

MEMORANDUM

JANUARY 17, 2013

TO: BOSTON REDEVELOPMENT AUTHORITY AND
PETER MEADE, DIRECTOR

FROM: HEATHER CAMPISANO, DEPUTY DIRECTOR FOR NEW
DEVELOPMENT REVIEW
JOHN FITZGERALD, SENIOR PROJECT MANAGER

SUBJECT: EXTENSION OF TENTATIVE DESIGNATION OF JACKSON SQUARE
PARTNERS, LLC

SUMMARY: This Memorandum requests that the Boston Redevelopment Authority (“BRA”) approve an extension of the time period of the conditions required for tentative designation of Jackson Square Partners, LLC (“Developer”) for the Development Parcels, as defined below, in accordance with the Memorandum of Recommendation dated September 29, 2005 between Developer and the City of Boston (“City”), the Massachusetts Bay Transportation Authority (“MBTA”), and the Commonwealth of Massachusetts acting by and through the Division of Capital Asset Management & Maintenance (“DCAM”) (the City, MBTA, and DCAM are sometimes referred to as the “Designating Parties”; and the Designating Parties and the Boston Redevelopment Authority (“BRA”) are sometimes referred to herein as the “Parties”), until July 31, 2013.

BACKGROUND

On behalf of the Designating Parties, the BRA issued a Request For Proposals (“RFP”) on July 2, 2004, for the redevelopment of certain parcels of land, shown on the map attached hereto and referred to herein as the “Development Parcels”, in the Jackson Square area of the Roxbury and Jamaica Plain neighborhoods of Boston. The RFP was issued pursuant to a Memorandum of Agreement entered into by the Parties and the Massachusetts Development Finance Agency dated March 2002 (“March 2002 MoA”), which set forth a process for expediting and facilitating the development of the Development Parcels.

On May 26, 2005, after careful consideration of all of the information presented by both pre-qualified developers, the Selection Committee voted unanimously that the Designating Parties tentatively designate Jackson Square Partners, LLC as the Developer of the Development Parcels, with Provisos.

In order to carry out the purposes and intent of the March 2002 MoA and the RFP, it was necessary for the Parties to negotiate an agreement that would coordinate:

- (1) the joint staff tentative designation recommendation on behalf of Jackson Square Partners, LLC; and
- (2) the conditions necessary for the conveyance of the Development Parcels to Jackson Square Partners, LLC.

On September 29, 2005 the BRA approved the Memorandum of Recommendation among the Developer and the Authority ("MoR") setting the conditions for tentative designation.

On August 10, 2006, the BRA extended the tentative designation of the developer until November 15, 2006, subject to the following revised conditions of the MoR:

- (1) The provision of evidence of the submission of the revised Development Program pursuant to Article 80 and MEPA; and
- (2) The deletion of the requirement that the Developer provide a non-refundable \$100,000 deposit upon the Final Designation, in accordance with the MoR.

Between November 16, 2006 and September 15, 2012 the tentative designation has been extended a number of times, most recently through January 31, 2013.

DEVELOPMENT TEAM

Jackson Square Partners, LLC (the "Developers") is a conglomeration of Mitchell Properties; Urban Edge Neighborhood Development Corporation; Jamaica Plain Neighborhood Development Corporation; Hyde Square Task Force; and Gravstar, Inc. Bart Mitchell is the Principal at Mitchell Properties; Mosik Hakobian is the President of Urban Edge Development Corporation; Richard Thal is the Executive Director of Jamaica Plain Neighborhood Development Corporation; Claudio Martinez is the Executive Director of Hyde Square Task Force; and John Civilinski is the Director of Planning and Investment for Gravistar.

PROPOSED PROJECT

On October 31, 2006, the Developer submitted an Environmental Notification Form ("ENF") to MEPA and a Project Notification Form ("PNF") to the BRA, satisfying certain conditions of tentative designation voted on at the August 10, 2006 BRA Board meeting.

On May 31, 2007, the Developer submitted a Draft Project Impact Report (“DPIR”) in response to the comments received during the review of the PNF.

The DPIR described the Proposed Project as a Master Plan containing 4 phases. The Master Plan proposes the construction of a total of 452,010 square feet of housing space containing approximately four hundred twenty nine (429) units of mixed-income housing. One hundred fifty nine (159) units will be condominium units and two hundred seventy (270) units will be rental units. Two hundred fifty (250) will be affordable to households earning up to eighty percent (80%) of the Area Median Income (“AMI”) and thirty nine (39) units will be affordable to households earning between eighty one percent (81%) and one hundred ten percent (110%) of the AMI. Five hundred (500) off-street parking spaces and one hundred twenty (120) on-street spaces will also be constructed in the Proposed Project.

The Proposed Project will also include the construction of 67,700 square feet of first floor retail space and 13,500 square feet of office space that will be distributed across the project site and 50,600 square feet of recreational/community center space for youth and families in the Jackson Square/Roxbury areas (“Proposed Project”).

On November 15, 2007, the BRA voted to approve Phase 1 of the Proposed Project. Phase 1 includes two (2) buildings on Site I: 225 Centre Street, containing approximately 103 mixed-income residential units and approximately 16,700 square feet of retail/commercial space; and an approximately 30,500 square foot Youth and Family Center; and associated shared parking and service areas, including below grade, surface and covered parking. Phase 1 also includes three (3) buildings on Site II: rehabilitation and expansion of the existing building at 1542 Columbus Avenue (Webb Building), containing approximately 13,500 square feet of office/commercial space; new construction of 1562 Columbus Avenue, containing approximately 37 mixed-income residential units and approximately 14,000 square feet of retail/commercial space; new construction of an approximately 13,400 square foot Department of Youth Services Facility; and associated surface parking and service areas. These buildings total approximately 247,100 square feet of gross floor area. Phase 1 also includes the development of related infrastructure and pedestrian safety improvements, including new sidewalks, crosswalks, landscaping and signalization along Centre Street, Columbus Avenue and Ritchie Street; public open space and plazas adjacent and across from the MBTA station and at the Youth and Family Center; family open space at 1562 Columbus; and utility improvements needed to support the Phase 1 buildings.

Since its original Phase 1 approval, there have been two Notice of Project Change (NPC) approvals to Site II, which is under Urban Edge’s proposal.

The original development program for Site II, Phase 1 in Jackson Square, as outlined in the DPIR, included the development of 1542 Columbus Avenue/Webb Building

(referred to as Building “D” in the Jackson Square Redevelopment Initiative Master Plan) into 13,500 SF of office space and a 13,400 SF DYS residential youth treatment facility (referred to as Building “F” in the Jackson Square Redevelopment Initiative Master Plan).

The first NPC of Site II Phase 1 project includes eliminating Building F and revising the use for Building D. As revised, the proposal will be a new mixed-use, mixed-income development that will integrate the existing three-story Webb Building with a four-story addition along Columbus Avenue with parking in the rear of the site. The NPC was approved by the BRA Board on April 13, 2010 and is referred to as Jackson Commons.

The second NPC includes modifications to the program for Building C (1562 Columbus Ave) and Building H (1522 Columbus Ave) on the site II portion in the Jackson Square Redevelopment Initiative Master Plan. With the new location for Building D, now referred to as Jackson Commons, established where the recreational center was originally slated, the Proponent is now proposing to relocate the recreational center to the corner of Columbus Avenue and Ritchie Street, which is now referred to as Building H. The Site II Phase 1 project change will result in approximately 38,500 SF of building at approximately 30 feet in height to be used as an Ice Rink/Turf Field Indoor Recreational Center. The will be a regulation sized rink that can be covered to act as a field during summer hours, as well as two locker rooms, an office, and mechanicals to operate an ice rink.

There is also anticipation for Phase II to begin with the supplemental filing of Building K on 75 Amory Avenue, which will consist of 37 affordable rental units. This land is also already included in the original Master Plan.

PROJECT STATUS

The Development Team has completed a number of the requirements of the MoR. To date, those completed requirements are:

1. The submission of an Environmental Notification Form (“ENF”) to MEPA and the submission of a Project Notification Form (“PNF”) to the BRA;
2. The submission of a development phasing schedule;
3. The distribution of affordable housing units throughout the proposed development;
4. The phasing of infrastructure work to ensure its availability for future redevelopment of the Development Parcels;

5. The timetable for the construction of the Youth and Family Center and its architectural relationship to the larger development;
6. An open, public permitting and approvals process that involves appropriate community review and input; and
7. Evidence of a viable financing plan for the Development Program with sources of equity and financing identified.

The Development Team has yet to complete a number of requirements for Final Designation, as set forth in the MoR. Those requirements are:

1. Urban Design that supports a pedestrian friendly, mass transit-oriented development with ample open space and a livable environment;
2. Clearly articulated measures to ensure compliance with the City of Boston Jobs Policy with respect to the employment of women, minorities, and the City of Boston residents;
3. Payment for the acquisition of the Development Parcels in an amount not less than fair market value set forth in Jackson Square Partners LLC's RFP response dated January 26, 2005;
4. An ownership/operational structure for Jackson Square Partners LLC that will foster a collaborative working relationship with the community;
5. Evidence of a viable financing plan for the Development Program with sources of equity and financing identified; and
6. A Master Development Agreement with the BRA (to which the Designating Parties would be signatories as well), which would include the following elements:
 - a. Acknowledgement that Jackson Square LLC shall provide the developer for the Development Parcels and as such, has an option to develop such parcels, subject to the terms and conditions of the Development Agreement;
 - b. Agreed-upon conditions for the disposition of portions of the Development Parcels to Jackson Square LLC or its designated entity for discrete developments, by means of individual land disposition agreements with the BRA;
 - c. Agreement as to the proposed Development Program and Development Plan for the Development Parcels;

- d. An agreed-upon development schedule, which includes the disposition of the MBTA land within two (2) years of the date of Final Designation;
- e. Acknowledgement that construction shall commence on a parcel within a period that is no longer than twenty-four (24) months from each title conveyance, unless otherwise extended pursuant to the applicable Land Disposition Agreement;
- f. Acknowledgement that construction of the final phase of the Development Program shall commence within seven (7) years from the date of Final Designation; and
- g. Acknowledgement that conveyance of each parcel to Jackson Square LLC shall proceed only upon satisfaction of the BRA's usual and customary conditions for conveyance (e.g., signed Article 80 documents, building permits, evidence of financing, disclosure of beneficial interest).

In order to satisfy the requirements for Final Designation, as set forth in the MoR, the Development Team has requested an extension of their tentative designation for a period of 12 months. This request has been acknowledged and accepted by the BRA and the Designating Parties.

In order to ensure completion of the conditions of Final Designation, BRA staff recommends that the Jackson Square Partners submit in writing every ninety days an update that informs the Designating Parties of the progress the Development Team is making on all components of the conditions for Final Designation. The dates for submission of an update letter are as follows:

1. Friday, January 18, 2013;
2. Thursday, April 18, 2013;
3. Thursday, July 18, 2013; and
4. Monday, November 18, 2013.

RECOMMENDATION

It is, therefore, recommended that the BRA extend the time period for satisfying the conditions of the Tentative Designation of the Developer for the Development Parcels until July 31, 2013.

An appropriate vote follows:

VOTED: That the Director be authorized to extend the time period for the completion of the conditions set forth in the Tentative Designation for the Development Parcels designating Jackson Square Partners, LLC (“Developer”) dated September 29, 2005, and said time period hereby is extended until July 31, 2013, in order to meet necessary requirements for final designation. Such tentative designation shall be automatically rescinded without prejudice and without further action by the Boston Redevelopment Authority Board if final designation has not been granted to the Developer by July 31, 2013.