

TO: BOSTON REDEVELOPMENT AUTHORITY AND
PETER MEADE, DIRECTOR

FROM: KAIROS SHEN, CHIEF PLANNER
LARA MERIDA, DEPUTY DIRECTOR OF COMMUNITY PLANNING
HEATHER CAMPISANO, DEPUTY DIRECTOR FOR DEVELOPMENT
REVIEW
LAUREN MIDDLETON-PRATT, PROJECT MANAGER

SUBJECT: FAN PIER
SOUTH BOSTON WATERFRONT DISTRICT
STREET IMPROVEMENTS CONTEMPLATED BY PUBLIC REALM
PLAN - NORTHERN AVENUE

SUMMARY: This Memorandum requests that the Boston Redevelopment Authority (“BRA”) authorize the Director to execute (i) a co-petition the City of Boston Public Improvement Commission (“PIC”) to widen and relocate a portion of Northern Avenue in South Boston, (ii) a highway easement or deed in connection with said widening and relocation, and (iii) an Amendment to Use Restriction for Civic and Cultural Uses to BRA in connection with the Fan Pier Project.

BACKGROUND

For a number of years the City of Boston (“City”) and the Boston Redevelopment Authority (“BRA”) have engaged in a comprehensive planning process with respect to the future development of the South Boston waterfront area in Boston, that includes the development of a master plan that incorporates provisions for rezoning, parks, view corridors, street connections, transportation improvements and public amenities (“Master Plan”). A part of the Master Plan involves the formulation of a proposed traffic and street grid system (“Street Grid Plan”).

In furtherance of the BRA’s efforts to advance the plan for the improvement of the public realm for the South Boston waterfront area as contemplated by the Master Plan, on October 1, 1997, the BRA authorized the Director to enter into an agreement (the “McCourt Agreement”) with The McCourt-Broderick Limited Partnership (“McCourt”), a property owner in the South Boston waterfront area, providing for the transfer and exchange of land and other property rights and the performance of certain other obligations needed to assemble the right of way required for the construction of certain

public improvements in the South Boston waterfront area. Furthermore, on July 23, 1998, the BRA adopted an Order of Taking with respect to parcels then owned by the City in the South Boston waterfront area, as necessary to effectuate certain portions of the McCourt Agreement.

In addition, on August 13, 1998, the BRA approved and ratified the actions of the Director in entering into an agreement (the "Anthony's Agreement") with Anthony Hawthorne, Inc. ("Anthony's"), and on March 9, 2000, the BRA authorized the Director to enter into an agreement (the "Fan Pier Agreement") with the Fan Pier Land Company ("Fan Pier"), both property owners in the South Boston waterfront area, providing for the transfer and exchange of land and other property rights needed to further assemble the above-referenced right of way. In addition, on July 20, 2000, the BRA authorized the Director to enter into an agreement (the "Archdiocese Agreement") with the Archdiocese of Boston (the "Archdiocese"), providing for the transfer and exchange of additional land in the South Boston waterfront area as needed for the construction of such public improvements.

The McCourt Agreement provides for the transfer by McCourt to the City and/or the BRA of approximately 67,500 square feet of land and other property rights in the rights-of-way no longer needed by the City, and the granting of certain easements to McCourt. The Anthony's Agreement provides for the transfer by Anthony's to the City and/or the BRA of approximately 11,568 square feet of land and other property rights, and the transfer by the City and/or the BRA to Anthony's of approximately 11,568 square feet of land. The Fan Pier Agreement provides for the transfer by Fan Pier to the City and/or the BRA of approximately 26,548 square feet of land. The Archdiocese Agreement provides for the transfer by the Archdiocese to the City and/or the BRA of approximately 1,118 square feet of land (referred to therein as Parcel Y) and property rights, and the transfer by the BRA to the Archdiocese of approximately 2,775 square feet of land (referred to therein as Parcel Z) to provide for the extension of Pittsburgh Street to Northern Avenue (formerly "Old Northern Avenue").

The intent of the transfers contemplated in the McCourt Agreement, the Anthony's Agreement, the Fan Pier Agreement, and the Archdiocese Agreement is to enable the Massachusetts Highway Department ("MHD") to realign and reconstruct Northern Avenue, extend East Service Road and Pittsburgh Street to the realigned Northern Avenue, and reconstruct Seaport Boulevard (previously referred to and depicted as "New Northern Avenue"), the extension of Pittsburgh Street, and further, to enable the MBTA to construct the South Boston Piers Transitway Project, all such improvements and amenities being contemplated by the Master Plan.

To accomplish the transfer of certain land and property interests in accordance with the agreements described above, it was necessary that the BRA first acquire such land and property interests from the City by a taking in accordance with Section 46(f) of Chapter 121B ("Chapter 121B") of the Massachusetts General Laws (which gives the BRA the

authority to carry out demonstration projects for the prevention of urban blight), and then convey such land and/or property interests to the relevant private party.

Five such parcels of land were involved. The first is a parcel referred to in the McCourt Agreement as Parcel K. The BRA adopted an Order of Taking to acquire fee simple title in Parcel K from the City on May 22, 2003. Parcel K consists of approximately 23,093 square feet and is located within the existing right-of-way of Northern Avenue. Parcel K will be conveyed to McCourt under the McCourt Agreement, subject to the retention by the City and the BRA of an easement for use by motor vehicle traffic until such time as MHD is prepared to commence the construction of the realigned Northern Avenue and the extension of East Service Road.

The second parcel acquired by the BRA from the City is a permanent subsurface easement (Parcel P-1) and constitutes one portion of the parcel referred to in the McCourt Agreement as Easement 2. Parcel P-1 consists of approximately 1,924 square feet. The BRA adopted an Order of Taking to acquire a permanent subsurface easement in Parcel P-1 from the City on May 22, 2003. Pursuant to the McCourt Agreement, the BRA is to grant to McCourt a subsurface easement under Easement 2, to the extent that such subsurface area is not required for the roadway to be constructed above such parcel. The remainder of Easement 2 was taken from the Roman Catholic Archdiocese of Boston by an Order of Taking adopted by the BRA on May 22, 2003 (referred to in the McCourt Agreement as Parcel 2 and in the Archdiocese Agreement as Parcel Y).

The third and fourth parcels acquired by the BRA from the City are parcels referred to in the Anthony's Agreement as Parcels A2 and A3. Parcel A2 consists of approximately 11,568 square feet and Parcel A3 consists of approximately 1,078 square feet; both Parcels A2 and A3 are located within the existing right-of-way of Northern Avenue. Parcels A2 and A3 were acquired by the BRA from the City by an Order of Taking adopted by the BRA on May 22, 2003. Parcel A2 and A3 were conveyed to Anthony's by a Deed dated May 2, 2012 pursuant to the Anthony's Agreement, subject to the retention by the City and the BRA of an easement for use by motor vehicle traffic until such time as MHD is prepared to commence the construction of the realigned Northern Avenue, and the extension of East Service Road, and the completion of Seaport Boulevard.

The fifth parcel acquired by the BRA from the City is a parcel referred to in the Archdiocese Agreement as Parcel Z. Parcel Z consists of approximately 2,775 square feet. Parcel Z is located within the existing right-of-way of Northern Avenue. Parcel Z was acquired by the BRA from the City by an Order of Taking adopted by the BRA on May 22, 2003. Parcel Z will be conveyed to the Archdiocese under the Archdiocese Agreement.

A site map showing the approximate locations of each of the above described parcels is attached.

FAN PIER PARCEL I PROJECT

The Fan Pier Parcel I project consists of an approximately 500,000 square foot office building with ground floor retail. The office space created will become home to the Goodwin Procter Headquarters. The development also includes 3 floors of underground parking and the construction of the newly realigned extensions of Northern Avenue. Construction is slated to begin in 2014 and be completed in 2016. For the Fan Pier Parcel I project to proceed Northern Avenue must be built.

In order to allow the Fan Pier Parcel I Development Team to complete the layout and design of the Northern Avenue and to complete the street improvements as a part of their project scope, the team will need to co-petition the City of Boston Public Improvement Commission for the widening and relocation of Northern Avenue. The development team currently holds rights to the northern half of the future Northern Avenue. The BRA holds fee on the remaining half of the future Northern Avenue, and therefore, would be required to co-petition the PIC for the widening and relocation of Northern Avenue. Also, the BRA will be required by PIC to execute either a highway easement or deed to the City in connection with the land owned by the BRA on which the widening and relocation of Northern Avenue will occur.

FAN PIER USE RESTRICTION FOR CIVIC AND CULTURAL USE

Fan Pier Development LLC and the BRA entered into a Use Restriction for Civic and Cultural Use to the BRA on August 10, 2007. Fan Pier Development LLC has requested that the BRA approve the increase in the amount of civic/cultural space dedicated to the Boat Building Project from 2,000 square feet to 4,277 square feet to accommodate the growth of the Boat Building Program, and to locate that space permanently at the corner of Liberty Drive and Courthouse Way in Building B. This change will result in less civic/cultural space on Parcel D and Parcel H. Parcel D will contain 13,166 square feet of civic/cultural space on Parcel D and 23,577 square feet of civic/cultural space on Parcel H. In order to accomplish these changes, Fan Pier Development LLC and the BRA must enter into an Amendment to Use Restriction for Civic and Cultural Use to the BRA.

RECOMMENDATION

It is the staff recommendation that the BRA authorize the Director to co-petition the City of Boston Public Improvement Commission ("PIC") to widen and relocate a portion of Northern Avenue in South Boston, to execute a highway easement or deed in connection with said widening and relocation, and to execute an Amendment to Use Restriction for Civic and Cultural Use to BRA in connection with the Fan Pier Project.

Appropriate votes follow:

VOTED: That the Director be, and hereby is, authorized to co-petition the Public Improvement Commission to widen and relocate a portion of Northern Avenue in South Boston in connection with the Fan Pier Parcel I Project; and

FURTHER

VOTED: That the Director be, and hereby is, authorized to execute a highway easement or deed in connection with the widening and relocation of Northern Avenue, containing terms and conditions approved by the Director and determined to be in the best interest of the Boston Redevelopment Authority ("BRA"); and

FURTHER

VOTED: That the Director be, and hereby is, authorized to execute an Amendment to Use Restriction for Civic and Cultural Use to Boston Redevelopment Authority allowing an increase in civic/cultural uses for the Boat Building Program in Building B and decreases in civic/cultural uses on Parcel D and Parcel H in the Fan Pier Project., containing terms and conditions determined to be in the best interest of the BRA.