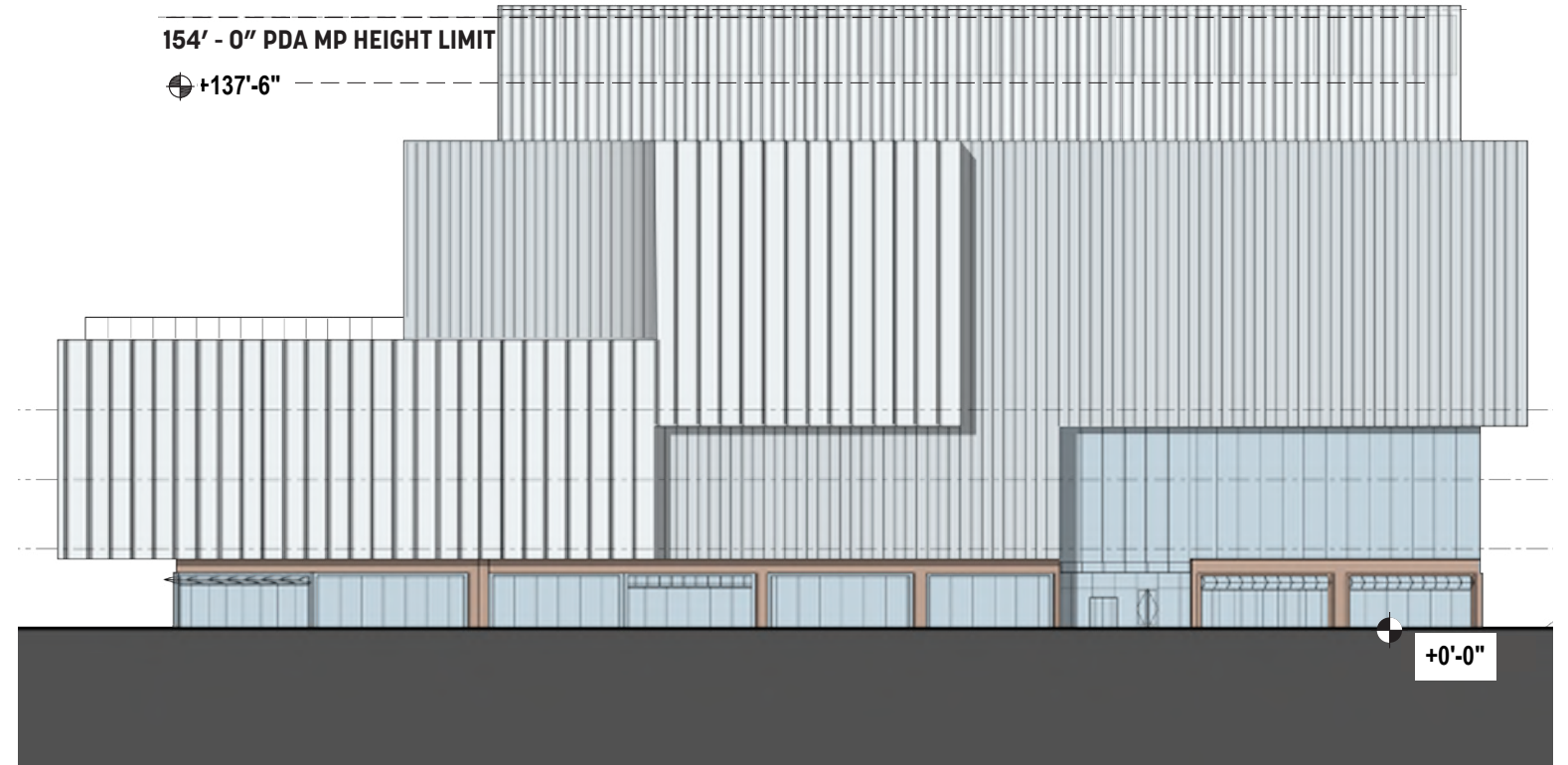
-  Lobby
-  Retail/Active Use
-  Civic
-  R&D/Office
-  Core/Back of House
-  Parking



Exhibit D
Phase 1B Block F Section

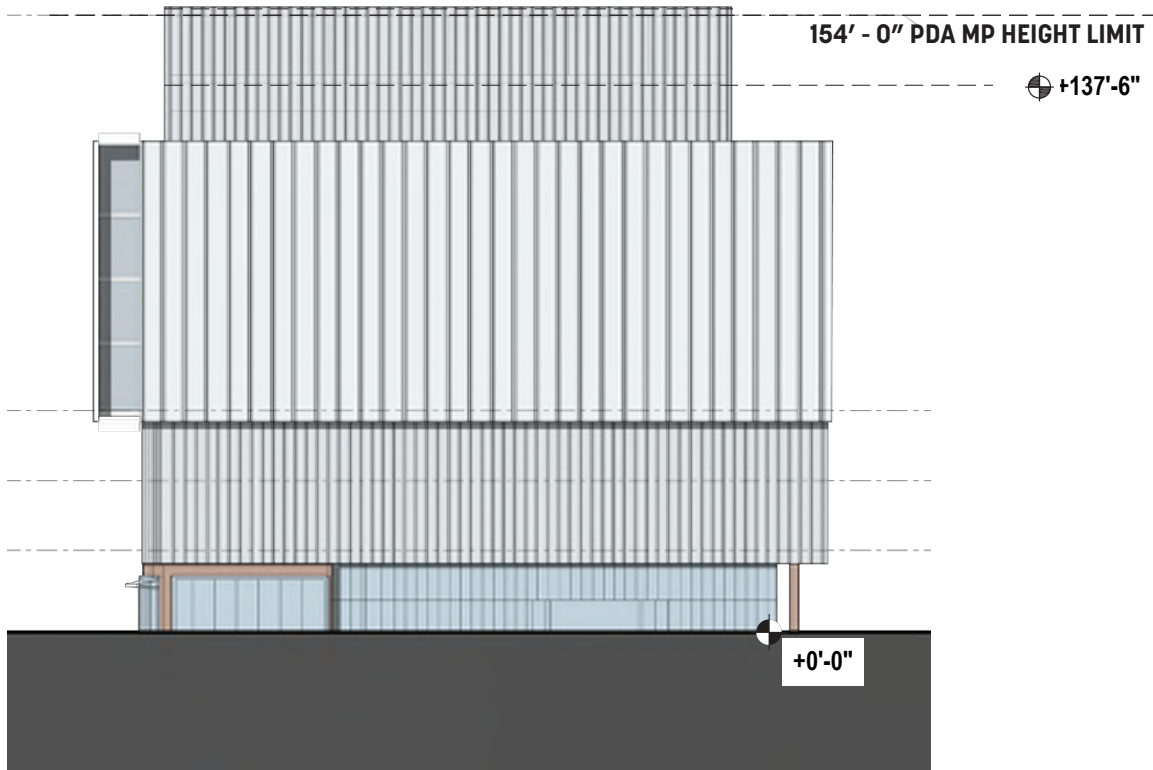
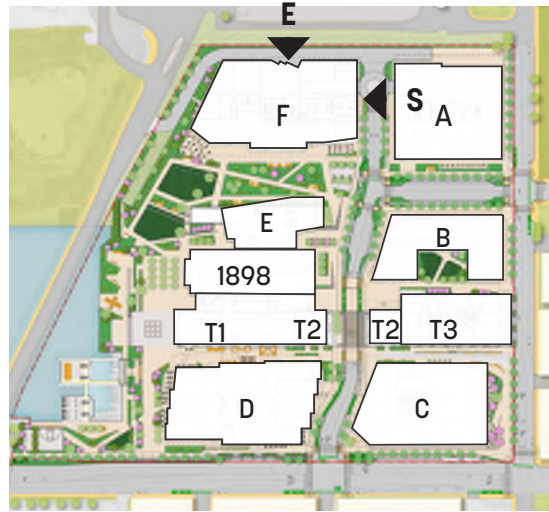


NORTH ELEVATION

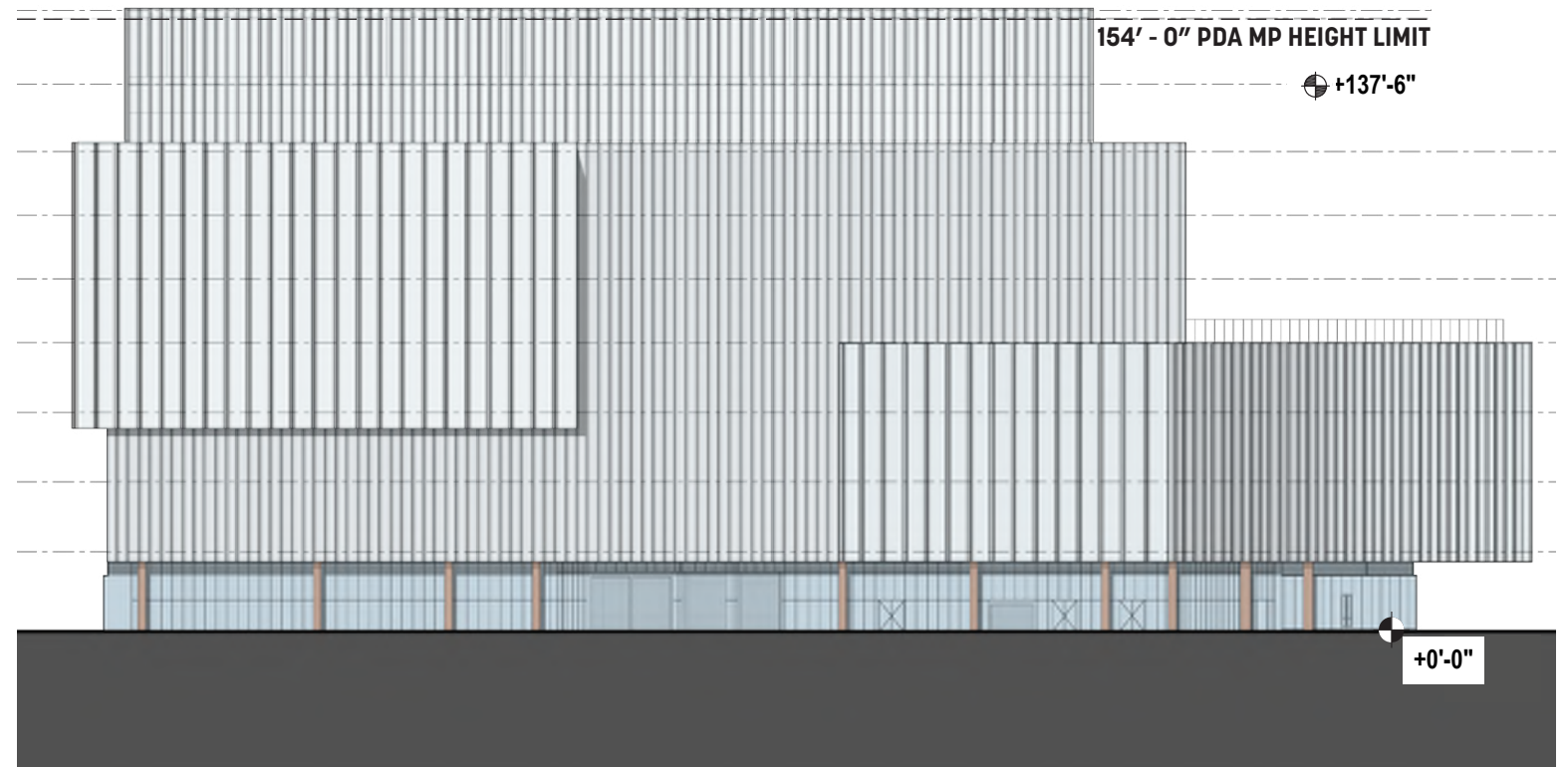


WEST ELEVATION





SOUTH ELEVATION



EAST ELEVATION



Exhibit E

Permitted Uses

The use categories set forth below shall have the meaning set forth in Section 2A (Definitions Applicable in Neighborhood Districts) of the Code.

Primary Uses:

Certain uses shall be allowed as primary uses on each Block or Project Component within the Phase 1 Project, as more particularly set forth below.

Block D:

- Office Uses
- Research and Development Uses*

Block F:

- Office Uses
- Research and Development Uses*

Turbine Hall 1:

- Banking Uses, Community Uses, Cultural Uses, Entertainment and Recreational Uses, Health Care Uses, Restaurant Uses, Retail Uses and Service Uses.

Turbine Hall 2:

- Banking Uses, Community Uses, Cultural Uses, Entertainment and Recreational Uses, Health Care Uses, Restaurant Uses, Retail Uses and Service Uses.

Turbine Hall 3:

- Office Uses
- Research and Development Uses*

* No laboratory classified by the U.S. Centers for Disease Control as Biosafety Level 3 (BSL-3), Biosafety Level 4 (BSL-4) shall be allowed within the Phase 1 Project.

Secondary Use for Neighborhood Activation:

The following uses shall be allowed on each Block or Project Component within the Phase 1 Project as secondary uses, meaning that such uses in the aggregate shall not exceed 25% of the Gross Floor Area of any Block or Project Component (except to the extent any such uses are otherwise allowed as primary uses on such Block or Project Component): Banking Uses, Community Uses, Cultural Uses, Entertainment and Recreational Uses, Health Care Uses, Restaurant Uses, Retail Uses and Service Uses.

Additional Use Provisions:

Open Space Uses shall be allowed within the Phase 1 Project.

Parking garage and parking lot uses shall be allowed within the Phase 1 Project, up to a maximum of approximately 650 parking spaces, with up to 300 parking spaces delivered in Phase 1A, and up to 350 parking spaces delivered in Phase 1B. Certain parking spaces within the Phase 1 Project may be subject to the South Boston Parking Freeze and the Proponent shall comply with applicable permitting requirements of the Air Pollution Control Commission.

Notwithstanding the foregoing allowed uses set forth in this **Exhibit**, the following uses shall be forbidden within the Phase 1 Project: adult bookstore, adult entertainment, cannabis establishment and stadium use.

As set forth in the PDA Master Plan, for the purpose of this Development Plan the term Research and Development Uses shall also include Scientific Laboratory, as such term is defined in Section 2A of the Zoning Code.

Exhibit F

Right-of-Way and Roadways Plan

[See attached]


Public Streets at the discretion of the BPDA and BTD


- S.1
- S.1a
- S.2
- S.3

Private Street

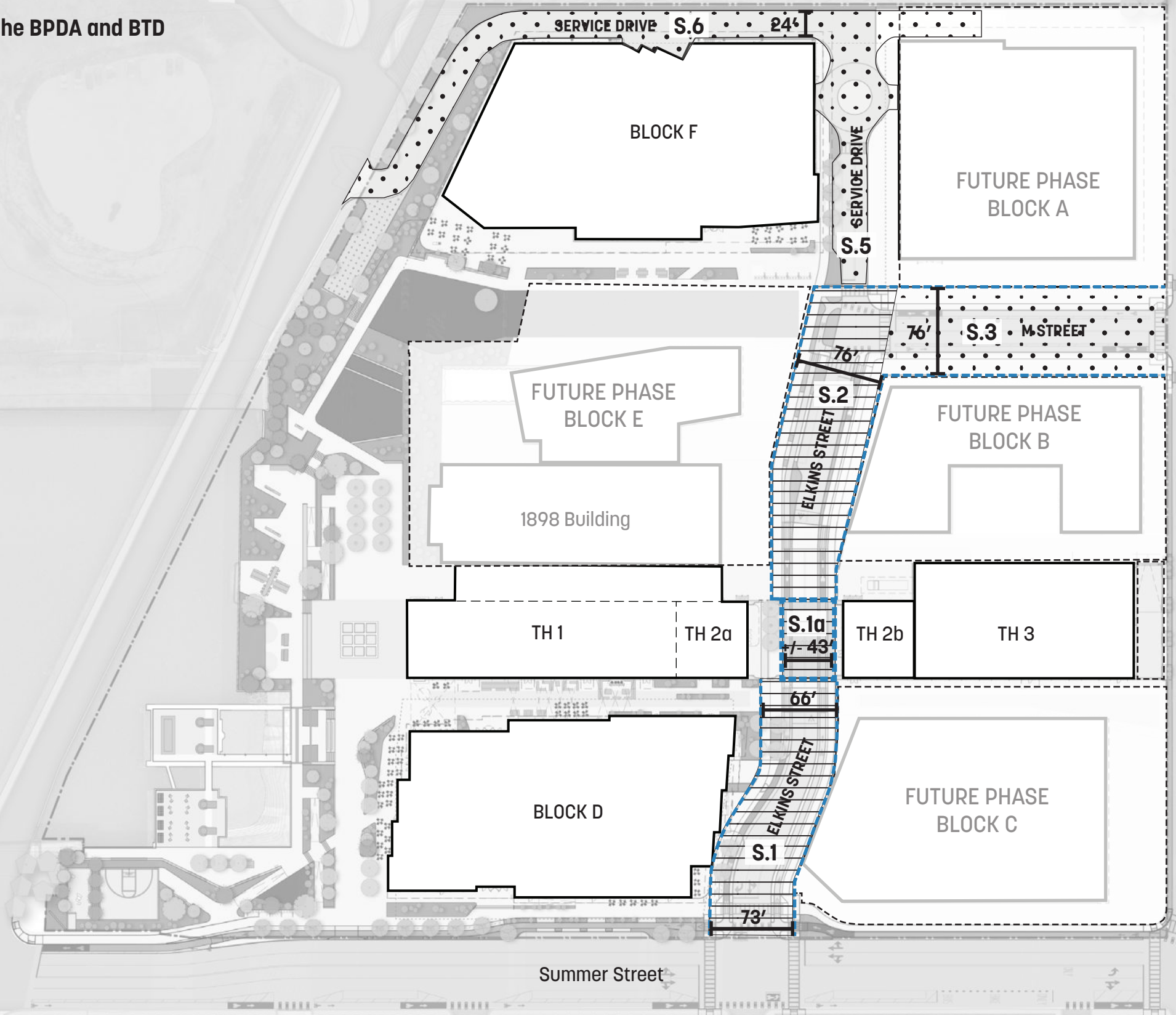
- S.5
- S.6



Phase 1A 

Phase 1B 

ROW 



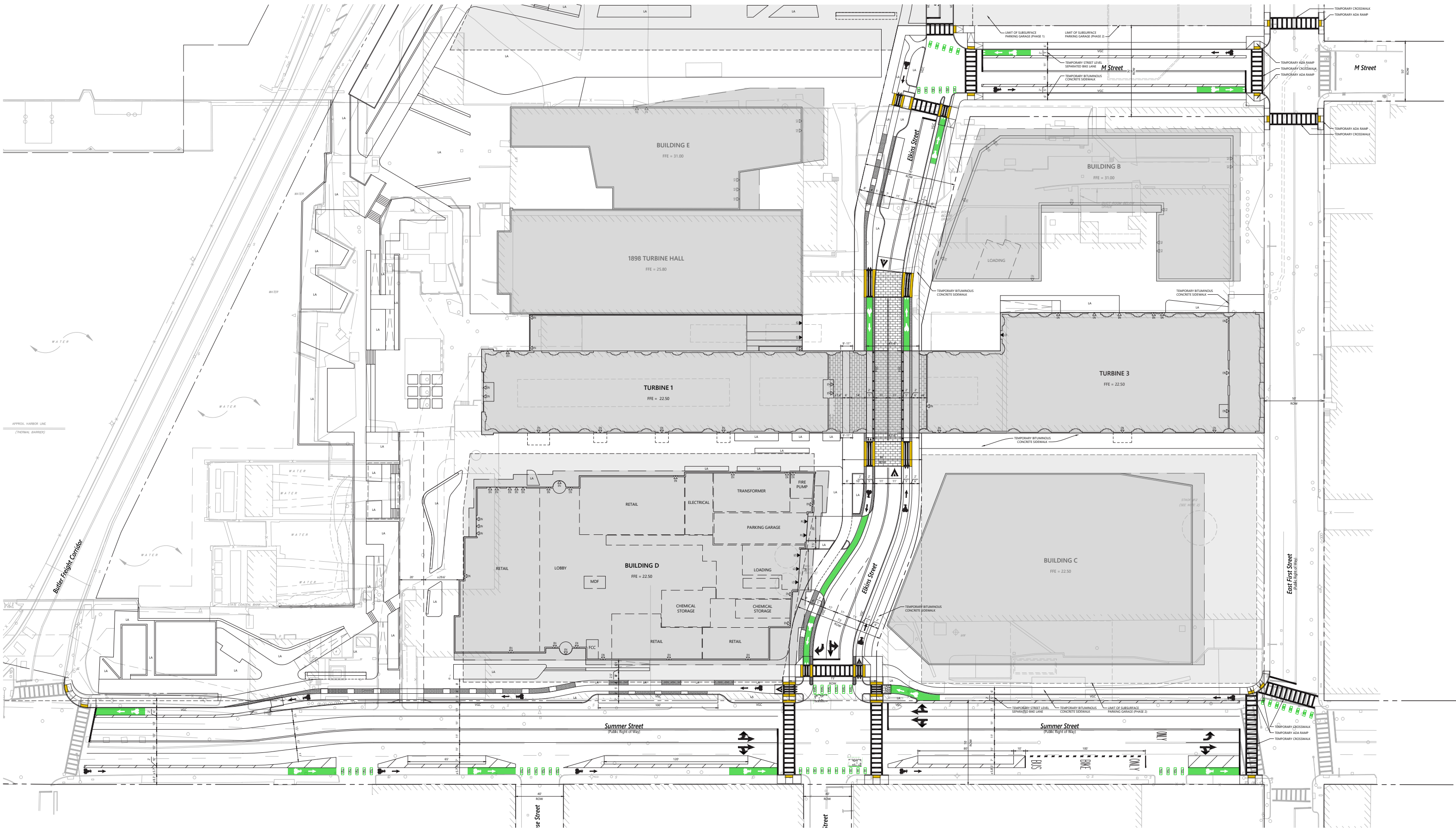


Exhibit F
Right of Way & Roadways Plan

Exhibit G

Summarized Development Plan Build Out

PDA Master Plan: Approved Uses*	Master Plan Approved Maximum Approximate Gross Floor Area (SF)**	Phase 1 Development Plan Proposed Approximate Gross Floor Area (SF)	Phase 1 Project Components: Uses		
			Block D	Block F	Edison Turbine Halls
Retail	80,000	66,500	17,000	10,000	39,500
Office/Research and Development	860,000	677,000	248,000	364,000	65,000
Residential	610,000 (636 dwelling units)	0			
Hotel and Conference Center	115,000 (240 keyed hotel rooms)	0			
Civic/Cultural Space	15,000	11,000			11,000
Parking Spaces	1,214	650 parking spaces			
Open Space	5.7 acres	3.7 acres			
Totals (not including parking spaces or open space)	1,680,000	754,500	265,000	374,000	115,500

*The PDA Master Plan proposes the construction of multiple buildings and the rehabilitation of certain existing buildings that comprise the Master Project. Such buildings are collectively expected to include:

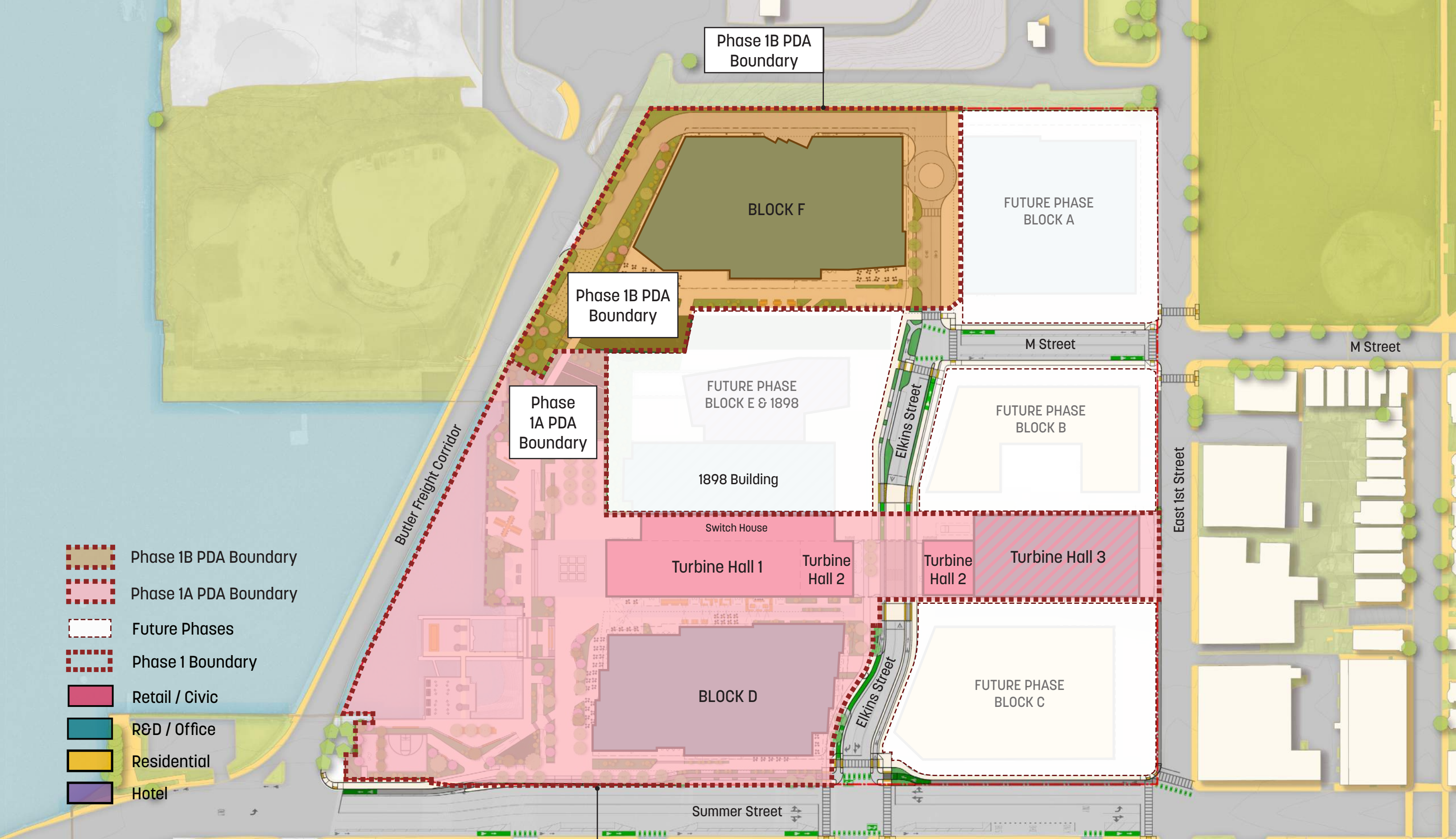
- approximately 860,000 square feet of office/research and development space;
- approximately 115,000 square feet of hotel space with up to 240 keyed hotel rooms;
- approximately 80,000 square feet of retail space;
- approximately 610,000 square feet of residential space in up to 636 dwelling units;
- approximately 15,000 square feet of civic/cultural space; and
- a total of approximately 1,214 parking spaces in a combination of below grade, at-grade, above-grade, and surface spaces.








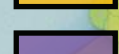
**Notwithstanding the foregoing, without requiring any amendment to the PDA Master Plan, the Proponent may increase the Gross Floor Area applicable to any Block by up to 10% of the anticipated maximum set forth above subject to approval by the Director of the BPDA, provided that the total Gross Floor Area under this PDA Master Plan shall not exceed 1.73 million square feet (of which not greater than approximately 1.68 million square feet of Gross Floor Area shall be used for uses other than parking)

Exhibit H

Phasing and Interim Conditions

[See attached]



-  Phase 1B PDA Boundary
-  Phase 1A PDA Boundary
-  Future Phases
-  Phase 1 Boundary
-  Retail / Civic
-  R&D / Office
-  Residential
-  Hotel



Phase 1A PDA Boundary

Exhibit H
Phase 1 Phasing Plan, PDA Boundary

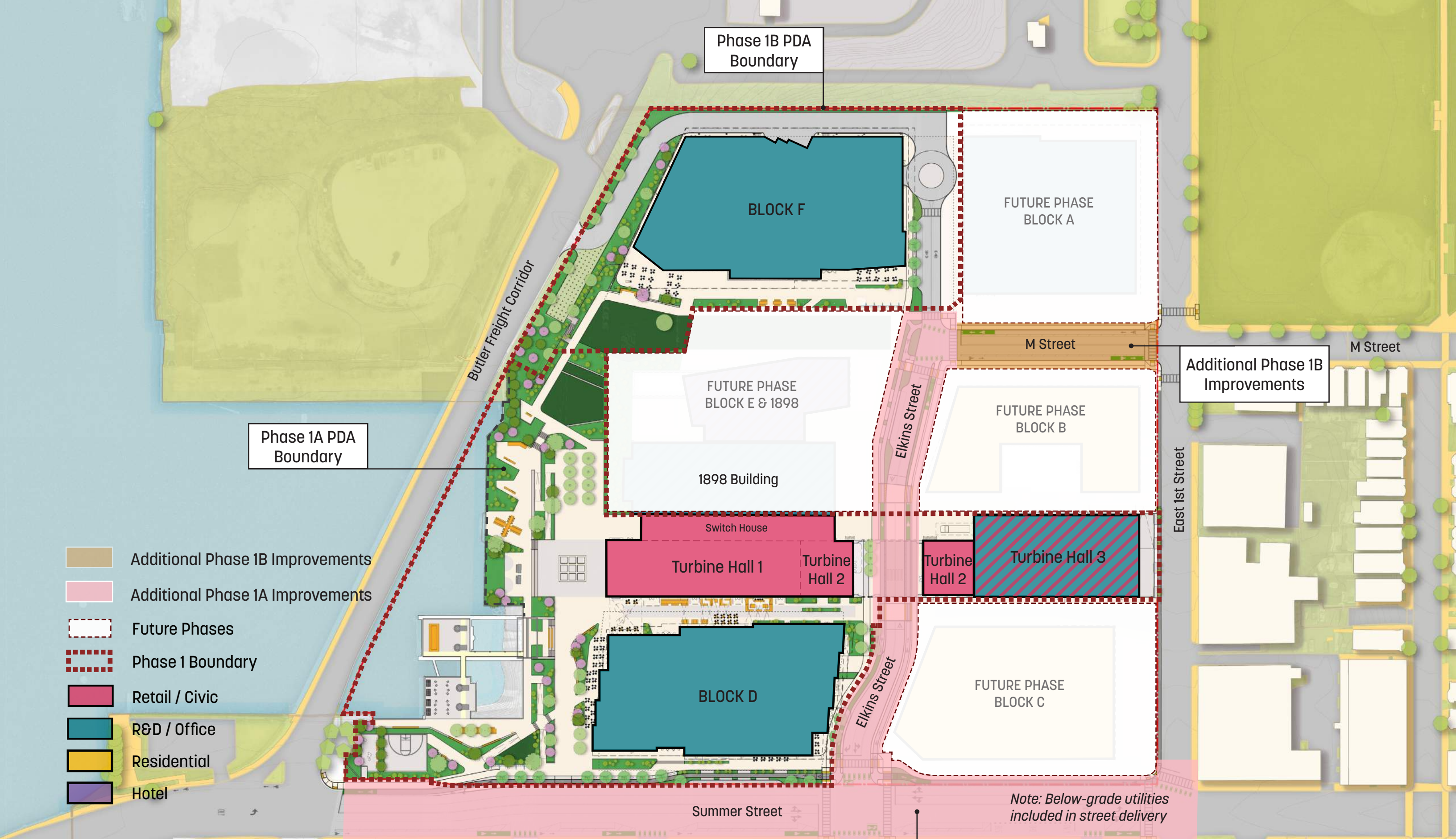


Exhibit H
Phase 1 Phasing Plan, Additional Improvements

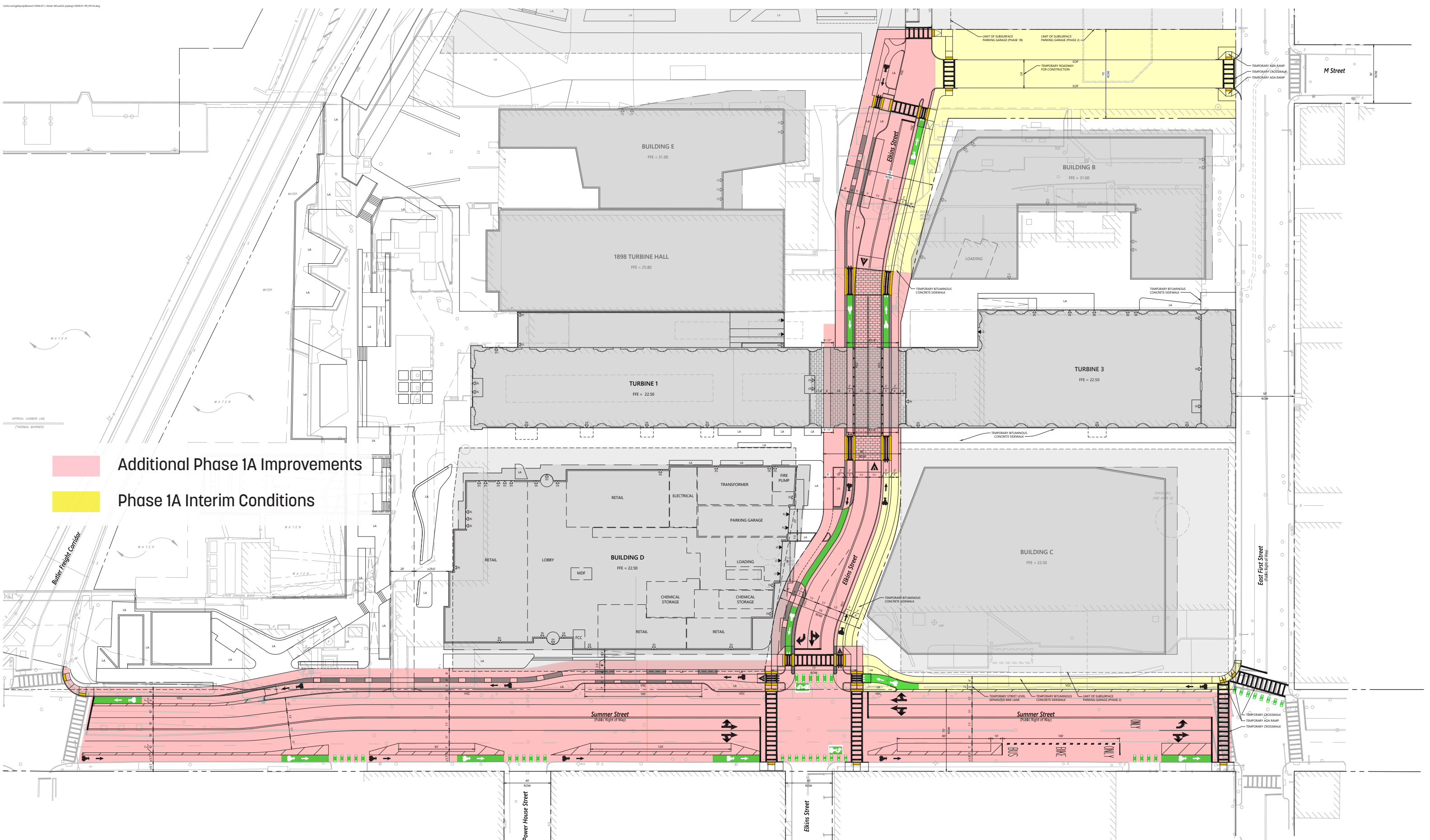
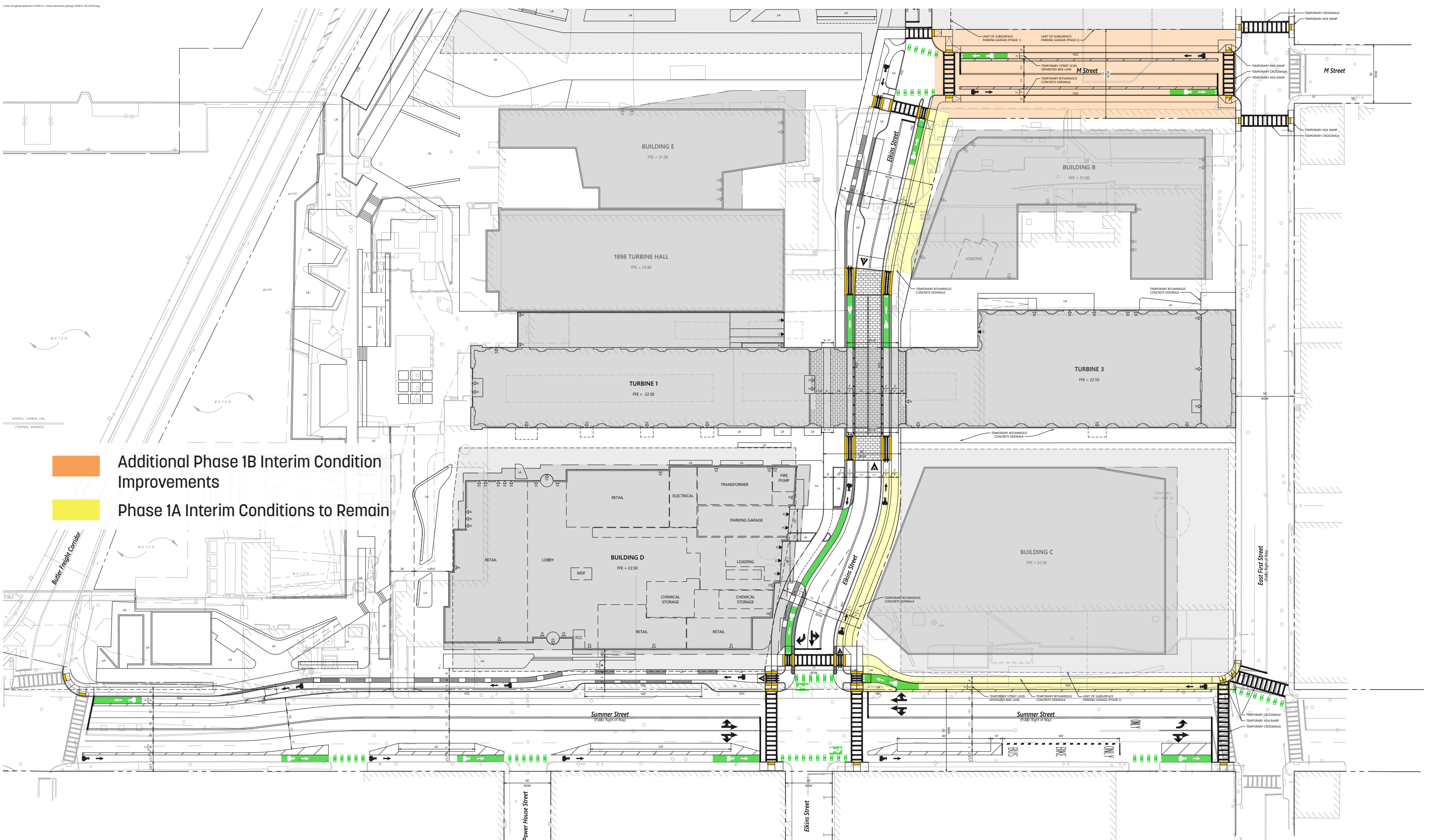


Exhibit H
Phase 1a Additional Improvements
& Interim Conditions



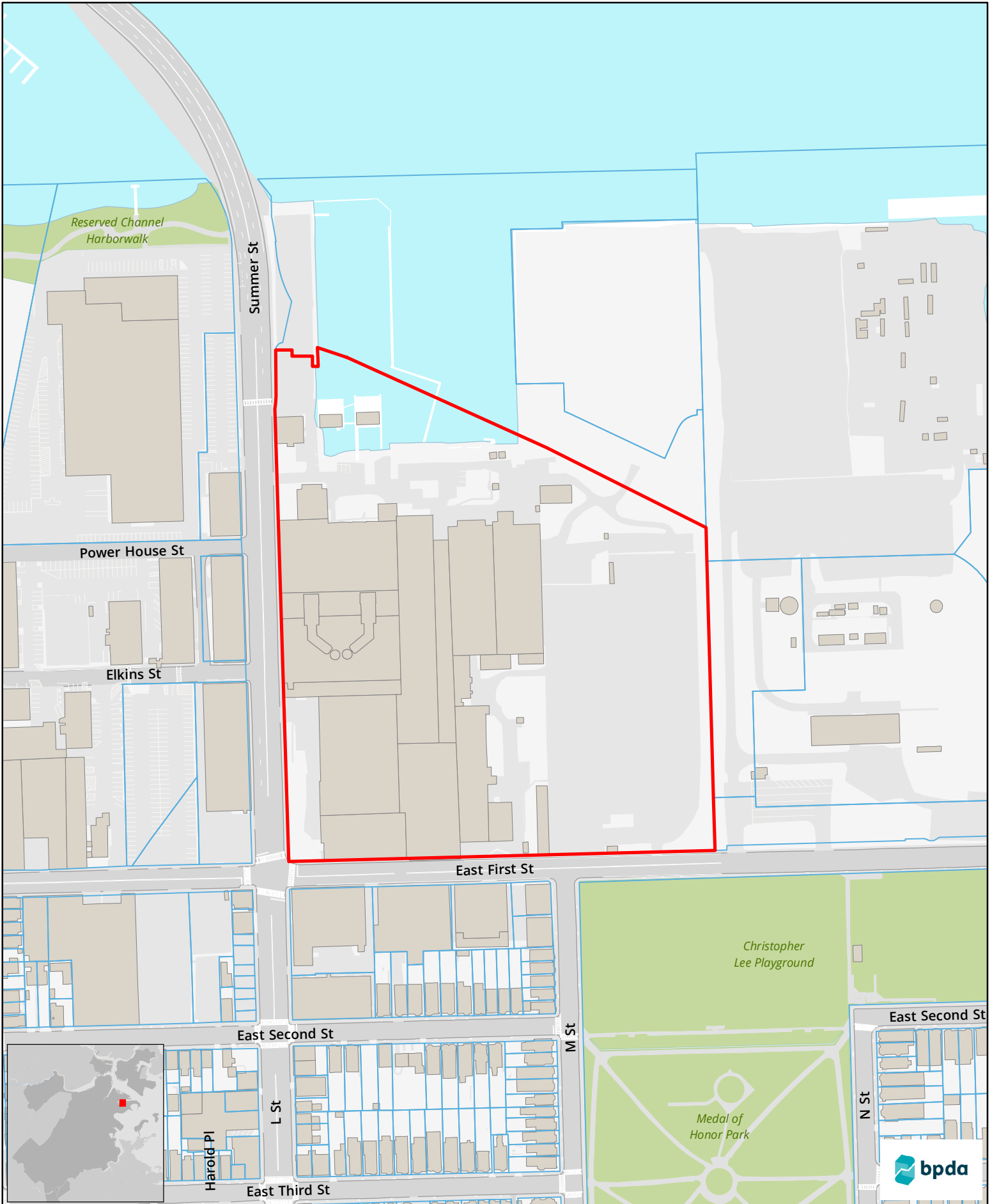
Additional Phase 1B Interim Condition Improvements

Phase 1A Interim Conditions to Remain

Exhibit H
Additional Phase 1b Interim Condition
Improvements

776 Summer Street (South Boston)

1:2,800



776 Summer Street (South Boston)

1:2,800



NOTICE OF PUBLIC HEARING

The Boston Redevelopment Authority d/b/a the Boston Planning & Development Agency ("BPDA"), pursuant to Section(s) 80A-2, 80B-5 and 80C-5 of the Boston Zoning Code ("Code"), hereby gives notice that it will hold a virtual Public Hearing on Thursday, January 19 2023 at 6:20 p.m., televised on Boston City TV (Xfinity Channel 24, RCN Channel 13, and Verizon Fios Channel 962) and live streamed on boston.gov, to consider the proposed Development Plan for Phase 1 within Planned Development Area No. 128, L Street Station Redevelopment (the "Development Plan"), located at 776 Summer Street South Boston, for Phase 1 of the L Street Station Redevelopment Project (the "Proposed Project"), submitted by HRP 776 Summer Street PropCo, LLC, c/o Hilco Redevelopment Partners in conjunction with Redgate Capital Partners; and to consider the Proposed Project as a Development Impact Project. The Proposed Project includes the development of approximately 754,500 square feet of Gross Floor Area, consisting of approximately 669,800 square feet of office, research and development space and 84,700 square of retail, civic, cultural and other such uses, on approximately 8.4 acres (approximately 364,409 square feet) of land within three buildings. Members of the public may participate in this Public Hearing by registering at <https://bit.ly/JanBPDAMeeting> or emailing your testimony to BRABoard@boston.gov. Emailed testimony will be read aloud during the hearing. The Proposed Project may be viewed at the following link: <https://www.bostonplans.org/projects/development-projects/776-summer-street-phase-1>

Teresa Polhemus, Executive Director/Secretary, Boston Redevelopment Authority