

July 18, 2016

Brian P. Golden, Director
Boston Redevelopment Authority
City Hall, 9th Floor
Boston, MA 02201

Re: 46 Wareham Street – South End: Notice of Project Change – Article 80A-6

Dear Mr. Golden:

On behalf of Holland Development, LLC, the project proponent, I hereby submit this Notice of Project Change ["NPC"] under Article 80A-6 of the Boston Zoning Code. The Factory at 46 Wareham Street, as previously approved by the Boston Redevelopment Authority ["BRA"] Board of Directors on April 16, 2015 pursuant to the Large Project Review procedures of Article 80B, consists of the redevelopment of a former piano factory building at 46 Wareham Street in the "Back Streets" section of the South End between Harrison Avenue and Albany Street.

Large Project Review: BRA Board Approval in April 2015

As originally approved by the BRA Board, the project consisted of 4 floors of commercial/office space including street level retail/restaurant use; and two floors of residential use with 15 units on the top two levels of the building, including two affordable artist live/work units pursuant to the Inclusionary Development Policy. A three-story addition will be constructed to expand the existing three-story building, together with an accessory underground parking garage with an automated parking system. As proposed, the building will be six stories and 69'9" feet in height. The BRA Board Memorandum approving the project is attached hereto as Exhibit 1.

Board of Appeal: June 2015

On June 23, 2015, the zoning Board of Appeal granted zoning relief consisting of three conditional use permits: (1) a conditional use permit for a groundwater recharge system under Article 32 as the project lies within the Groundwater Conservation Overlay District [GCOD]; (2) a conditional use permit for non-residential accessory parking in the Restricted Parking Overlay District [RPOD] under Article 3-1A(c); and (3) a conditional use permit under Article 64-15 and Table C and Article 6 for multi-family residential use.

The off-street parking and loading requirements were determined under Article 80B in accordance with Article 64-36 and Article 64, Table H, footnote 1. No variances were necessary as the proposed project otherwise complies with all of the dimensional requirements of Article 64-16 with respect to lot area/size, lot width, lot frontage, yard, building height, usable open space and floor area ratio [FAR] and other applicable provisions of the Base Code and Article 64.

Notice of Project Change: July 2015

In July 2015, the project proponent decided to eliminate the residential component of the proposal. Based in part on very strong demand for the commercial/office space in the project, the entire building was to be constructed as commercial/office space. This change did not require any further zoning relief as the proposed use for the top two floor was changed from a conditional use to an allowed use. Additionally, throughout the Large Project review community process, a segment of the interested community groups suggested that the building should be entirely commercial and opposed any residential component. No other changes to the building envelope were proposed as a result of this internal change of use.

This represented a change from the prior approval of the BRA Board which contemplated a mixed-use project and included provision for 2 affordable rental units in the project based upon a total of 15 residential units. As such, the contemplated Affordable Rental Housing Agreement was no longer required.

On August 13, 2015, the BRA Board approved the NPC and voted to issue a Determination pursuant to Article 80A-6 of the Boston Zoning Code waiving further review of the project finding that the NPC adequately described the potential impacts arising from the revised project. The Determination was deemed to be the Scoping Determination waiving further review as set forth in Article 80B-5.3(d) of the Zoning Code. The Board Memorandum approving the NPC is attached hereto as Exhibit 2.

Notice of Project Change: July 2016

Holland Development now proposes further changes to the project, although the changes currently proposed substantially resemble the project as originally approved in 2015.

Changes to Mix of Uses

This NPC seeks approval of:

| | |
|---------------------------------|--------------------------------------|
| Commercial/retail/office space: | 32,875 square feet [51% of building] |
| Residential – 18 units | 31,655 square feet [49% of building] |

The overall gross floor area of the building remains the same at 64,530 square feet. The residential units were originally approved as rental units but will now be condominium units for ownership. The proposed change is subject to the requirements of the Inclusionary Development Policy for affordable units [the prior approval contemplated 2 affordable rental units while this NPC proposes affordable ownership units]. The change to mixed use also requires the establishment of two separate entrance lobbies: one for the commercial units and one for the residential units.

This proposed change to the mix of uses represents a 20% decrease in the amount of commercial space and a 20% increase in the amount of residential space from the mix originally approved in April 2015. The commercial and residential uses will each comprise three floors of the building. The amount of parking remains the same.

This NPC and the proposed change back to a mixed-use building is necessitated by conditions discovered during construction. From the project inception, the developer has proposed repairing and preserving two of the existing masonry walls to be incorporated into the new structure. Attempts to repair the existing foundation revealed the condition of these walls to be worse than initially thought. A recently completed structural assessment indicated that the safest approach would be to dismantle the walls and install a new foundation system. Based on these findings, the South End Landmarks District Commission voted in May 2016 to allow demolition of these walls and the project is now subject to a full design review within the jurisdiction of the SELDC over buildings in the Protection Area.

As a result of the structural issues, the project has experienced: (1) increased construction costs; (2) delays to the construction timeline; (3) loss of prospective commercial tenants due to delayed occupancy date. These impacts dictate the need to restore the residential use component and to convert the residential use from rental to ownership to facilitate financing of the project.

Attached hereto as Exhibit 3 is a summary of the development program and floor plans depicting the mix of uses as proposed by this NPC.

The purpose of this submission is to notify the BRA of the proposed changes to the project and to request that the BRA determine that these modifications do not represent a material change. From this determination of no material change, the proponent further requests that the BRA determine that no additional review is required under Article 80B and that the previously submitted Expanded Project Notification Form adequately addresses the project's: (1) general information; (2) description and alternatives; (3) urban design; (4) transportation; (5) environmental protection; infrastructure systems; (6) historic resources; (7) greenhouse gas assessment; and (8) mitigation.

As discussed with BRA staff prior to filing this NPC, the review of this NPC should include a meeting of the previously appointed Impact Advisory Group, a community meeting [with the possibility that these meetings be combined] and a hearing before the BRA Board of Directors.

Following this process, request is made for a determination by the Director and the Board, pursuant to Article 80A-6(2), that no further review is necessary for these proposed changes to the project.

Thank you for your consideration of this matter and together with the project proponent, we look forward to a favorable determination of this NPC. If you require any additional information regarding this matter, please contact me at your convenience.

Sincerely,

A handwritten signature in black ink, appearing to read 'Marc LaCasse', written in a cursive style.

Marc LaCasse

cc: Christopher Tracy
Raul Duverge

Exhibit 1

MEMORANDUM

APRIL 16, 2015

TO: BOSTON REDEVELOPMENT AUTHORITY AND
BRIAN P. GOLDEN, DIRECTOR

FROM: ERICO LOPEZ, DIRECTOR OF DEVELOPMENT REVIEW & POLICY
CHRISTOPHER TRACY, PROJECT MANAGER

SUBJECT: THE FACTORY AT 46 WAREHAM
46 WAREHAM STREET, SOUTH END

SUMMARY: This Memorandum requests that the Boston Redevelopment Authority ("BRA" or "Authority") authorize the BRA Director to: (1) issue a Scoping Determination waiving the requirement of further review pursuant to Article 80, Section 80B-5.3(d), of the Boston Zoning Code (the "Code") for The Factory at 46 Wareham project ("Proposed Project"), located in the South End; (2) issue a Certification of Compliance under Section 80B-6 of the Code upon successful completion of the Article 80 review process for the Proposed Project; (3) execute and deliver a Cooperation Agreement, an Affordable Rental Housing Agreement and Restriction, and a 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 Article 80B review of the Proposed Project; and (4) recommend approval of related petition to the Board of Appeal, Petition BOA 379502, which requests zoning relief needed in connection with the Proposed Project.

LOCATION AND SITE DESCRIPTION

The Factory at 46 Wareham is located on an approximately 16,555 square foot (0.38) land parcel in the South End neighborhood of Boston. The site is bound by Wareham Street to the south, surface parking to the east and north, and an industrial/office building at 30 Wareham Street to the west (the "Project Site"). A four story, 30,231 square foot warehouse building, currently partially occupied by Samos Imex Corp: Importers & Distributors of Quality Foods is located on the Project Site. Under existing conditions, the building is drastically underutilized with only two (2) full time employees in the entire building. The windows of the first two floors of the building have been removed and replaced with concrete cinderblocks and plywood.

PROPOSED PROJECT

The Factory at 46 Wareham will be comprised of a 64,530 square foot mixed-use building which will include approximately 45,570 square feet of modern, updated, office and retail space and two floors of residential units (15 total units), totaling 18,960 square feet and one level of below grade parking for approximately 57 vehicles. Of the proposed commercial space, 22,000 square feet will be a replacement of dilapidated and underutilized space and 23,000 square feet will be new commercial space. The existing building is to be partially demolished leaving the front and west façade of the building in place and connected to the new construction. Three additional levels will be added to the existing building, bringing its total height to 87 feet.

The proposed building program will be a mix of one, two, and three- bedrooms. There will be seven (7) one-bedroom units, six (6) two-bedroom units, and two (2) three-bedroom units. The proposed street level use is a restaurant and gallery.

The Proposed Project includes scaffolding and anchoring the exterior walls that will be retained with the Proposed Project followed by a partial demolition of the building and excavation of the proposed below-grade parking garage area.

Total Proposed Project costs are projected at approximately 8 million dollars. The Proposed Project anticipates the creation of fifteen (15) full-time construction jobs and (13) full-time permanent jobs.

PROJECT TEAM

Holland Development, LLC is the Proponent or the Developer. Holland Development, LLC's team is comprised of John Holland, Paul Baccala, and Sasha Frenkel. David Hacin and Matthew Manke of Hacin & Associates serve as the consulting design architects; Jim DeCelle of DeCelle-Burke & Associates serves as the civil engineer/land surveyor; Karen Wynne and Elizabeth Orlando of Vanasse Hangen Brustlin, Inc are the Article 80 and traffic engineering consultants; Marc LaCasse of LaCasse Law, LLC is the legal counsel; John Wood of Allied Consulting Engineering Services, Inc is the MEP and code consultant; Alan Simon and Christopher S. Downey of Simon Design Engineering, LLC are the structural and parking engineers; and Holland & Sons Construction serves as the construction management team.

ZONING

The Project Site is located in the South End Neighborhood District governed by Article 64 of the Boston Zoning Code (the "Code"). It is further located in the Economic Development Area ("EDA") South established by Article 64-14(3).

It is located within two overlay districts: (1) Groundwater Conservation Overlay District ("GCOD") governed by Article 32 of the Boston Zoning Code; and (2) Restricted Parking Overlay District ("RPOD") governed by Article 3-1A(c) of the Code.

The property is also located within the South End Landmarks Protection Area.

The Proposed Project includes ground floor commercial space with residential use on the floors above. In the EDA South sub-district in the South End Neighborhood District, residential uses are Conditional ("C") uses therefore, the Proposed Project will seek relief for the residential use, GCOD, and RPOD at the Zoning Board of Appeals ("ZBA").

ARTICLE 80 REVIEW

On May 6, 2014, in accordance with the Authority's policy on mitigation as outlined in the Executive Order Relative to the Provision of Mitigation by Development Projects in Boston, the Proponent submitted a Letter of Intent for the Proposed Project.

On May 28, 2014, letters soliciting Impact Advisory Group ("IAG") nominations for the Proposed Project were delivered to City Councilor William Linehan, State Representative Byron Rushing, and State Senator Sonia Chang-Diaz. Additional letters seeking recommendations were delivered to the Office of Neighborhood Services and the City Councilors At-Large.

The letters sought nominations or recommendations to the IAG by June 5, 2014. The Office of Neighborhood Services responded with six (6) nominations and Councilor Linehan responded with two (2) nominations. The BRA Planning Department also responded with two (2) nominations.

On June 9, 2014, letters were sent to those who did not respond confirming they had declined the opportunity to make recommendations.

Ten (10) individuals were appointed to the IAG and have participated in advising Authority staff on the determination and consideration of impacts and appropriate mitigation regarding the Proposed Project.

On July 7, 2014, the Proponent filed a Project Notification Form ("PNF"), which initiated a 30-day public comment period with a closing date of August 7, 2014. Notice of receipt by the Authority of the PNF was published in the *Boston Herald* on August 7, 2014. The PNF was sent to the City's public agencies, as well as IAG members pursuant to Section 80A-2 of the Boston Zoning Code.

Pursuant to Section 80B-5.3 of the Code, a Scoping Session was held on July 25, 2014, with the City's public agencies where the Proposed Project was reviewed and discussed.

On July 29, 2014 and September 3, 2014, the Authority hosted IAG meetings at Holland Development, LLC's office located at 519 Albany Street at which time the Proponent described the details of the Proposed Project.

On July 29, 2014 the Authority hosted a publicly-advertised community meeting regarding the PNF at the Boston Police Department- District 4 Community Room, located at 650 Harrison Avenue in the South End.

On Wednesday March 25, 2015 the BRA hosted an IAG and a community meeting at the BPD D4 Station in the South End to show the public the most recent version of the Proposed Project. The comment period was reopened to solicit feedback from the community until April 3, 2015.

PUBLIC BENEFITS

The Proposed Project will provide the following community benefits to the City and to the South End neighborhood:

- Promote new businesses and jobs by providing a combination of 15 residential units;
- Increase affordable housing stock by designating two (2) residential units as Affordable Housing that will be designated as Artist Live/Work affordable units.
- Provide 57 residential parking spaces in an off-street parking;
- Meet or exceed the Boston Residents Job Policy;
- Improve the public realm with an enhanced façade and pedestrian way along Wareham Street adjacent to the Project Site;
- Revitalize an underutilized existing building and urban area;
- Reduce surface parking and maneuvering areas;
- Introduce a potentially new tenant, the Boston Arts and Crafts Society, which has expressed an interest in relocating from Newbury Street to join the growing South End arts community; and
- Introduce high-quality architecture and diverse styles, while preserving key historic building components to provide a subtle transformative effect for this neighborhood.

AFFORDABLE HOUSING COMPONENT

The Proposed Project will comply with the Mayor's Executive Order on Inclusionary Development with respect to Affordable Housing through the provision of two (2) on-site affordable units. The Affordable Units will be designated as Artist Live/Work units and they will conform with all requirements established by the BRA. These units will

be identical in finishes and attributes to the market rate units in the building, and will be set at seventy (70%) of AMI.

| <u>Unit</u> | <u># of Bedrooms</u> | <u>Approximate Square Footage</u> | <u>Location</u> | <u>% of AMI</u> | <u>Approximate Rent*</u> |
|-------------|----------------------|-----------------------------------|-----------------|-----------------|--------------------------|
| 2 | 2 | 1,100 | 5th Floor | 70% | \$1,246 |
| 3 | 2 | 1,100 | 5th Floor | 70% | \$1,246 |

The Affordable Rental Housing Agreement and Restriction must be executed along with, or prior to, the issuance of the Certification of Compliance for the Proposed Project. The Proponent, must also submit an Affirmative Marketing Plan (the "Plan") for the Affordable Rental Housing Agreement and Restriction to the Boston Fair Housing Commission and the BRA. Preference will be given to applicants who meet the following criteria, weighted in the order below:

- (1) Boston resident; and
- (2) Household size (a minimum of (1) person per bedroom); and

The Affordable Units will not be marketed prior to the submission and approval of the Plan. A deed restriction will be placed on the Affordable Units to maintain affordability for a total of fifty (50) years, this includes thirty (30) years with a BRA option to extend for an additional period of twenty (20) years.

RECOMMENDATION

Approvals have been requested of the BRA pursuant to Article 80, Section 80B, of the Code for the issuance of a Scoping Determination waiving the requirement of further review pursuant to Article 80, Section 80B-5.3(d) of the Code; for the issuance of a Certification of Compliance under Section 80B-6 upon successful completion of the Article 80 review process; and for a recommendation that the Board of Appeal approve the zoning relief sought in connection with the Proposed Project. In accordance with Section 80B-5.3(d) of the Code, the BRA may issue a Scoping Determination Waiving Further Review if the PNF, together with any additional material and comments received by the BRA prior to the issuance of the Scoping Determination, are found to adequately describe the impact of the Proposed Project and offer appropriate mitigation of such impacts.

BRA staff believes that the PNF meets the criteria for the issuance of a Scoping Determination Waiving Further Review. It is therefore recommended that the BRA authorize the Director to (1) issue a Scoping Determination waiving the requirement of further review pursuant to Article 80, Section 80B-5.3(d) of the Code for the Proposed

Project; (2) issue a Certification of Compliance under Section 80B-6 for the Proposed Project upon successful completion of the Article 80 review process; (3) execute and deliver a Cooperation Agreement, an Affordable Rental Housing Agreement and Restriction, and a Boston Residents Construction Employment Plan in connection with the Proposed Project; and (4) recommend approval to the Board of Appeal concerning Petition BOA 379502 for zoning relief necessary in connection with the Proposed Project.

Appropriate votes follow:

VOTED: That the Director of the Boston Redevelopment Authority (the "Authority") be, and hereby is, authorized to issue a Scoping Determination under Section 80B-5.3(d) of the Boston Zoning Code (the "Code"), which (i) finds that the Project Notification Form adequately describes the potential impacts arising from The Factory at 46 Wareham project, located in the South End (the "Proposed Project"), and provides sufficient mitigation measures to minimize these impacts; and (ii) waives further review of the Proposed Project under Sections 80B-4 and 80B-5 of the Code, subject to the Authority's continuing design review; and

FURTHER

VOTED: That the Director be, and hereby is, authorized to issue a Certification of Compliance for the Proposed Project upon the successful completion of all Article 80 processes; and

FURTHER

VOTED: That the Director be, and hereby is, authorized to execute a Cooperation Agreement, an Affordable Rental Housing Agreement and Restriction, and a 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 Project, all upon terms and conditions determined to be in the best interests of the Authority; and

FURTHER

VOTED: That the Director be, and hereby is, authorized to issue the following recommendation to the Zoning Board of Appeal on Petition BOA 379502 for zoning relief necessary in connection with the Proposed Project:
APPROVAL WITH PROVISIO: that plans be submitted to the Authority for design review approval.

Exhibit 2

TO: BOSTON REDEVELOPMENT AUTHORITY AND
BRIAN P. GOLDEN, DIRECTOR

FROM: HEATHER CAMPISANO, CHIEF OF STAFF
CHRISTOPHER TRACY, PROJECT MANAGER

SUBJECT: 46 WAREHAM ST, SOUTH END
NOTICE OF PROJECT CHANGE

SUMMARY: This Memorandum requests that the Boston Redevelopment Authority (the "BRA"): (i) authorize the Director to issue a Determination waiving further review in connection with a Notice of Project Change filed on July 8, 2015 (the "NPC") for The 46 Wareham St project, (the "Revised Project"), pursuant to Section 80A-6 of the Boston Zoning Code (the "Code"); (ii) authorize the Director to issue a Certification of Compliance for the Revised Project pursuant to Section 80B-6 of the Code; and (iii) authorize the Director to execute and deliver a Cooperation Agreement a Boston Residents Construction Employment Plan and any and all other documents or agreements as may be necessary and appropriate in connection with the Revised Project.

LOCATION AND SITE DESCRIPTION

The building at 46 Wareham is located on an approximately 16,555 square foot (0.38) land parcel in the South End neighborhood of Boston. The site is bound by Wareham Street to the south, surface parking to the east and north, and an industrial/office building at 30 Wareham Street to the west (the "Project Site"). A four story, 30,231 square foot warehouse building, currently occupied, in part, by Samos Imex Corp: Importers & Distributers of Quality Foods is located on the Project Site. Under existing conditions, the building is drastically underutilized with only two (2) full time employees in the entire building. The windows of the first two floors of the building have been removed and replaced with concrete cinderblocks and plywood.

PROJECT TEAM

Holland Development, LLC is the Proponent or the Developer. Holland Development, LLC's team is comprised of John Holland, Paul Baccala, and Sasha Frenkel. David Hacin and Matthew Manke of Hacin & Associates serve as the consulting design architects; Jim DeCelle of DeCelle-Burke & Associates serves as the civil engineer/land surveyor; Karen Wynne and Elizabeth Orlando of Vanasse Hangen Brustlin, Inc. are the

Article 80 and traffic engineering consultants; Marc LaCasse of LaCasse Law, LLC is the legal counsel; John Wood of Allied Consulting Engineering Services, Inc is the MEP and code consultant; Alan Simon and Christopher S. Downey of Simon Design Engineering, LLC are the structural and parking engineers; and Holland & Sons Construction serves as the construction management team.

PROJECT BACKGROUND

On April 16, 2015, the BRA Board first approved the 46 Wareham St project. The Proponent proposed a 64,530 square foot mixed-use building which would include approximately 45,570 square feet of modern, updated, office and retail space and two floors of residential units (15 total units), totaling 18,960 square feet and one level of below grade parking for approximately 57 vehicles (the "Original Approved Project"). The Original Approved Project included commercial space, of which 22,000 square feet would replace dilapidated and underutilized space and 23,000 square feet would be new commercial space. The existing building was to be partially demolished leaving the front and west façade of the building in place and connected to the new construction. Three additional levels were to be added to the existing building, bringing its total height to 87 feet.

The proposed building program was a mix of one, two, and three- bedrooms and included ten (10) one-bedroom units, four (4) two-bedroom units, and two (2) three-bedroom units and proposed restaurant and gallery at street level.

REVISED PROJECT

The Proponent has decided to eliminate the residential component from the Original Approved Project. The project will now be constructed as all commercial/office space based, in part, on strong demand for the commercial/office space ("Revised Project"). No further zoning relief will be required and no other changes to the building envelope are proposed as a result of this internal use change.

This represents a change from the prior approval of the BRA Board which contemplated a mixed use project and included provision for 2 affordable rental units in the project based upon a total of 15 residential units. As such, the contemplated Affordable Rental Housing Agreement will no longer be required.

On Tuesday August 11, 2015 a neighborhood meeting was held with the assistance of the Mayor's Office of Neighborhood Services to present the proposed NPC for the Revised Project.

PUBLIC BENEFITS

The Revised Project will provide the following community benefits to the City and to the South End neighborhood:

- Meet or exceed the Boston Residents Job Policy;
- Improve the public realm with an enhanced façade and pedestrian way along Wareham Street adjacent to the Project Site;
- Revitalize an underutilized existing building and urban area;
- Reduce surface parking and maneuvering areas;
- Introduce a potentially new tenant, the Boston Arts and Crafts Society, which has expressed an interest in relocating from Newbury Street to join the growing South End arts community; and
- Introduce high-quality architecture and diverse styles, while preserving key historic building components to provide a subtle transformative effect for this neighborhood.

ARTICLE 80 REVIEW

On May 6, 2014, in accordance with the BRA's policy on mitigation as outlined in the Executive Order Relative to the Provision of Mitigation by Development Projects in Boston, the Proponent submitted a Letter of Intent for the Original Proposed Project.

On May 28, 2014, letters soliciting Impact Advisory Group ("IAG") nominations for the Original Proposed Project were delivered to City Councilor William Linehan, State Representative Byron Rushing, and State Senator Sonia Chang-Diaz. Additional letters seeking recommendations were delivered to the Office of Neighborhood Services and the City Councilors At-Large. The letters sought nominations or recommendations to the IAG by June 5, 2014. The Office of Neighborhood Services responded with six (6) nominations and Councilor Linehan responded with two (2) nominations. The BRA Planning Department also responded with two (2) nominations. On June 9, 2014, letters were sent to those who did not respond confirming they had declined the opportunity to make recommendations. Ten (10) individuals were appointed to the IAG and have participated in advising BRA staff on the determination and consideration of impacts and appropriate mitigation regarding the Original Proposed Project.

On July 7, 2014, the Proponent filed a PNF, which initiated a 30-day public comment period with a closing date of August 7, 2014. Notice of receipt by the Authority of the PNF was published in the *Boston Herald* on August 7, 2014. The PNF was sent to the City's public agencies, as well as IAG members pursuant to Section 80A-2 of the Boston Zoning Code.

Pursuant to Section 80B-5.3 of the Code, a Scoping Session was held on July 25, 2014, with the City's public agencies where the Proposed Project was reviewed and discussed.

On July 29, 2014 and September 3, 2014, the BRA hosted IAG meetings at Holland Development, LLC's office located at 519 Albany Street.

On July 29, 2014 the BRA hosted a publicly-advertised community meeting at the Boston Police Department- District 4 Community Room, located at 650 Harrison Avenue in the South End.

On Wednesday March 25, 2015 the BRA hosted an IAG and a community meeting at the BPD D4 Station in the South End to show the public the most recent version of the Original Proposed Project. The comment period was reopened to solicit feedback from the community until April 3, 2015.

On July 8, 2015, the Proponent filed a NPC eliminating the residential component from the Original Approved Project.

On Tuesday August 11, 2015 a neighborhood meeting was held with the assistance of the Mayor's Office of Neighborhood Services to present the Revised Project.

ZONING

The Project Site is located in the South End Neighborhood District governed by Article 64 of the Boston Zoning Code (the "Code"). It is further located in the Economic Development Area ("EDA") South established by Article 64-14(3).

It is located within two overlay districts: (1) Groundwater Conservation Overlay District ("GCOD") governed by Article 32 of the Boston Zoning Code; and (2) Restricted Parking Overlay District ("RPOD") governed by Article 3-1A(c) of the Code.

The property is also located within the South End Landmarks Protection Area.

The Original Approved Project includes ground floor commercial space with residential use on the floors above. In the EDA South sub-district in the South End Neighborhood District, residential uses are Conditional ("C") uses therefore, the Original Approved Project sought relief for the residential use, GCOD, and RPOD at the Zoning Board of Appeals ("ZBA").

The Revised Project is all commercial/office space and therefore no further relief is needed at the ZBA.

RECOMMENDATION

BRA staff recommends that the Director be authorized to: (1) issue a Determination waiving further review approving the Notice of Project Change and waiving the requirement of further review pursuant to Section 80A-6.2 of the Boston Zoning Code; (2) issue a Certification of Compliance under Section 80B-6 of the Code for the Revised Project upon successful completion of the Article 80B Large Project Review Process; and (3) execute a Cooperation Agreement a Boston Residents Construction Employment Plan, and any and all other agreements and documents that the Director deems appropriate and necessary in connection with the Proposed Project.

Appropriate votes follow:

VOTED: That the Director be, and hereby is, authorized to issue a Determination pursuant to Section 80A-6 of the Boston Zoning Code (the "Code") waiving further review of The 46 Wareham St project, South End (the "Revised Project"), consisting of the redevelopment of a 64, 530 square foot commercial/office space building with below grade parking, which finds that the Notice of Project Change submitted to the Boston Redevelopment Authority ("BRA") on July 8, 2015 for the Revised Project adequately describes the potential impacts arising from the Revised Project, subject to design review by the BRA; said Determination shall be deemed to be the Scoping Determination waiving further review as set forth in Section 80B-5.3(d) of the Code and with the requirements of said Section 80B-5.3(d) of the Code shall be followed in the issuance of said Determination; and

FURTHER

VOTED: That the Director be, and hereby is, authorized to issue a Certification of Compliance pursuant to Section 80B-6 of the Code for the Revised Project, upon successful completion of the Article 80 Processes, subject to on-going design review by the BRA; and

FURTHER

VOTED: That the Director be, and hereby is, authorized to execute all documents, and agreements deemed necessary and appropriate by the Director in connection with the approval of the Revised Project, including but not limited to a Cooperation Agreement and a Boston Residents Construction Employment Plan, subject to such terms and conditions as the Director deems to be in the best interest of the BRA.

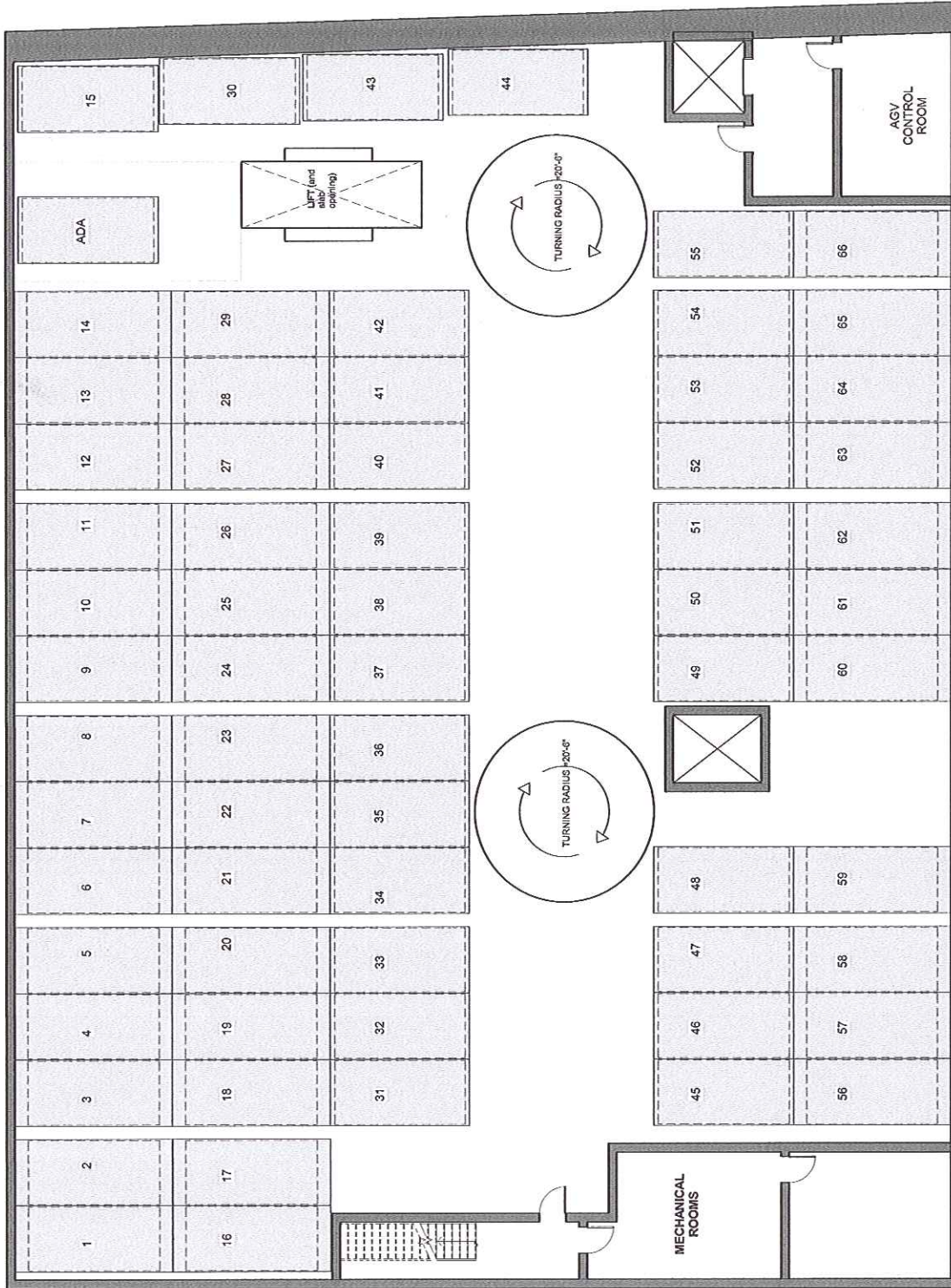
Exhibit 3

PROGRAM OVERVIEW

| | Existing Building | BRA Approved (4/16/2015) | BRA Approved Program Change (7/23/2015) | Current Proposal |
|-----------------------------|-------------------|--------------------------|---|------------------|
| Levels (Excluding Basement) | 3 | 6 | 6 | 6 |
| Commercial Space (SF) | 22,000 | 45,570 | 64,530 | 32,875 |
| Residential Space (SF) | 0 | 18,960 | 0 | 31,655 |
| # of Residential Units | 0 | 15 | 0 | 18 |
| Building Total (SF) | 22,000 | 64,530 | 64,530 | 64,530 |
| Programmatic Percentage | | | | |
| % Commercial | 100 | 71 | 100 | 51 |
| % Residential | 0 | 29 | 0 | 49 |

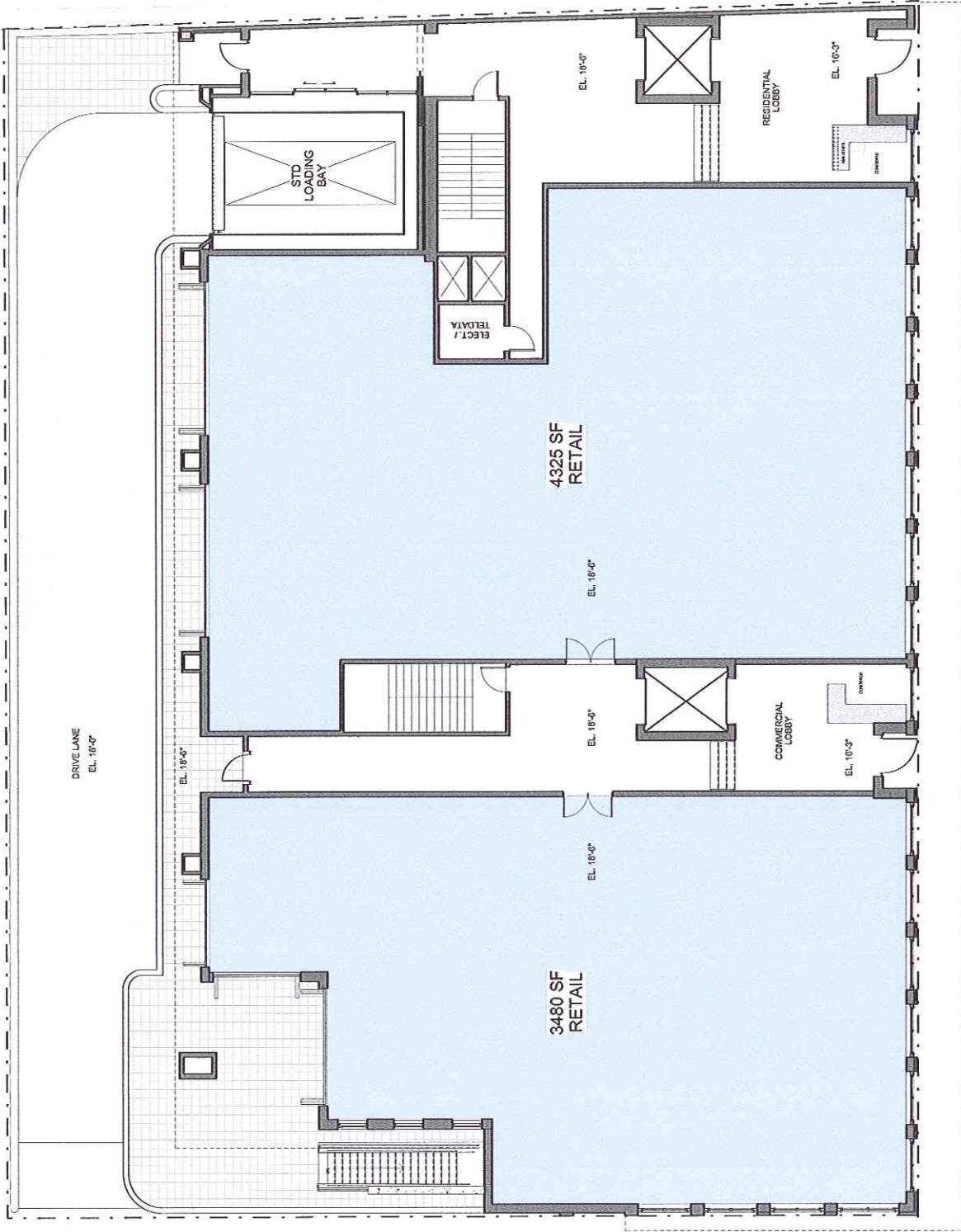
REVISED PROGRAM SUMMARY

- The current proposal represents a true mixed-use program that can provide 18-hours of activity / day
- Includes almost 33,000 SF of modern, updated, office & retail space:
 - Replaces 22,000 SF of dilapidated and underutilized space
 - Generates almost 11,000 SF of new commercial space
- Previous proposals intended to repair & utilize existing street walls.
 - Attempts to repair the existing building foundation revealed extensive structural issues & dangerous conditions beyond repair.
- The proposed programmatic changes reflect:
 - The increased construction costs to demolish existing building and rebuild street walls
 - Loss of commercial tenants due to revised construction timeline



PROPOSED VEHICLE STORAGE FLOOR PLAN

SCALE: 1/8"=1'-0"



SHARED
DRIVE
LANE

PROPOSED FIRST FLOOR PLAN

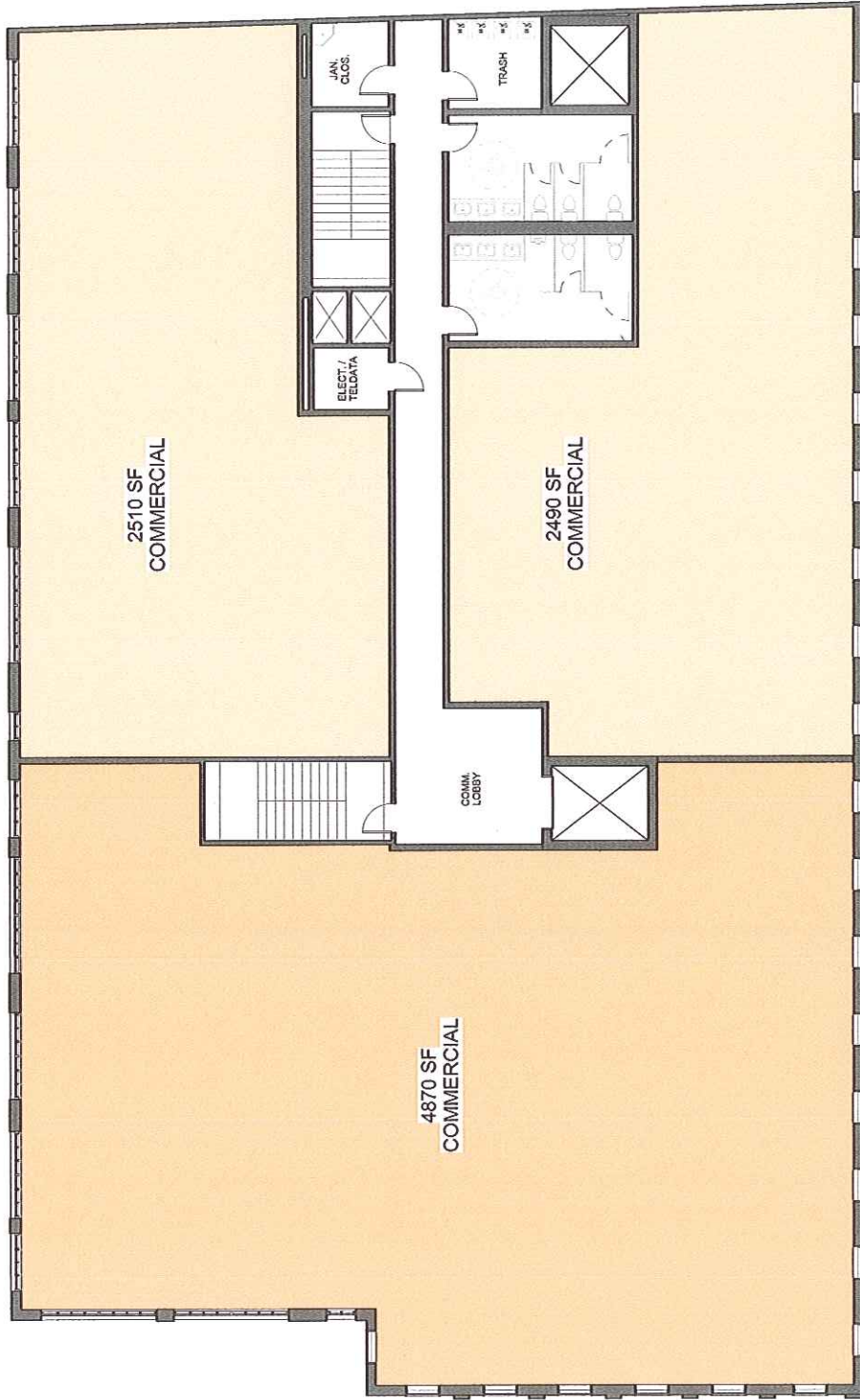
SCALE: 1/8"=1'-0"



THE FACTORY
AT 46 WAREHAM

46 WAREHAM STREET
SOWA DISTRICT, BOSTON, MA





PROPOSED SECOND FLOOR PLAN

SCALE: 1/8"=1'-0"

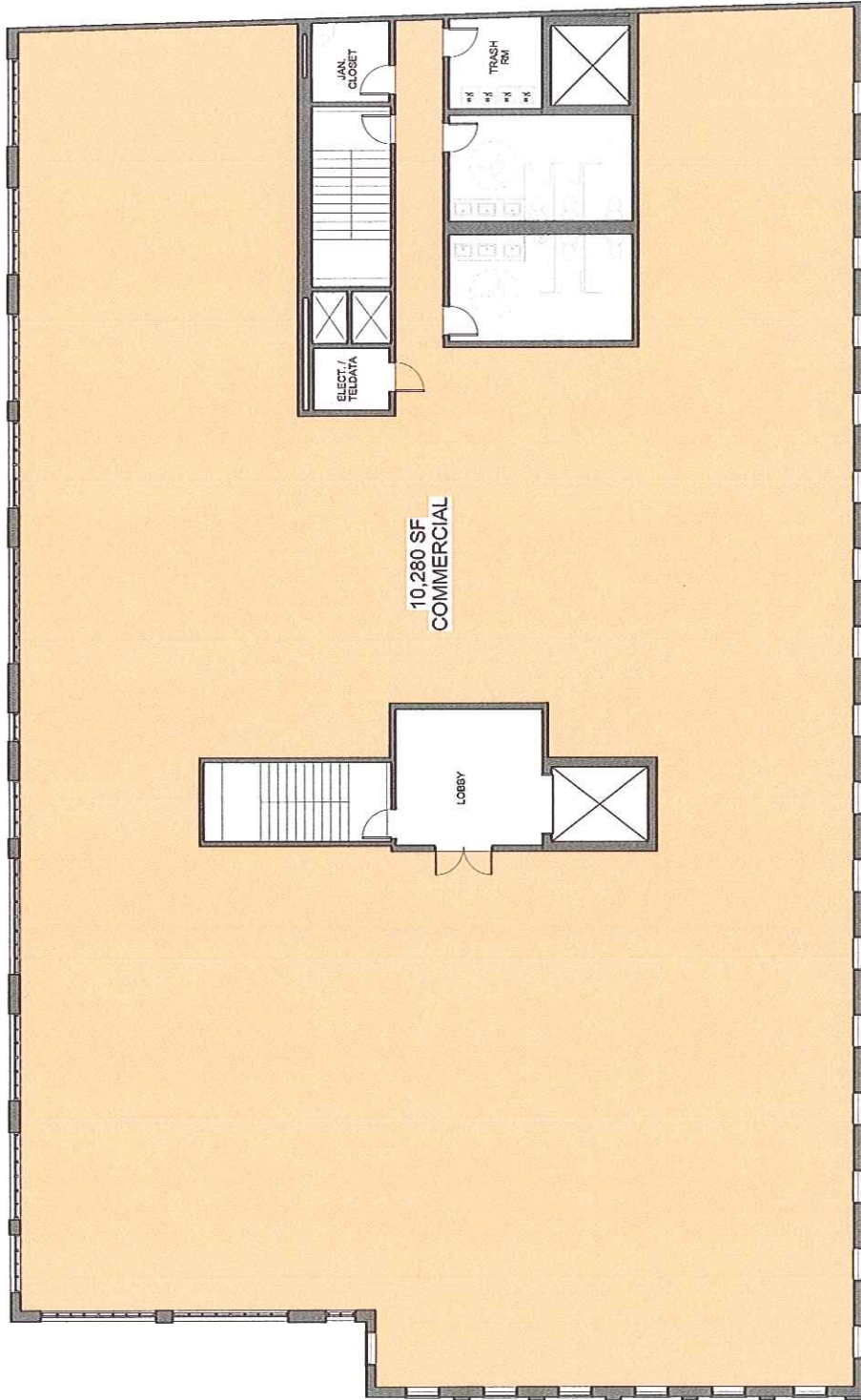


THE FACTORY
AT 46 WAREHAM

46 WAREHAM STREET
SOWA DISTRICT, BOSTON, MA

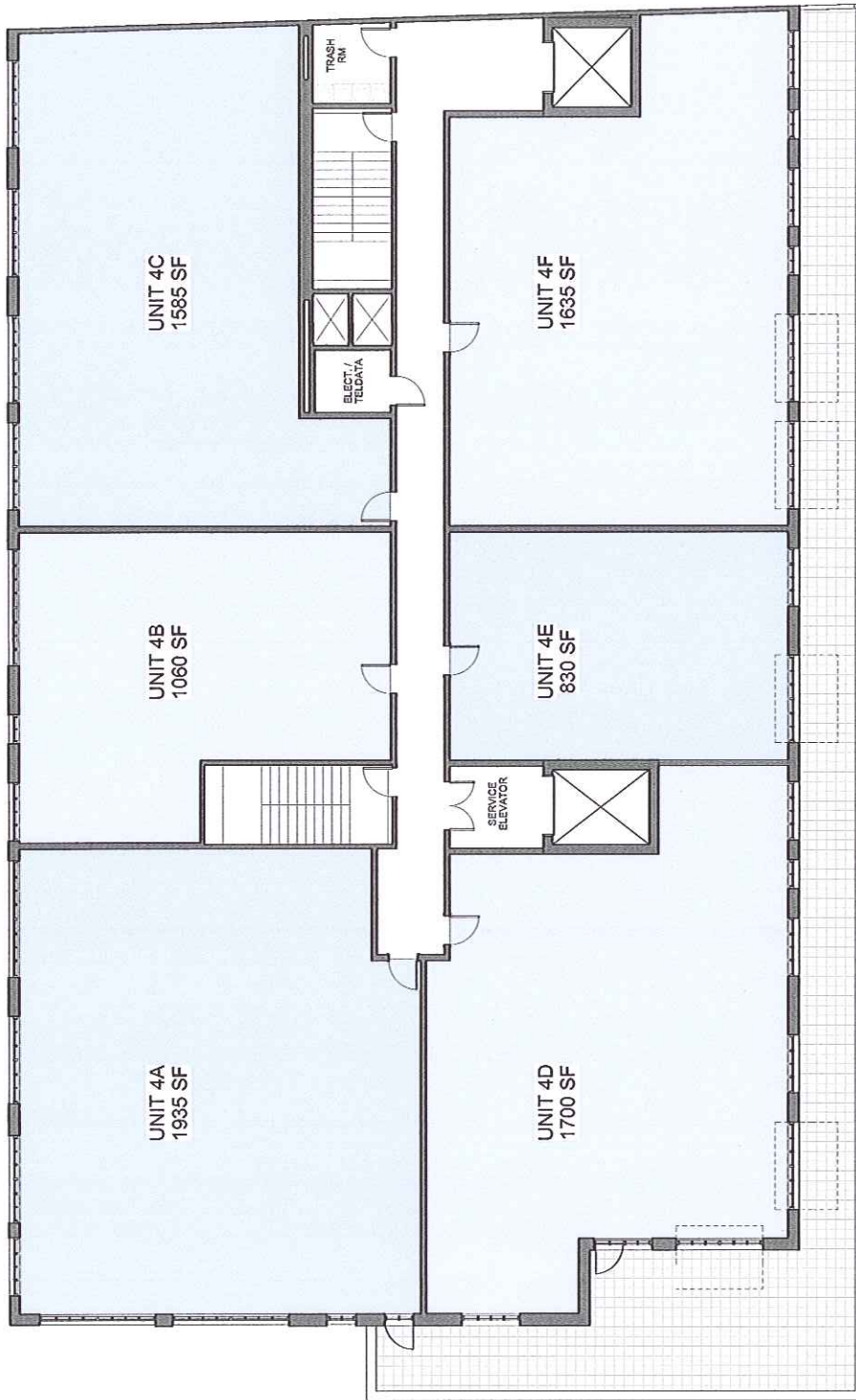


the HOLLAND COMPANIES
Design & Construction



PROPOSED THIRD FLOOR PLAN

SCALE: 1/8"=1'-0"



PROPOSED FOURTH FLOOR PLAN

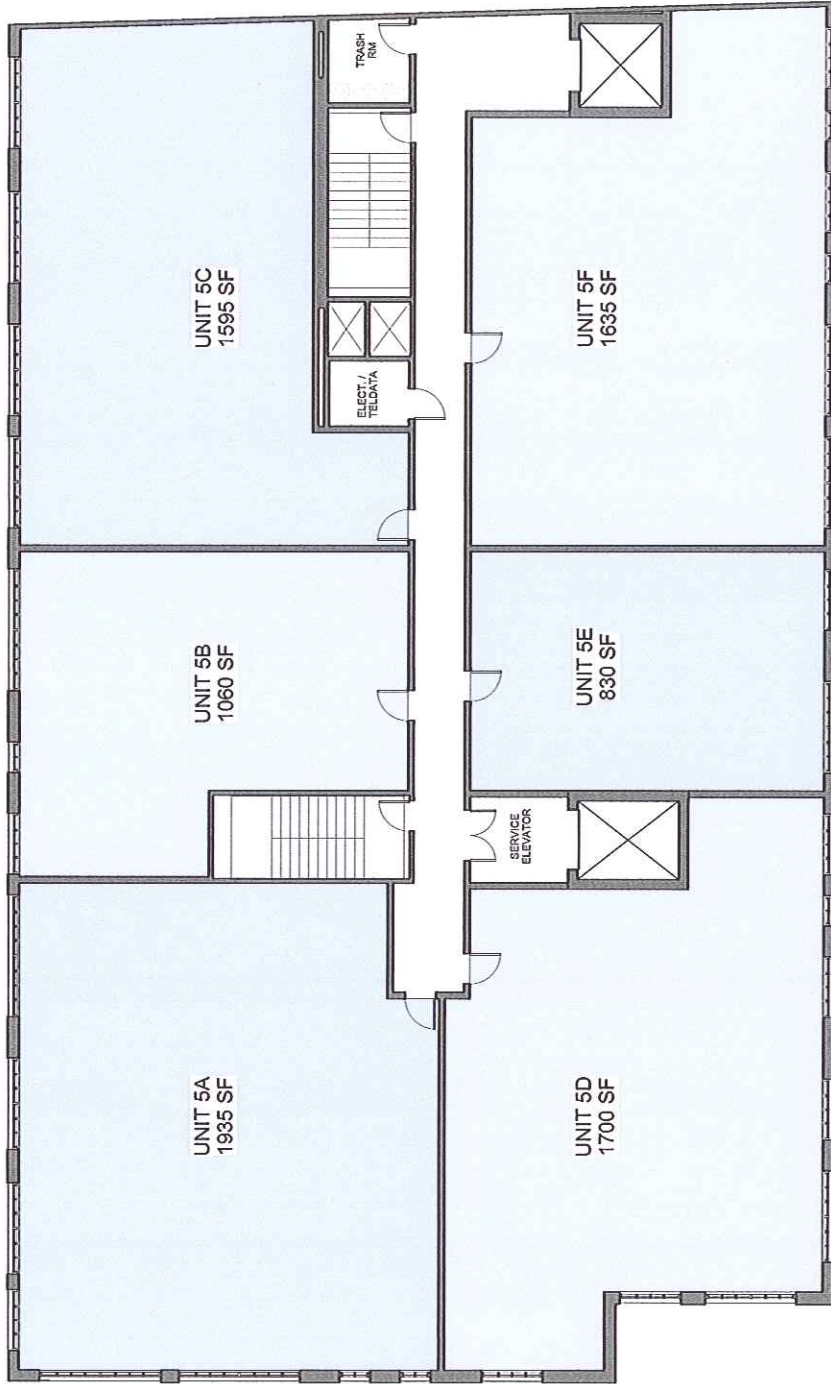
SCALE: 1/8"=1'-0"



THE FACTORY
AT 46 WAREHAM

46 WAREHAM STREET
SOWA DISTRICT, BOSTON, MA





PROPOSED FIFTH FLOOR PLAN

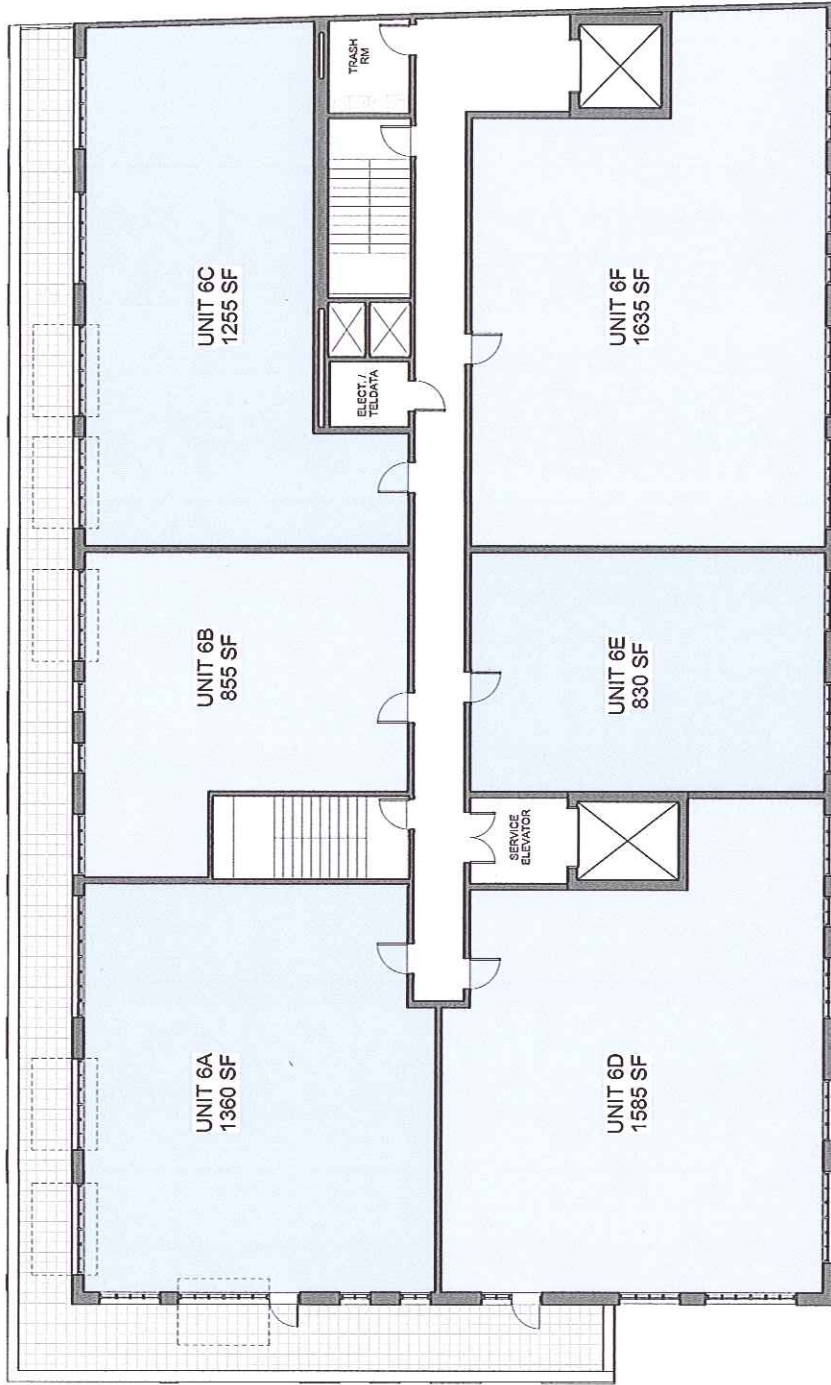
SCALE: 1/8"=1'-0"



THE FACTORY
AT 46 WAREHAM

46 WAREHAM STREET
SOWA DISTRICT, BOSTON, MA





PROPOSED SIXTH FLOOR PLAN

SCALE: 1/8"=1'-0"



THE FACTORY
AT 46 WAREHAM

46 WAREHAM STREET
SOWA DISTRICT, BOSTON, MA

