

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

**DEVELOPMENT PLAN
FOR
PHASE 2
WITHIN
PLANNED DEVELOPMENT AREA NO. 128
L STREET STATION REDEVELOPMENT**

776 Summer Street, South Boston

[September 27, 2024]

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 PDA Master Plan (as defined in Section 4 below), this plan constitutes the Development Plan (this “**Development Plan**”) for the construction of four (4) new buildings, rehabilitation of an existing turbine building, and development of related parking, infrastructure and structures containing approximately [1,025,500] square feet of Gross Floor Area (as more fully described in this Development Plan, the “**Phase 2 Project**”). The Phase 2 Project is a portion of the project described in the PDA Master Plan, which will contain up to [1,830,000] square feet of Gross Floor Area, of which no more than [1,780,000] square feet may be used for uses other than parking (the “**Master Project**”). The Phase 2 Project will be located on approximately 6.8 acres (the “**Phase 2 Project Site**”) within the approximately 15.2-acre 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 2 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 2 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 [sixteen (16)] pages of text and Exhibits [A-F]. All references to this Development Plan contained herein shall pertain only to such [sixteen (16)] pages of text and Exhibits [A-F]. Exhibits [A-F] 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 2 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 2 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 2 Project will be issued until the BPDA has issued a Certification of Consistency, or a partial Certification of Consistency, as applicable, for the Phase 2 Project. To the extent that the Director of the BPDA certifies consistency with this Development Plan, the Phase 2 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 2 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 2 Project Site and the Phase 2 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 2 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 2 Project (the “**Proponent**”). The Proponent is a privately held partnership led by HRP Group 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 HRP Group, 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 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 2 Project Site: The Phase 2 Project Site consists of approximately 6.8 acres within the PDA Master Plan Area, as more specifically described on Exhibit A attached hereto and depicted on Exhibit B attached hereto.

The Phase 2 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 2 Project Site is governed by the Master Plan for PDA No. 128, L Street Station Redevelopment approved by the BPDA Board on January 14, 2021 and by the Boston Zoning Commission (the “**BZC**”) on February 10, 2021, as amended by that certain First Amendment to Master Plan for PDA No. 128, L Street Station Redevelopment approved by the BPDA Board on [_____, 2024] and by the Boston Zoning Commission on [_____, 2024] (as amended, the “**PDA Master Plan**”). The regulations set forth in the PDA Master Plan and this Development Plan shall apply to the Phase 2 Project Site in lieu of any zoning district or subdistrict requirements that would otherwise be applicable. This Development Plan follows that certain PDA Development Plan (the “**Phase 1 Development Plan**”) for Phase 1 of the Master Project (the “**Phase 1 Project**”), approved by BPDA Board in January 2023 and the BZC in March 2023, pursuant to the PDA Master Plan. The Phase 1 Project and the Phase 2 Project comprise the entirety of the Master Project. The Phase 2 Project Site includes the entirety of the PDA Master Plan Area that is not subject to the Phase 1 Development Plan.

5. Phase 2 Project Description. The Phase 2 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 2 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 2 Project is attached hereto as Exhibit C. The Phase 2 Project includes the following Project Components, anticipated to be constructed in multiple phases as illustrated on Exhibit C, the order of which will be market dependent:

(a) Phase 2A. Phase 2A contains the following Project Components:

- i. Block A Building Component. The Block A Building Component will include up to [185,500] square feet of Gross Floor Area on Block A, of which approximately [175,500] square feet is anticipated to be used for Residential Uses and approximately [10,000] square feet is anticipated to be used for

Banking and Postal Uses, Cultural Uses, Entertainment Uses, Health Care Uses, Restaurant Uses, Retail Uses and/or Service Uses. The maximum building height will be [84 feet], as more particularly defined below.

- ii. Block B Building Component. The Block B Building Component will include up to [200,000] square feet of Gross Floor Area on Block B, of which approximately [190,000] square feet is anticipated to be used for Residential Uses and approximately [10,000] square feet is anticipated to be used for Banking and Postal Uses, Cultural Uses, Entertainment Uses, Health Care Uses, Restaurant Uses, Retail Uses and/or Service Uses. The maximum building height will be [110 feet], as more particularly defined below.
- iii. Phase 2A Public Realm. The Phase 2 Project is anticipated to include the delivery of certain improvements to East First Street, the construction of on-site roadways, and certain landscape improvements in the vicinity of the Block A Building Component and Block B Building Component. Certain public realm improvements will be delivered in Phase 2A as shown on Exhibit C attached hereto.
- iv. Phase 2A Parking Component. The Phase 2A Parking Component may contain up to approximately [284] parking spaces at, below and/or above grade. The PDA Master Plan allows for up to 1,214 parking spaces in total. The Phase 2A Parking Component is anticipated to be located at or under Block A and/or Block B. Parking serving the Phase 2 Project Site may connect with parking located in the Phase 1 Project.

(b) Phase 2B. Phase 2B contains the following Project Components:

- i. Block E Building Component. The Block E Building Component will include up to [240,000] square feet of Gross Floor Area on Block E, of which approximately [110,000] square feet is anticipated to be used for Hotel and Conference Center Uses or Office Uses, approximately [125,000] square feet is anticipated to be used for Residential Uses, and approximately [5,000] square feet is anticipated to be used for Banking and Postal Uses, Cultural Uses, Entertainment Uses, Health Care Uses, Restaurant Uses, Retail Uses and/or Service Uses. The maximum building height will be [194 feet], as more particularly defined below.

- ii. 1898 Turbine Hall Building Component. The Proponent anticipates restoring and adaptively reusing the existing 1898 Turbine Hall (the “**1898 Turbine Hall**”) as part of the Phase 2 Project. The Gross Floor Area of the 1898 Turbine Hall will be up to [50,000] square feet, of which approximately [30,000] square feet is anticipated to be used for Hotel and Conference Center Uses or Office Uses and approximately [20,000] square feet is anticipated to be used for Banking and Postal Uses, Cultural Uses, Entertainment 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 1898 Turbine Hall.
 - iii. Phase 2B Public Realm. The Phase 2 Project is anticipated to include the delivery of certain landscape improvements in the vicinity of the Block E Building Component and the 1898 Turbine Hall Building Component along their frontage with the waterfront and “M Street Plaza” open spaces. Certain public realm improvements will be delivered in Phase 2B as shown on Exhibit C attached hereto.
 - iv. Phase 2B Parking Component. The PDA Master Plan allows for up to 1,214 parking spaces in total. Parking serving the Block E Building Component and the 1898 Turbine Hall Building Component is anticipated to be within the Phase 1 Project and/or Phase 2A, accessed through a subterranean connection.
- (c) Phase 2C. Phase 2C contains the following Project Components:
- i. Block C Building Component. The Block C Building Component will include up to [350,000] square feet of Gross Floor Area on Block C, of which approximately [340,000] square feet is anticipated to be used for Research and Development and Office Uses or Residential Uses and approximately [10,000] square feet is anticipated to be used for Banking and Postal Uses, Cultural Uses, Entertainment Uses, Health Care Uses, Restaurant Uses, Retail Uses and/or Service Uses. The maximum building height will be [160 feet], as more particularly defined below.
 - ii. Phase 2C Public Realm. The Phase 2 Project is anticipated to include the delivery of certain improvements to East First Street, certain improvements to Summer Street, construction of a portion of Turbine Alley (running between Edison Turbine Hall 3 and Block C south of Thomas Edison Way to East First

Street), and certain landscape improvements in the vicinity of the Block C Building Component. Certain public realm improvements will be delivered in Phase 2C as shown on Exhibit C attached hereto.

- iii. Phase 2C Parking Component. The Phase 2C Parking Component may contain up to approximately [280] parking spaces at, below and/or above grade. The PDA Master Plan allows for up to 1,214 parking spaces in total. The Phase 2C Parking Component is anticipated to be located at or under Block C. Parking serving the Phase 2 Project Site may connect with parking located in the Phase 1 Project.

The Phase 2 Project Site is currently comprised of a portion of a single legal lot. In order to implement the Phase 2 Project, it is contemplated that portions of the Phase 2 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. The Proponent anticipates that appropriate phasing of construction and implementation of infrastructure, rights of way, public realm and open space, including interim conditions, will be determined by the Proponent and the BPDA. 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 2 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 2 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 2 Project will include the redevelopment of an underutilized urban site with legacy industrial buildings in the South Boston neighborhood into four (4) new mixed-use buildings and one redeveloped historic turbine hall totaling up to approximately [1,025,500] square feet of Gross Floor Area. Conceptual plans and renderings of the Phase 2 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 2 Project shall not exceed a maximum of [1,025,500] 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 2 Project shall not exceed the amounts set forth below.

Block	Maximum Gross Floor Area (SF)
A	[185,500]
B	[200,000]
C	[350,000]
E	[240,000]
1898 Turbine Hall	[50,000]

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 the PDA Master Plan shall not exceed [1,830,000] square feet of Gross Floor Area (of which not greater than approximately [1,780,000] square feet shall be used for uses other than parking).

Building Setbacks

Each of the Project Components in the Phase 2 Project shall comply with the building setback requirements set forth in the PDA Master Plan. 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 2 Project shall not exceed the maximum heights set forth below.

Block	Maximum Height (feet)
A	[84]
B	[110 ¹]
C	[160 ^{1 2}]
E	[194]
1898 Turbine Hall	Existing Height ^{3 4}

¹ For Blocks B and C, the building height shall not exceed 72 feet within the area of each Block that is 50 feet setback from the building façade along East 1st Street.

² Notwithstanding the Maximum Height, any mechanical screen on Block C shall not exceed 30 feet in height and shall not exceed [160] feet from ground floor lobby 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.

³ The actual building height of the 1898 Turbine Hall shall be measured and certified to the BPDA by the Proponent’s architect upon substantial completion of construction thereof.

⁴ Notwithstanding the Maximum Height, any mechanical screen on the 1898 Turbine Hall shall not exceed 20 feet in height and shall not exceed [82] 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 2 Project Site shall be measured from the ground floor lobby 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 2 Project Site are those of building setback, building height, the maximum Gross Floor Area for the Phase 2 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 2 Project and the Phase 2 Project Site and are superseded by this Development Plan. The Phase 2 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 2 Project approved as part of such review shall be deemed to be the dimensional, design and environmental requirements applicable to the Phase 2 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 2 Project Site. The permitted uses for the Phase 2 Project and on each Block or Project Component within the Phase 2 Project Site are listed on Exhibit E attached hereto. As currently envisioned, the Phase 2 Project is anticipated to contain approximately [490,500] square feet of Gross Floor Area of Residential Uses, approximately [370,000] square feet of Gross Floor Area of Office Uses and/or Research and Development Uses, approximately [110,000] square feet of Gross Floor Area of Hotel and Conference Uses, and approximately [55,000] square feet of Gross Floor Area of Banking and Postal Uses, Cultural Uses, Entertainment 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 2 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 2 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 2 Project may be phased over multiple years. Prior to and during its redevelopment, land within the Phase 2 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 2 Project that will provide an appropriate setting for the various Phase 2 Project uses, as more particularly set forth in the conceptual site plan attached as Exhibit C hereto, subject to appropriate phasing and interim conditions as may be determined by the Proponent and the BPDA. It is anticipated that the open space and public realm improvements described in this Section 8 will be delivered in connection with Phase 2A, Phase 2B, or Phase 2C, as contemplated in this Development Plan and more particularly shown on Exhibit C, subject to appropriate phasing and interim conditions as may be determined by the Proponent and the BPDA. The Phase 2 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 2 Project and the Phase 2 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 2 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, consistent with Exhibit F to the Phase 1 Development Plan.

The Phase 1 Development Plan contemplates that the Phase 1 Project will extend Elkins Street from its intersection with Summer Street, which will help divide the PDA Master Plan Area 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, up to a private drive located between Blocks A and F; the extension of Elkins Street through the PDA Master Plan Area has been renamed "Thomas Edison Way". The Phase 1 Development Plan contemplates that the Phase 1 Project will extend M Street from East First Street to the intersection of Thomas Edison Way with the private drive located between Blocks A and F; the extension of M Street through the PDA Master Plan Area has been renamed "Thomas Edison Way". In the event that

the Phase 2 Project is commenced prior to the Phase 1 Project, a portion of the work described in Section 9 of the Phase 1 Development Plan may, at the Proponent's discretion, be completed in connection with the Phase 2 Project. The Phase 2 Project will include loading and parking access to [Block A, Block B, Block C, Block E and the 1898 Turbine Hall].

In addition to the construction of Thomas Edison Way, the Phase 1 Development Plan contemplates that the Phase 1 Project will create accessible pedestrian routes and passageways that will run in an east-west and north-south direction across the Phase 1 Project Site. These routes and passageways include the M Street Plaza (which is north of Thomas Edison Way and located between Blocks E and F), a portion of Turbine Alley (running between Edison Turbine Halls 1 and 2 and Block D north of Thomas Edison Way to the waterfront), and an east to west connection along the waterfront. It is contemplated that the Phase 2 Project will include accessible connections to these pedestrian routes and passages from the Phase 2 Project Site. Such sidewalks and paths will create a walkable, safe and porous district experience throughout the Phase 2 Project Site. The Phase 2 Project will also include upgrades to certain sidewalks that border the Phase 2 Project Site, significantly increasing their size and quality.

It is anticipated that the portion of the roadways, driveways, access points, pedestrian circulation routes, sidewalks and passageways described in this Section 9 not being delivered in connection with the Phase 1 Project will be delivered in connection with the Phase 2 Project to the extent that portion is needed to enable the particular Phase 2 Project Component, subject to appropriate phasing and interim conditions as may be determined by the Proponent and the BPDA.

10. Proposed Parking and Loading Facilities. With the exception of Block E and the 1898 Turbine Hall, which may rely on parking to be constructed at Block F as part of the Phase 1 Project, the Phase 2 Project has been designed to satisfy its own parking needs within below-grade, at-grade and/or above-grade parking facilities and surface parking spaces. As currently contemplated, the Phase 2 Project will include capacity for the parking of up to approximately [564] vehicles, with up to approximately [184] parking spaces delivered with Block A, up to approximately [100] parking spaces delivered with Block B, and up to approximately [280] parking spaces delivered with Block C. 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 1898 Turbine Hall and Block E 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 2 Project Site. The Phase 2 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 2 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 dated May 6, 2024 (as the same may be replaced, amended, modified, renewed or extended from time to time). 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) and any new, supplemented or expanded parking freeze permit that may be issued by APCC 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 2 Project and the Phase 2 Project Site and are superseded by this Development Plan.

11. Access to Public Transportation. The Phase 2 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 2 Project Site is also located along local bus routes, which provide access to South Station.

12. Signage. The signage program for the Phase 2 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 2 Project will:

(a) Supplement the transformation of the Phase 1 Project Site into a public waterfront destination with new dining and retail, as well as community, arts and business uses, by adding residential, hotel and conference center, and additional business and retail uses within the Phase 2 Project Site.

(b) Rehabilitate and adaptively reuse the historic 1898 Turbine Hall.

(c) Unlock significant new public open space within the Phase 2 Project Site, delivering approximately [35%] 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 being delivered in connection with Phase 1, and 2 acres are anticipated to be delivered in the Phase 2 Project.]

(d) Create new landscaped spaces within the Phase 2 Project Site for use by the South Boston community and the general public.

- (e) Create new bicycle facilities, dedicated and accessible pedestrian sidewalks and paths and active corridors to improve public access to and through the Phase 2 Project Site.
- (f) Design and implement “Vision Zero” pedestrian improvements at four neighborhood intersections/locations to be prioritized by the community, the BPDA and BTM (one in connection with Phase 2A, one in connection with Phase 2B, and two in connection with Phase 2C). The Proponent may provide this work in-kind or may deliver funds to the BPDA to deliver to BTM 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 2. Any such funds so delivered may be used by the BPDA and BTM, 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.
- (g) Remediate the Phase 2 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.
- (h) Fund a Licensed Site Professional, representing the South Boston neighborhood, to review the Phase 2 Project’s environmental remediation plans.
- (i) Include commercial development in the Phase 2 Project that will generate significant affordable housing and job training payments, pursuant to Section 80B-7 of the Zoning Code.
- (j) Reduce GHG emissions associated with the Phase 2 Project’s mobile source GHG emissions by implementing roadway improvements and a comprehensive Transportation Demand Management (“TDM”) Plan, as well as complying with the BTM Electric Vehicle Readiness Policy for New Developments and provide electric vehicle supply equipment (“EVSE”) for 25 percent of the Phase 2 Project’s permanent off-street parking spaces. The remaining 75 percent of the Phase 2 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.
- (k) Minimum finished floor elevations for all buildings and critical infrastructure in the Phase 2 Project will be set at appropriate elevations to provide enhanced resiliency from flood events.
- (l) Comply with BTM’s Demand Management Point System and implement a robust program of TDM strategies in the Phase 2 Project to take full advantage of nearby public transportation options and incorporate bicycle accommodations.
- (m) In compliance with BTM’s current Bike Parking Guidelines, the Proponent will provide the amount of short- and long-term bicycle parking to be approved by the APCC in connection with its issuance of the parking freeze permit for the Phase 2 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 2. 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 a total of \$188,893 to the Boston Transportation Department for the bikeshare system in connection with the Master Project.

<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 or offsite
2 (15-dock)	1B	Proposed location along western edge of Block F, at terminus of M Street or offsite
3 (15-dock)	Phase 2A	Proposed location along East First Street near M Street, in coordination with Building A or B design or offsite
4 (15-dock)	Phase 2C	Proposed location on Summer Street or East First Street near Block C, in coordination with Building C design or offsite

(n) Implement an annual monitoring program that measures traffic, transit, and parking impacts of the Phase 2 Project, reports the results to the BPDA and BTM on an annual basis, and proposes appropriate adjustments to the Phase 2 Project’s TDM measures, when necessary.

(o) Make approximately 60 parking spaces within the Phase 2 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 2A and Phase 2C.

(p) Impose short-term restrictions with respect to on-street parking during daytime hours to support retail within the Phase 2 Project. Overnight parking will not be limited to residents or tenants within the Phase 2 Project Site.

(q) Create approximately [500] permanent jobs relating to the commercial, retail, restaurant, and parking uses, and create approximately [1,500] construction jobs in a variety of trades related to the development the Phase 2 Project.

(r) 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 active construction of any Project Component of the Master Project. This commitment to

community outreach for apprenticeship and job opportunities for work associated with the Phase 2 Project will include the following:

- i. The Phase 2 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 2 Project for local veterans.
 - ii. The Phase 2 Project will use good faith efforts to ensure that at least 20% of the apprentices on the Phase 2 Project are Building Pathways (or other comparable organization) graduates.
 - iii. The Phase 2 Project will host an annual job fair to promote construction trade career opportunities at the Phase 2 Project to local high school students.
- (s) Enhance the economy by providing new job opportunities, civic and cultural amenities, and a source of customers for local retail and restaurant establishments.
- (t) 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 2 Project, including affordable housing, construction employment, permanent employment, small business contracting and retail leasing.
- (u) Establish an on-site office for such efforts at the completion of the Phase 2 Project, with designated community outreach staff.
- (v) 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 2 Project with either free tenant improvement build-out or 25% discount to market rent.
- (w) 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 2 Project with free rent.
- (x) Generate substantial new real estate tax revenues for the City of Boston.
- (y) The affordable housing to be developed in connection with the Phase 2 Project will all be located on-site, to increase the affordable housing supply in the South Boston neighborhood. As contemplated in the PDA Master Plan, the affordable housing will be distributed as follows: (i) thirteen percent (13%) of any rental housing units on the Phase 2 Site will be rent restricted at 70% of Area Median Income; (ii) an additional three percent (3%) of any rental housing units on the Phase 2 Site will be rent restricted at 130% of Area Median Income; (iii) six and one-half percent (6.5%) of any home-ownership housing units on the Phase 2 Site will be price restricted at 80% of Area

Median Income; (iv) an additional six and one-half percent (6.5%) of any home-ownership housing units on the Phase 2 Site will be price restricted at 100% of Area Median Income; and (v) an additional three percent (3%) of any home-ownership housing units on the Phase 2 Site will be price restricted at 150% of Area Median Income.

14. Green Buildings. The Phase 2 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. Block C will achieve LEED Gold; Blocks A, B and E and the 1898 Turbine Hall will achieve LEED Silver. The Proponent is evaluating LEED Platinum for Block C.

15. Coastal Flood Resilience Overlay District. Portions of the Phase 2 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 2 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 2 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 2 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 2 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 2 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 2 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 2 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 2 Project with this Development Plan, this Development Plan shall be deemed amended with respect to the Phase 2 Project as a whole to the extent necessary for the Phase 2 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 2 Project.

LIST OF EXHIBITS

Development Plan for Phase 2 within Planned Development Area No. 128

- Exhibit A: Legal Description of Phase 2 Project Site
- Exhibit B: Plan of the Phase 2 Project Site
- Exhibit C: Conceptual Site Plan
- Exhibit D: Conceptual Plans and Renderings
- Exhibit E: Permitted Uses
- Exhibit F: Summarized Development Plan Build Out

Exhibit A

Legal Description of the Phase 2 Project Site

PHASE 2 (A & B)

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 EIGHT HUNDRED TEN AND NO HUNDREDTHS (810.00') EAST OF THE EASTERLY SIDELINE OF SUMMER STREET; THENCE

S 88°23'40" W A DISTANCE OF FOUR HUNDRED EIGHTY FIVE AND TWO HUNDREDTHS FEET (485.02') TO A POINT; THENCE

N 01°32'58" W A DISTANCE OF TWO HUNDRED TWENTY AND THIRTY FIVE HUNDREDTHS FEET (220.35') TO A POINT; THENCE

N 01°55'08" W A DISTANCE OF ONE HUNDRED NINETEEN AND FORTY HUNDREDTHS FEET (119.40') TO A POINT; THENCE

S 88°23'33" W A DISTANCE OF ONE AND FIFTY HUNDREDTHS FEET (1.50') TO A POINT; THENCE

N 01°36'27" W 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 HUNDRED EIGHTY EIGHT AND FIVE HUNDREDTHS FEET (188.05') TO A POINT; THENCE

S 01°36'27" E A DISTANCE OF THIRTY THREE AND FORTY FIVE HUNDREDTHS FEET (33.45') TO A POINT; THENCE

N 88°23'33" E A DISTANCE OF TEN AND SEVEN HUNDREDTHS FEET (10.07') TO A POINT; THENCE

S 01°36'27" E A DISTANCE OF NINETY THREE AND SEVENTY SEVEN HUNDREDTHS FEET (93.77') TO A POINT; THENCE

N 88°23'33" E A DISTANCE OF FIFTY AND NO HUNDREDTHS FEET (50.00') TO A POINT; THENCE

S 01°36'27" E A DISTANCE OF TWO HUNDRED EIGHTY FIVE AND SEVENTEEN HUNDREDTHS FEET (285.17') TO A POINT; THENCE

S 40°52'23" E A DISTANCE OF FIFTEEN AND FORTY ONE HUNDREDTHS FEET (15.41') TO A POINT; THENCE

N 88°23'43" E A DISTANCE OF TWO HUNDRED TWENTY NINE AND EIGHT HUNDREDTHS FEET (229.08') TO A POINT; THENCE

N 01°36'20" W A DISTANCE OF TWO HUNDRED THIRTY EIGHT AND NINETY NINE HUNDREDTHS FEET (238.99') TO THE POINT OF BEGINNING.

THE ABOVE DESCRIBED PHASE 2 (A & B) AREA CONTAINS 214,357 SQUARE FEET OR 4.921 ACRES. SAID PHASE 2 (A & B) IS BASED ON THE LOT CONFIGURATION AS SHOWN ON A PLAN ENTITLED "PHASE TWO – EXHIBIT PLAN IN BOSTON, MASSACHUSETTS" PREPARED FOR HRP 776 SUMMER STREET, LLC, PREPARED BY VHB, INC. DATED SEPTEMBER 18, 2024 AT A SCALE OF 1"=50'

PHASE 2 (C)

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 AT THE INTERSECTION OF THE NORTHERLY SIDELINE OF EAST 1ST STREET AND THE EASTERLY SIDELINE OF SUMMER STREET; THENCE

N 01°36'20" W A DISTANCE OF THREE HUNDRED NINETY EIGHT AND EIGHTY THREE HUNDREDTHS FEET (398.83') TO A POINT; THENCE

SOUTHEASTERLY AND CURVING TO THE LEFT 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 88°23'38" E A DISTANCE OF TWENTY FIVE AND THIRTY ONE HUNDREDTHS FEET (25.31') TO A POINT; THENCE

SOUTHEASTERLY 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

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

SOUTHEASTERLY AND CURVING TO THE RIGHT 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

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

SOUTHEASTERLY AND CURVING TO THE LEFT 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

EASTERLY 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

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

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

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

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

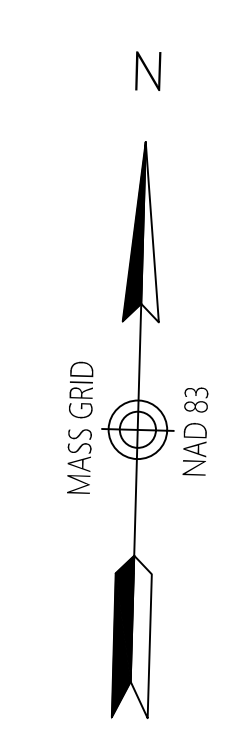
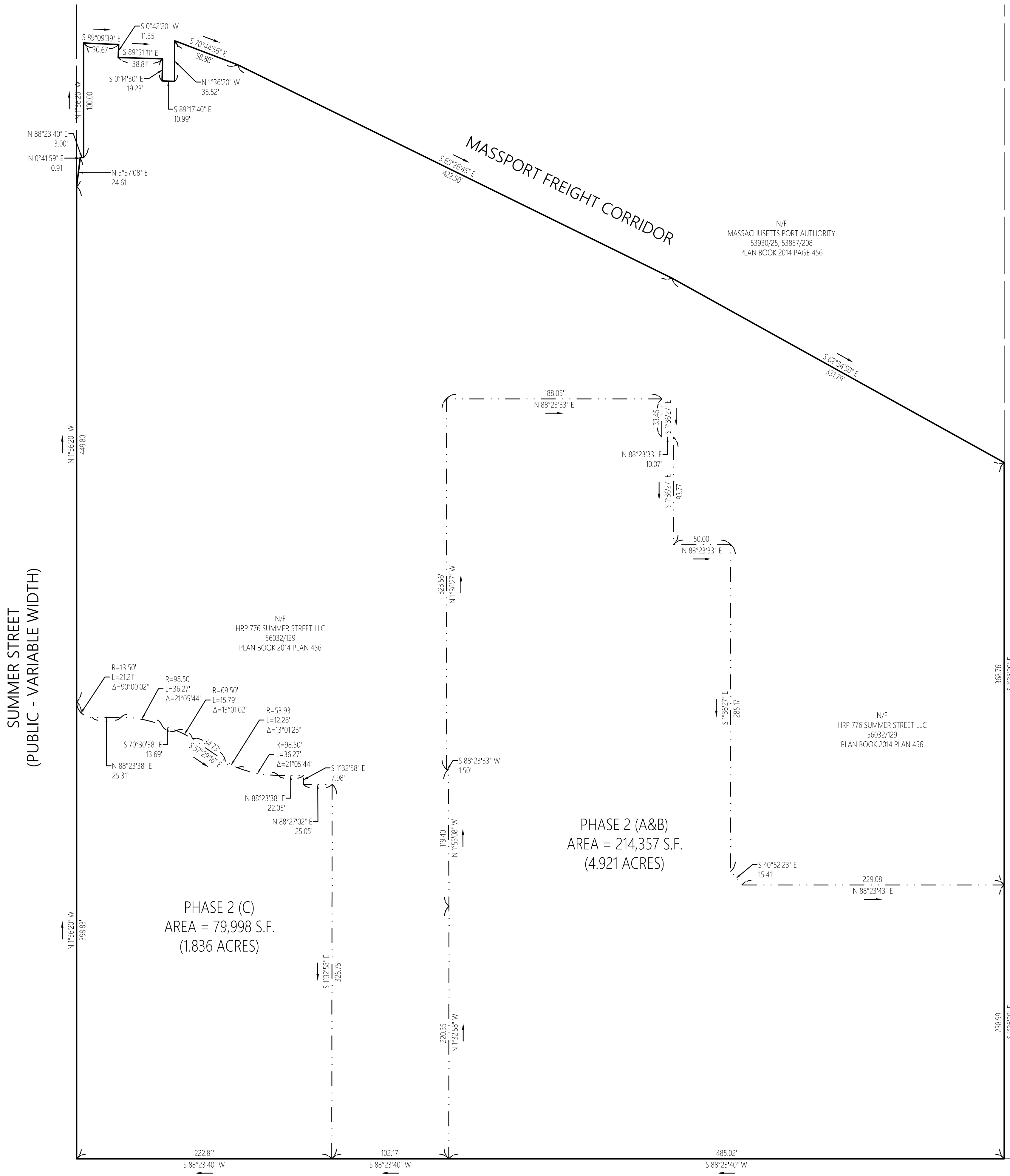
N 88°23'40" E A DISTANCE OF TWO HUNDRED TWENTY TWO AND EIGHTY ONE HUNDREDTHS FEET (222.81') TO THE POINT OF BEGINNING.

THE ABOVE DESCRIBED PHASE 2 (C) AREA CONTAINS 79,998 SQUARE FEET OR 1.836 ACRES. SAID PHASE 2 (C) IS BASED ON THE LOT CONFIGURATION AS SHOWN ON A PLAN ENTITLED "PHASE TWO – EXHIBIT PLAN IN BOSTON, MASSACHUSETTS" PREPARED FOR HRP 776 SUMMER STREET, LLC, PREPARED BY VHB, INC. DATED SEPTEMBER 18, 2024 AT A SCALE OF 1"=50'

Exhibit B

Plan of the Phase 2 Project Site

[See attached]



- 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 2" AREA.

PHASE TWO - 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: SEPTEMBER 18, 2024





Exhibit C

Conceptual Site Plan

[See attached]

SITE FEATURES

- 1 BLUE BIKE STATION
- 2 TURBINE ALLEY
- 3 SUMMER ST RETAIL FRONTAGE

-  BICYCLE FACILITIES IN THIS AREA BY OTHERS
-  PHASE 2A PDA BOUNDARY LINES
-  PHASE 2B PDA BOUNDARY LINES
-  PHASE 2C PDA BOUNDARY LINES

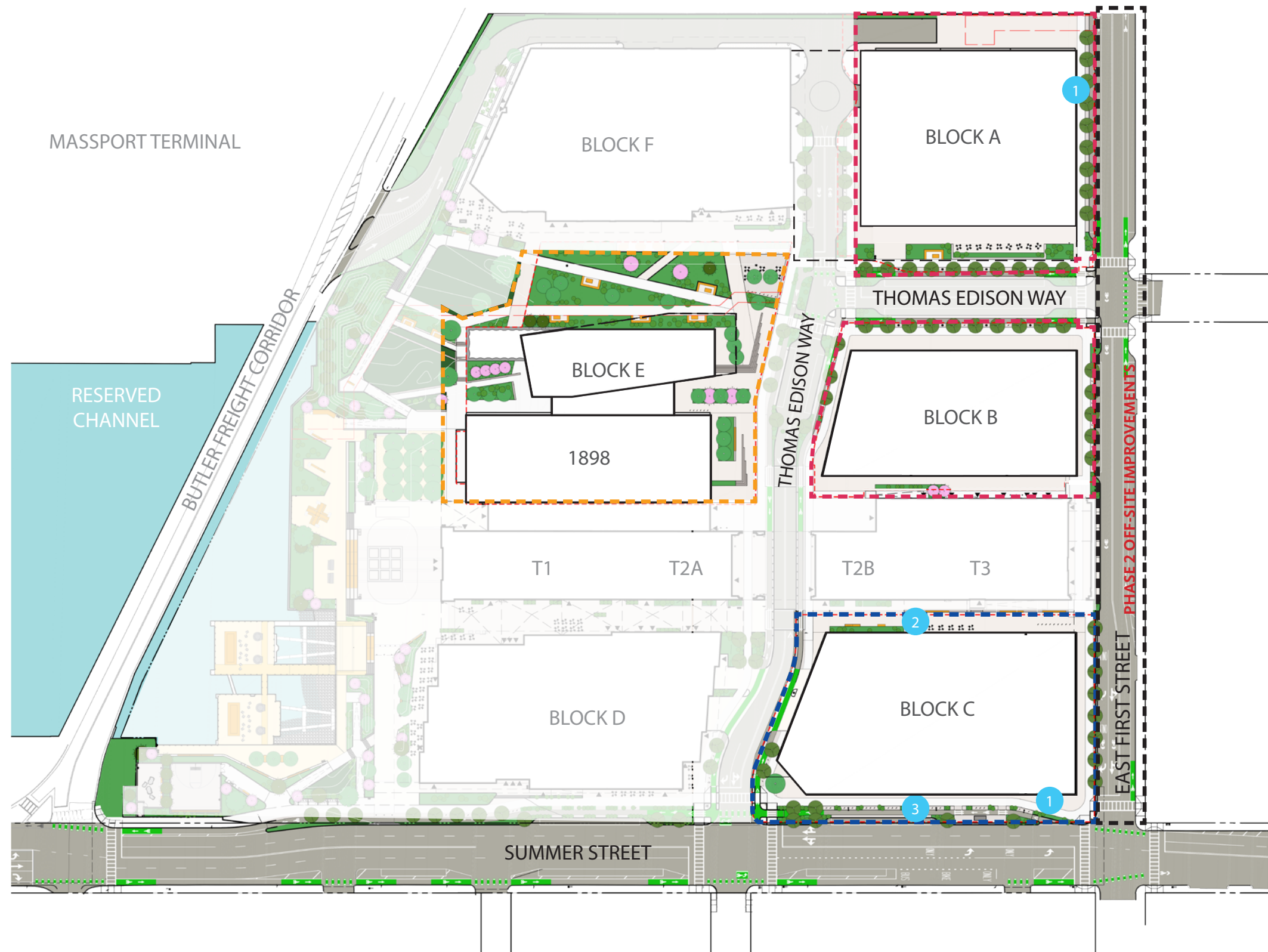
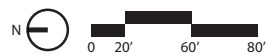
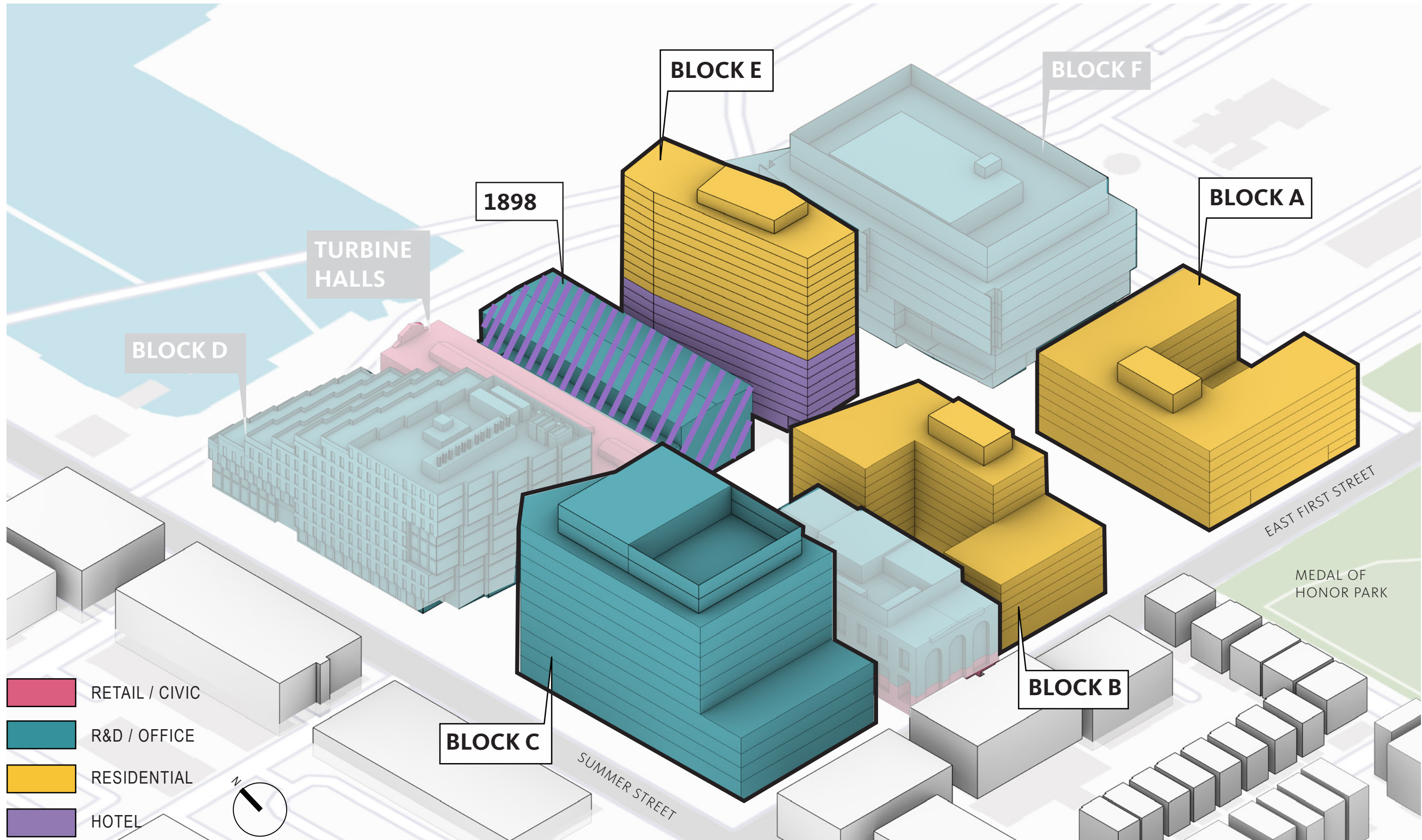


EXHIBIT C
CONCEPTUAL SITE PLAN

Exhibit D

Conceptual Plans and Renderings

[See attached]



NOTE: PHASE 02 BLOCKS INCLUDE BLOCKS A,B,C AND E/1898

Exhibit E

Permitted Uses

The use categories set forth below shall have the meaning set forth in Section 2 (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 2 Project, as more particularly set forth below.

Block A:

- Residential Uses

Block B:

- Residential Uses

Block C:

- Residential Uses
- Office Uses
- Research and Development Uses*

Block E:

- Hotel and Conference Center Uses
- Residential Uses
- Office Uses

1898 Turbine Hall:

- Hotel and Conference Center Uses
- Office Uses
- Banking and Postal Uses, Cultural Uses, Entertainment Uses, Health Care Uses, Restaurant Uses, Retail Uses and Service 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 2 Project.

Secondary Use for Neighborhood Activation:

The following uses shall be allowed on each Block or Project Component within the Phase 2 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 and Postal

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

Additional Use Provisions:

Open Space Uses shall be allowed within the Phase 2 Project.

Parking garage and parking lot uses shall be allowed within the Phase 2 Project, up to a maximum of approximately [564] parking spaces. Certain parking spaces within the Phase 2 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 2 Project: adult bookstore, adult entertainment, cannabis establishment and stadium use.

Exhibit F

Summarized Development Plan Build Out

DRAFT

PDA Master Plan: Approved Uses	Master Plan Approved Maximum Approximate Gross Floor Area (SF)*	Phase 2 Development Plan Proposed Approximate Gross Floor Area (SF)	Phase 2 Project Components: Uses				
			Block A	Block B	Block C	Block E	1898 Turbine Hall
Retail	80,000	[55,000]	[10,000]	[10,000]	[10,000]	[5,000]	[20,000]
Office/Research and Development	860,000	[370,000]			[340,000]		[30,000]
Residential	610,000 (636 dwelling units)	[490,500] (636 dwelling units)	[175,500]	[190,000]		[125,000]	
Hotel and Conference Center	115,000 (240 keyed hotel rooms)	[110,000] (240 keyed hotel rooms)				[110,000]	
Civic/Cultural Space	15,000	0					
Parking Spaces	1,214	564					
Open Space	5.7 acres	2 acres					
Totals (not including parking spaces or open space)	1,680,000	[1,025,500]	[185,500]	[200,000]	[350,000]	[240,000]	[50,000]

*Note, to be updated to reflect proposed Master Plan Amendment.