FACT SHEET FOR

MASTER PLAN

FOR

PLANNED DEVELOPMENT AREA NO.

BARTLETT PLACE

2565 WASHINGTON STREET

ROXBURY

DATED: JULY 29, 2013

1. Board Action

The Proponent is requesting the Authority's approval of a Master Plan for a Planned Development Area in connection with the Bartlett Place Project.

2. Proponent

Bartlett Place Land, Inc., a Massachusetts non-profit corporation

3. Location of Proposed Projects

The Planned Development Area (the "PDA Area") is located within the Dudley Square Economic Development Area (the "Dudley Square EDA") of the Roxbury Neighborhood District (Map 6A/6B/6C). The PDA Area is located on an approximately 8.59 acre parcel at the corner of Washington Street and Bartlett Street. This parcel was formerly a bus yard and is currently vacant, with several buildings that are no longer in use.

It is currently anticipated that all existing buildings currently located on the PDA Area will be razed in order to facilitate development of the Project. The PDA Area is legally described in Exhibit A attached hereto.

4. The Proposed Projects

The Proponent proposes the development of an innovative urban mixed-use development, creating a brand new neighborhood bridging Roxbury's bustling Dudley Square with the adjoining historic Fort Hill and Tommy's Rock neighborhoods. After full buildout, Bartlett Place will feature a public events plaza, a public market, a new roadway, approximately 54,000 square feet of commercial and retail space, approximately 323units of housing, approximately 355 parking spaces and additional public

space for interactive arts.

Bartlett Place is anticipated to be developed in four phases, as described below and as shown on the attached Exhibit B. The Phase 1 Project is anticipated to break ground no later than the fall of 2014 with construction completed by the winter of 2016. The Proponent hopes to commence construction of the subsequent phases, subject to market considerations, as early as fall of 2015 with construction continuing through 2018.

5. Phase 1 Project

The Proponent proposes to construct two new mixed-use buildings (Phase 1A and Phase 1B), including residential, health/fitness club, office, restaurant and retail uses.

Building A. Phase 1A will be located on an approximately 83,000 square foot lot (including the new roadway) at the corner of Bartlett Street and Washington Street, shown as "Lot A" on the Site Plan. Phase 1A will reach a maximum Building Height of up to 55 feet and will include up to 125,000 square feet of Gross Floor Area, consisting of approximately 39,000 square feet of commercial space and retail space and approximately 42 apartment units. Parking spaces will be provided on the ground floor of Building A, with additional parking spaces provided on the new roadway.

Building B. Phase 1B will reach a maximum Building Height of approximately 65 feet and will be located on an approximately 71,000 square foot lot adjacent to Phase 1A on Washington Street, shown as "Lot B" on the Site Plan. Phase 1B is anticipated to include the new public plaza and a total of approximately 110,000 square feet of Gross Floor Area, consisting of approximately 15,000 square feet of commercial and retail space and approximately 60 apartment units. Off-street parking spaces will be provided on the ground floor and first floor of Building B, with additional parking spaces in a surface parking lot in Phase 1B.

6. Phase 2 Project

The Proponent proposes to construct an apartment building and/or townhomes containing approximately 56 Dwelling Units, with accessory parking, with a maximum of 60,000 square feet of Gross Floor Area and reaching a maximum Building Height of 50 feet.

7. Phase 3 Project

The Proponent proposes to construct of an apartment building containing approximately 36 Dwelling Units, with

accessory parking, with a maximum of 70,000 square feet of Gross Floor Area and reaching a maximum Building Height of 55 feet.

8. Phase 4 Project

The Proponent proposes to construct an apartment building and/or town homes containing approximately 129 Dwelling Units, with accessory parking, with a maximum of 180,000 square feet of Gross Floor Area and reaching a maximum Building Height of 48 feet.

9. Anticipated Job Creation

In total, the Proposed Projects will create approximately 200 full-time construction jobs (with approximately 400 peak construction jobs) and approximately 200 permanent jobs.

10. Anticipated Housing

The Proposed Project will provide approximately 194 units of affordable rental and homeownership housing and 129 units of market-rate rental and homeownership housing.

11. Project Impact Project Contribution

The Proposed Project will result in significant additional real estate tax revenues to the City of Boston, as well as other significant financial benefits.

12. **Zoning**

The Project Site is located within the Dudley Square EDA, located in the Roxbury Neighborhood District, and is governed by Article 50 of the Boston Zoning Code (the "Code"). Pursuant to Section 50-14 of the Code, the PDA Area is a Planned Development Area eligible parcel.

Exhibit A

Legal Description of the PDA Area

A CERTAIN PARCEL OF LAND SITUATED IN THE CITY OF BOSTON (ROXBURY), SUFFOLK COUNTY, IN THE COMMONWEATH OF MASSACHUSETTS BEING GENERALLY BOUNDED ON THE NORTH BY BARTLETT STREET, ON THE EAST BY WASHINGTON STREET, ON THE SOUTH BY GUILD STREET, AND ON THE WEST BY LAMBERT AVENUE; BEING MORE PARTICULARLY DESCRIBED AS FOLLOW:

BEGINNING AT THE NORTHERLY CORNER OF THE PARCEL OF LAND DESCRIBED HEREIN, SAID CORNER BEING AT THE INTERSECTION OF THE EASTERLY LINE OF LAMBERT AVENUE AND THE SOUTHERLY LINE OF BARTLETT STREET; THENCE BY BARTLETT STREET BY THE FOLLOWING EIGHT COURSES:

S 34°16'41" E, A DISTANCE OF 141.44',

S 32°32'16" E, A DISTANCE OF 170.01',

S 39°29'59" E, A DISTANCE OF 66.00',

S 50°24'00" E, A DISTANCE OF 18.00',

S 51°53'51" E, A DISTANCE OF 53.25',

S 54°32'27" E, A DISTANCE OF 69.37',

S 57°01'06" E, A DISTANCE OF 155.42', AND

SOUTHERLY MORE OR LESS BY A CURVE TURNING TO THE RIGHT WITH AN ARC LENGTH OF 4.49', WITH A RADIUS OF 2.86', WITH A CHORD BEARING OF S 12°01'06" E, WITH A CHORD LENGTH OF 4.04' TO THE WESTERLY LINE OF WASHINGTON STREET; THENCE BY WASHINGTON STREET

S 32°58'54" W, A DISTANCE OF 563.77' TO THE NORTHERLY LINE OF GUILD STREET; THENCE BY THE NORTHERLY LINE OF GUILD STREET BY THE FOLLOWING FOUR COURSES:

N 64°02'00" W, A DISTANCE OF 7.48',

NORTHWESTERLY MORE OR LESS BY A CURVE TURNING TO THE RIGHT WITH AN ARC LENGTH OF 238.59', WITH A RADIUS OF 515.30', WITH A CHORD BEARING OF N 50°46'08" W, WITH A CHORD LENGTH OF 236.47',

N 37°30'15" W, A DISTANCE OF 264.80', AND

N 37°07'00" W, A DISTANCE OF 211.10' TO THE EASTERLY LINE OF LAMBERT AVENUE; THENCE BY THE EASTERLY LINE OF LAMBERT AVENUE BY THE FOLLOWING FOUR COURSE:

NORTHEASTERLY MORE OR LESS BY A CURVE TURNING TO THE LEFT WITH AN ARC LENGTH OF 215.38', WITH A RADIUS OF 430.00', WITH A CHORD BEARING OF N 35°42'04" E, WITH A CHORD LENGTH OF 213.14',

N 21°21'07" E, A DISTANCE OF 75.10',

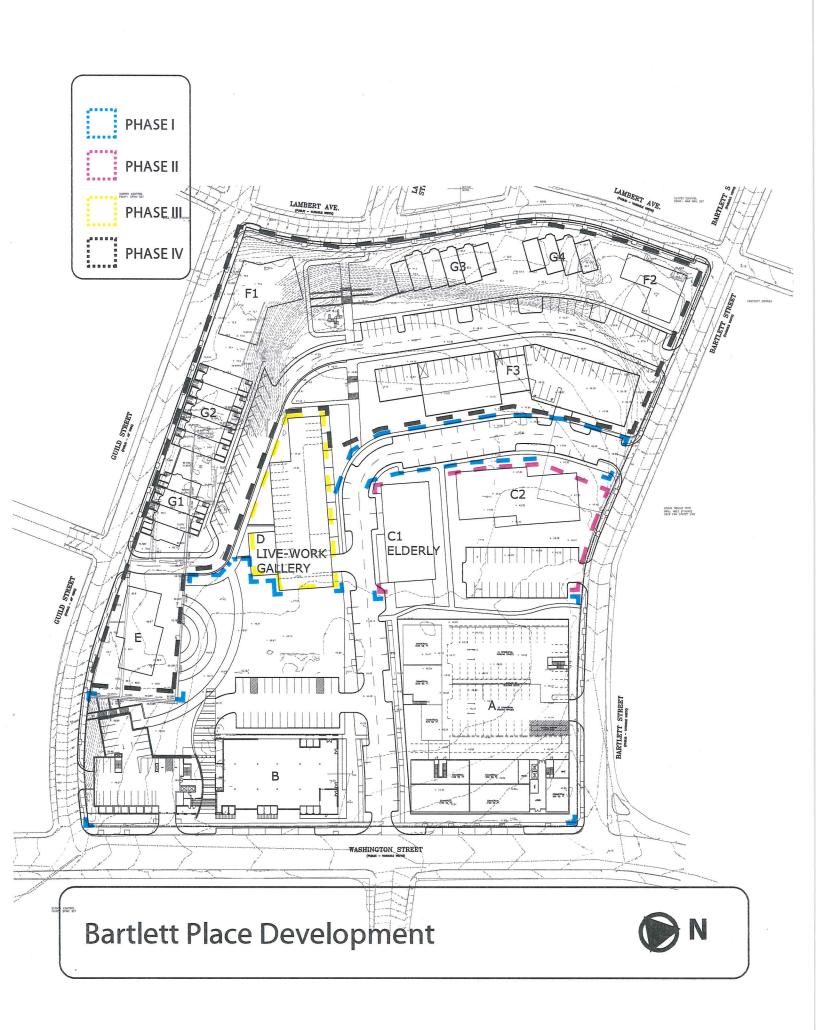
NORTHEASTERLY MORE OR LESS BY A CURVE TURNING TO THE RIGHT WITH AN ARC LENGTH OF 147.06', WITH A RADIUS OF 266.00', WITH A CHORD BEARING OF N 37°11'23" E, WITH A CHORD LENGTH OF 145.19', AND

N 53°01'39", E A DISTANCE OF 111.82' TO THE POINT OF BEGINNING.

SAID PARCEL OF LAND CONTAINS 8.59 ACRES OF LAND MORE OR LESS.

Exhibit B

Conceptual Site Plan of the Proposed Projects



FACT SHEET FOR

PLANNED DEVELOPMENT AREA NO.

BARTLETT PLACE

2565 WASHINGTON STREET

ROXBURY

DATED: JULY 29, 2013

1. Board Action

The Proponent is requesting the Authority's approval of a Development Plan for a Planned Development Area in connection with the proposed Bartlett Place Project.

2. Proponent:

Bartlett Place Land, Inc., a Massachusetts non-profit corporation

3. Location of Proposed Project

The Planned Development Area (the "PDA Area") is located within the Dudley Square Economic Development Area (the "Dudley Square EDA") of the Roxbury Neighborhood District (Map 6A/6B/6C). The PDA Area is part of a Master Plan PDA, located on an approximately 8.59 acre parcel at the corner of Washington Street and Bartlett Street. This parcel was formerly a bus yard and is currently vacant, with several buildings that are no longer in use.

It is currently anticipated that all existing buildings currently located on the PDA Area will be razed in order to facilitate development of the Project. The PDA Area contains approximately 154,000 square feet of lot area and is shown on the plan attached hereto as <u>Exhibit A</u>.

4. The Proposed Project

The Proponent proposes to construct two new mixed-use buildings (Phase 1A and Phase 1B), including residential, health/fitness club, office and retail uses.

Building A. Phase 1A will be located on an approximately 83,000 square foot lot (including the new roadway) at the corner of Bartlett Street and Washington Street, shown as "Lot A" on the Site Plan. Phase 1A will reach a maximum Building Height of up to 55 feet and will include up to 125,000 square feet of Gross Floor Area, consisting of approximately 39,000 square feet of commercial space and

retail space and a minimum of 39 and a maximum of 45 apartment units. Off-street parking spaces will be provided on the ground floor of Building A, with additional parking spaces provided on the new roadway.

Building B. Phase 1B will reach a maximum Building Height of approximately 65 feet and will be located on an approximately 71,000 square foot lot adjacent to Phase 1A on Washington Street, shown as "Lot B" on the Site Plan. Phase 1B is anticipated to include the new public plaza and a total of approximately 110,000 square feet of Gross Floor Area, consisting of approximately 15,000 square feet of commercial and retail space and a minimum of 57 and a maximum of 63 apartment units. Off-street parking spaces will be provided on the ground floor and first floor of Building B, and with additional parking spaces in a surface parking lot in Phase 1B.

5. Anticipated Job Creation

The Project is part of a Master Plan PDA for the entire PDA Site. In total, that expansion will create approximately 200 full-time construction jobs (with approximately 400 peak construction jobs) and approximately 200 permanent jobs.

6. Anticipated Housing

The Project will provide approximately 54 units of affordable rental housing and 48 units of moderate to market-rate rental housing.

7. Project Impact Project Contribution

The Project will result in significant additional real estate tax revenues to the City of Boston, as well as other significant financial benefits.

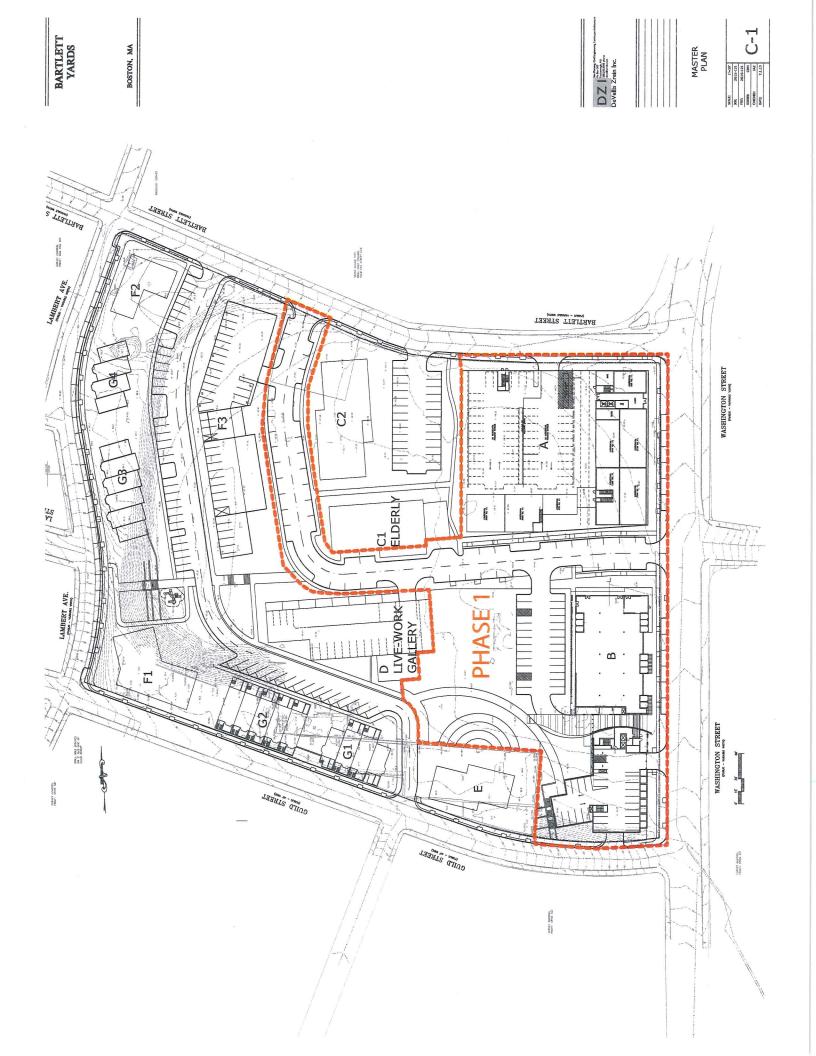
8. Zoning

The Project Site is located within the Dudley Square EDA, located in the Roxbury Neighborhood District, and is governed by Article 50 of the Boston Zoning Code (the "Code"). Pursuant to Section 50-14 of the Code, the PDA Area is a Planned Development Area eligible parcel. The Proposed Project is part of a Master Plan PDA for the entire PDA Area.

EXHIBIT A

Bartlett Place Plan

[see attached]



BOSTON REDEVELOPMENT AUTHORITY

MASTER PLAN

FOR

PLANNED DEVELOPMENT AREA NO. ____

BARTLETT PLACE

WASHINGTON STREET AND BARTLETT STREET

ROXBURY

Dated: [BRA Board Date]

1. Master Plan. Pursuant to Section 3-1A(a) and Article 80C of the Boston Zoning Code (the "Code"), this plan constitutes a Master Plan (this "Master Plan") for Planned Development Area No. ____ for the development of approximately 8.59 acres of land located at 2565 Washington Street in Boston's Roxbury neighborhood (such land, the "PDA Area"). The PDA Area is described in more detail below, and the legal description is attached as Exhibit A hereto and shown on the site plan attached as Exhibit B hereto. The PDA Area is owned by Bartlett Place Land, Inc., a Massachusetts non-profit corporation (the "Proponent"). This Master Plan contemplates that one or more Planned Development Area Development Plans (each, a "PDA Development Plan") will be submitted at a future date for review and approval in accordance with Section 80C of the Code, and will provide more specific information about the Proposed Projects and components thereof.

This Master Plan sets forth a statement of the development concept, including the planning objectives and character of the development, the proposed uses of the area, the range of dimensional requirements contemplated for each of the proposed uses, the proposed phasing of construction of the development, and the anticipated public benefits of the Proposed Project. This Master Plan consists of six (6) pages of text, plus the attachments designated as <u>Exhibits A</u>, <u>B</u> and <u>C</u>. A conceptual site plan of the Proposed Projects, as defined below, is shown on <u>Exhibit C</u> attached hereto (the "<u>Conceptual Site Plan</u>").

This Master Plan describes four new projects (each, a "Proposed Project," and collectively, the "Proposed Projects") to be located on the PDA Area, each to be developed in one or more sub-phase(s) and consisting of the following: (i) two mixed-use buildings, including residential, health/fitness club, office, restaurant, retail and other uses, each with accessory parking and loading, along with a public plaza and internal roadway (the "Phase 1 Project"); (ii) an apartment building and/or town homes containing approximately 56 Dwelling Units, with accessory parking, (the "Phase 2 Project"); (iii) an apartment building containing approximately 36 Dwelling Units, with accessory parking (the "Phase 3 Project"); and (iv) an apartment building and/or town homes containing approximately 129 Dwelling Units, with accessory parking (the "Phase 4 Project"). Each of the Proposed Projects is discussed in more detail below.

2. The PDA Area Description. The PDA Area is an approximate 8.59-acre parcel of land that was the site of a former bus yard located at the corner of Washington Street and Bartlett Street. The PDA Area is located just outside of Roxbury's Dudley Square and is adjacent to the historic Fort Hill and Tommy's Rock neighborhoods. It is a contiguous piece of property bounded by Washington Street, Bartlett Street, Lambert Avenue, and Guild Street, all as shown on Exhibit C, the Conceptual Site Plan. The legal description of the PDA Area is attached hereto as Exhibit A and the "PDA Area Site Plan" is attached hereto as Exhibit B. Upon approval of this Master Plan and the associated map amendment, the PDA Area will be governed by this Master Plan.

The existing buildings at the PDA Area will be razed prior to or at such time as is necessary to allow construction of a Proposed Project to proceed.

3. <u>Planning Objectives and Character of the PDA Area</u>. The Proposed Projects comprise a mixed-use development encompassing approximately 8.59 acres of land, located at the corner of Washington Street and Bartlett Street, just outside of Dudley Square in Boston's Roxbury neighborhood.

The Proponent seeks to create a creative, engaging district, focused on new residential, retail and commercial space, to include a grocery store and drug store, and market-rate and affordable-rate rental and homeownership housing, all convenient to mass transit and many local amenities. The 8.59-acre site is currently an urban wasteland, a vacant former bus yard with two existing structures that will be razed to provide space for the new development. The PDA Area is ideally located for the community, situated between Dudley Square and the Fort Hill and Tommy's Rock neighborhoods and will be accessible via numerous public transportation routes.

The Proponent seeks to provide opportunities for local businesses and to make first-class, sustainable residential development, diverse retail and commercial space and significant public space and programming available to the surrounding community. The Proponent intends to make the PDA Area a destination for Roxbury residents, with a significant amount of open space with programming.

As shown on the Conceptual Site Plan, the Proponent has imagined a new vision for what is currently a neighborhood eyesore, with a well-designed and well-coordinated mix of buildings, uses and facilities, and with a generous supply of landscaped open space.

- 4. The Proposed Projects. The Proponent proposes the construction of four (4) Proposed Projects (each of which may be developed in one or more sub-phases) to enable the Proponent to redevelop the PDA Area and to transform it into a vibrant creative district with a variety of uses and multiple new buildings. The four (4) Proposed Projects are described conceptually below and will each be the subject of a separate PDA Development Plan to be filed at a later date.
- (a) <u>Phase 1 Project</u>. The Phase 1 Project is anticipated to entail the construction of two mixed-use buildings, a public plaza and a new roadway within the PDA Area, to be constructed in two sub-phases. Phase 1A will be located on an approximately 83,000 square foot lot (including the new roadway) at the corner of Bartlett Street and Washington

Street. Phase 1A is anticipated to include a total of up to 125,000 square feet of Gross Floor Area, consisting of approximately 39,000 square feet of Gross Floor Area commercial space and retail space, approximately 42 apartment units of approximately 70,000 square feet of residential uses and approximately 16,000 square feet of Gross Floor Area of parking located within the building's ground floor. Phase 1A will reach a maximum Building Height of up to 55 feet. Phase 1B will be located on an approximately 71,000 square foot lot adjacent to Phase 1A on Washington Street. Phase 1B is anticipated to include the new public plaza and a total of up to 110,000 square feet of Gross Floor Area, consisting of approximately 15,000 square feet of commercial and retail space, approximately 60 apartment units of approximately 77,500 square feet of residential uses and approximately 17,500 square feet of Gross Floor Area of parking located within the building's ground floor and first level above grade. Phase 1B will reach a maximum Building Height of up to 65 feet.

- (b) <u>Phases 2 Project</u>. The Phase 2 Project is anticipated to entail the construction of an apartment building and/or town homes containing approximately 56 Dwelling Units, with accessory parking, with a maximum of 60,000 square feet of Gross Floor Area and reaching a maximum Building Height of 50 feet.
- (c) <u>Phases 3 Project</u>. The Phase 3 Project is anticipated to entail the construction of an apartment building containing approximately 36 Dwelling Units, with accessory parking, with a maximum of 70,000 square feet of Gross Floor Area and reaching a maximum Building Height of 55 feet.
- (d) **Phases 4 Project**. The Phase 4 Project is anticipated to entail the construction of an apartment building and/or town homes containing approximately 129 Dwelling Units, with accessory parking, with a maximum of 180,000 square feet of Gross Floor Area and reaching a maximum Building Height of 48 feet.
- 5. Zoning. The PDA Area is located within the Dudley Square Economic Development Area of the Roxbury Neighborhood District (Map 6A/6B/6C), governed by Article 50 of the Code. Pursuant to Section 50-14 of the Code, the PDA Area is a Planned Development Area eligible parcel. The PDA Area contains approximately 8.59 acres of land and is not located in a residential zoning district; accordingly, a Master Plan is permissible under Article 3-1A(a) of the Code. This Master Plan sets forth the zoning for the PDA Area. The Proposed Projects will undergo review and approval under Article 80B and Article 80C of the Code, to the extent required, as well as design review subsequent to the submission of one or more PDA Development Plans for each of the Proposed Projects. Review of environmental impacts will be accomplished during the Article 80B process, utilizing any studies previously performed. Each of the Proposed Projects shall comply with Article 37, Green Buildings, of the Code.
- 6. Range of Density and Dimensions, and Proposed Uses, of Proposed Projects. The range of density and dimensions and proposed uses of the Proposed Projects are as follows:
- (a) <u>Phase 1 Project</u>. The Phase 1A Project will contain up to 125,000 square feet of Gross Floor Area of residential, health/fitness club, office, restaurant and retail uses, with accessory parking and loading and other customary accessory uses, on an approximately 83,000

square foot lot¹, resulting in a Floor Area Ratio of up to 1.51. The Phase 1A Project will reach a maximum Building Height of up to 55 feet. The Phase 1B Project will contain up to 110,000 square feet of Gross Floor Area of residential, health/fitness club, office, restaurant and retail uses, with accessory parking and loading and other customary accessory uses, on an approximately 71,000 square foot lot, resulting in a Floor Area Ratio of up to 1.6. The Phase 1B Project will reach a maximum Building Height of up to 65 feet.

- (b) <u>Phase 2 Project</u>. The Phase 2 Project is anticipated to contain a maximum of 60,000 square feet of Gross Floor Area of residential use (resulting in a Floor Area Ratio of up to 1.4 on an approximately 42,000 square foot lot), with accessory parking and other customary accessory uses, and to reach a maximum Building Height of 50 feet.
- (c) <u>Phase 3 Project</u>. The Phase 3 Project is anticipated to contain approximately 70,000 square feet of Gross Floor Area of residential use (resulting in a Floor Area Ratio of up to 3.2 on an approximately 22,000 square foot lot), with accessory parking and other customary accessory uses, and to reach a maximum Building Height of 55 feet.
- (d) <u>Phase 4 Project</u>. The Phase 4 Project is anticipated to contain approximately 180,000 square feet of Gross Floor Area of residential use (resulting in a Floor Area Ratio of up to 1.1 on an approximately 174,000 square foot lot), with accessory parking and other customary accessory uses, and to reach a maximum Building Height of 48 feet.

Based upon a total maximum Gross Floor Area of 489,000 square feet for the four Proposed Projects and the approximately 8.59 acres of land comprising the PDA Area, the Floor Area Ratio across the PDA Area will be a maximum of 1.4.

- 7. <u>Development Schedule and Phasing of Construction</u>. It is anticipated that the Proposed Projects will be phased, subject to market considerations. It is the Proponent's desire to commence construction of the Phase 1 Project not later than the fall of 2014, with construction completed by the winter of 2016. It is the Proponent's desire to commence construction of the subsequent phases, subject to market considerations, as early as the fall of 2015 with construction continuing through 2018.
- 8. Open Space and Landscaping. The PDA Area is the site of a former bus-yard and is currently vacant, with two abandoned buildings. As shown on the Conceptual Site Plan, the Proposed Projects will include a considerable amount of well-designed landscaped open space to enhance and beautify the development, including (most notably) an approximately 15,000 square foot plaza in Phase 1 and a new approximately 9,000 square foot orchard/garden in Phase 4. This new landscaped open space will transform the PDA Area from a sea of asphalt into areas where the community can gather and enjoy newly-available amenities.
- 9. Range of Parking and Loading Facilities. While it is anticipated that there will be approximately 355 parking spaces to serve the Proposed Projects, and adequate loading

¹ For purposes of this Master Plan and any associated Development Plan, the Phase 1A Lot shall be deemed to include the new roadway and the Phase 1B Lot shall be deemed to include the public plaza, regardless of whether the roadway or plaza qualify as a street or private way open to public use.

facilities will be provided, the number and location of the parking and loading components will be determined as part of the Article 80B, Large Project Review process.

- 10. <u>Public Benefits</u>. The Proposed Projects are expected to provide the following benefits, at a minimum:
- (a) Each of the Proposed Projects will have a design that responds favorably to each of the other Proposed Projects, as well as being sensitive and responsive to its surrounding context;
- (b) The Proposed Projects will comply with the Mayor's Executive Order on Inclusionary Development and will provide approximately 194 units of affordable rental and homeownership housing and 129 units of moderate to market-rate rental and homeownership housing, located conveniently to mass transit and in an area of Boston where there is an everpresent need for housing;
- (c) The Proposed Projects will considerably increase real estate tax revenue for the City of Boston from the PDA Area;
- (d) The Phase 1 Project will provide much-needed commercial and retail development for the surrounding community;
- (e) The Proposed Projects include open space that will be available to the general public at a site that was not previously available for such use, and may include amenities such as a public events plaza and public market;
- (f) The Proposed Projects will represent a more orderly and coordinated master development than could be accomplished by more than one developer of the site;
- (g) The Proposed Projects will serve as a bridge between Roxbury's Dudley Square and the adjoining historic Fort Hill and Tommy's Rock neighborhoods;
- (h) The Proposed Projects will feature innovative energy technology and sustainability practices, with a village-wide energy production system that will mean the Proposed Projects are a net energy producer and LEED-certified housing and commercial construction; and
- (i) The Proposed Projects will create approximately 200 full-time construction jobs (with approximately 400 peak construction jobs) and approximately 200 permanent jobs...
- Civic Design Commission, and to further review by the Boston Redevelopment Authority (the "BRA") of the schematic design, design development and construction drawings, pursuant to the BRA's Development Review Guidelines and Article 80B of the Zoning Code. Each Proposed Project, or phase thereof, will enter into a separate cooperation agreement with the BRA, as well as other agreements required as a result of such Proposed Project's Article 80B, Large Project Review. Aspects of the Proposed Projects may also require approvals of other governmental agencies, such as the City of Boston's Public Improvement Commission, the Boston Landmarks

Commission and Boston Zoning Commission. Each Proposed Project shall be the subject of a PDA Development Plan submitted to the BRA for review and approval in accordance with Article 80C of the Code.

12. <u>Effect of PDA Master Plan</u>. This Master Plan sets forth the anticipated plan of development and the zoning for the Proposed Projects for the PDA Area. Upon approval, by the BRA and the Boston Zoning Commission, of any PDA Development Plan for a Proposed Project with the PDA Area, such Proposed Project shall be deemed to be in compliance with the requirements of the underlying zoning to the extent that such requirements have been addressed in the approved PDA Development Plan.

A Certification of Consistency or Partial Certification of Consistency may be issued separately for each Proposed Project, or phase thereof, in accordance with Section 80C-8 of the Code; provided that the non-compliance of any Proposed Project, or phase thereof, with the terms of this Master Plan and such Proposed Project's PDA Development Plan shall not affect the compliance of any other Proposed Project, or phase of a Proposed Project, for which a Certification of Consistency has been issued, or affect the right to construct any other Proposed Project, or phase of a Proposed Project, contemplated by this Master Plan. The provisions of any PDA Development Plan applicable to specific property or a specific Proposed Project, or phase thereof, may only be amended with the consent of the owner of such property or building.

13. <u>Definitions</u>. Unless otherwise set forth herein, capitalized terms used herein but not defined shall have the meanings specified in Article 2A of the Code, as amended to the effective date hereof, and not as the same may be amended hereafter.

<u>List of Attachments</u>

Exhibit A Legal Description of the PDA Area

Exhibit B PDA Area Site Plan

Exhibit C Conceptual Site Plan of the Proposed Projects

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N 53°01'39", E A DISTANCE OF 111.82' TO THE POINT OF BEGINNING.

SAID PARCEL OF LAND CONTAINS 8.59 ACRES OF LAND MORE OR LESS.

Exhibit B

PDA Area Site Plan

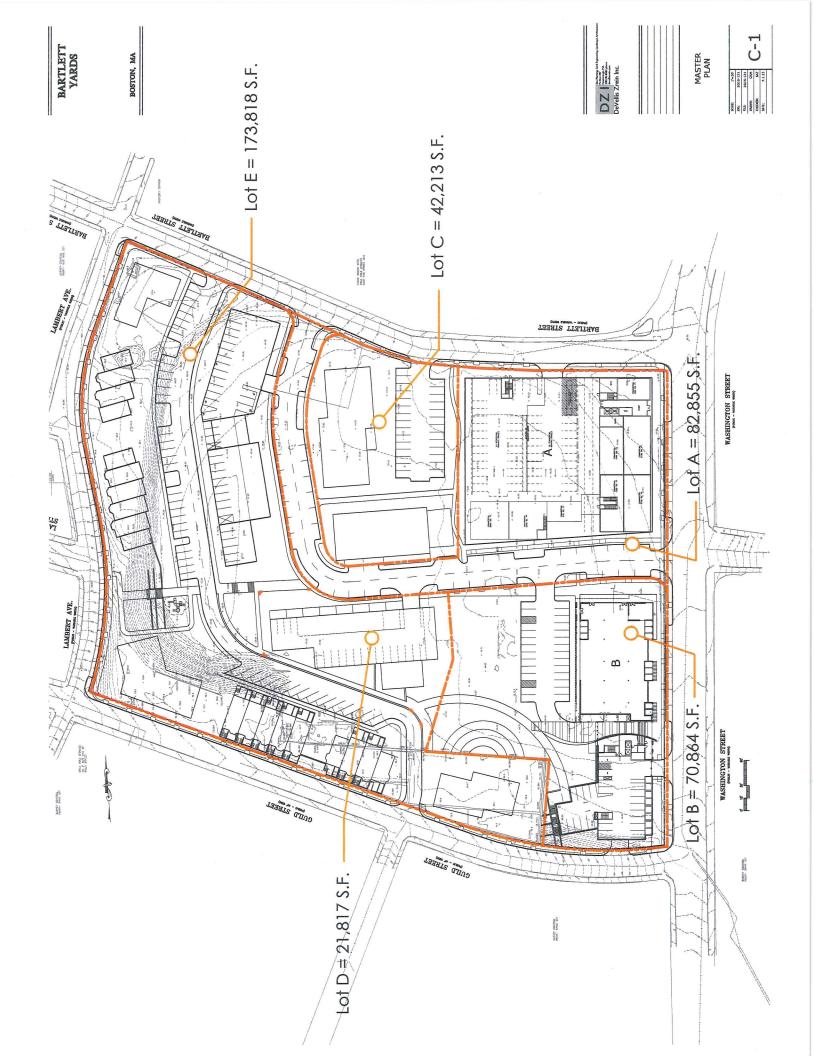
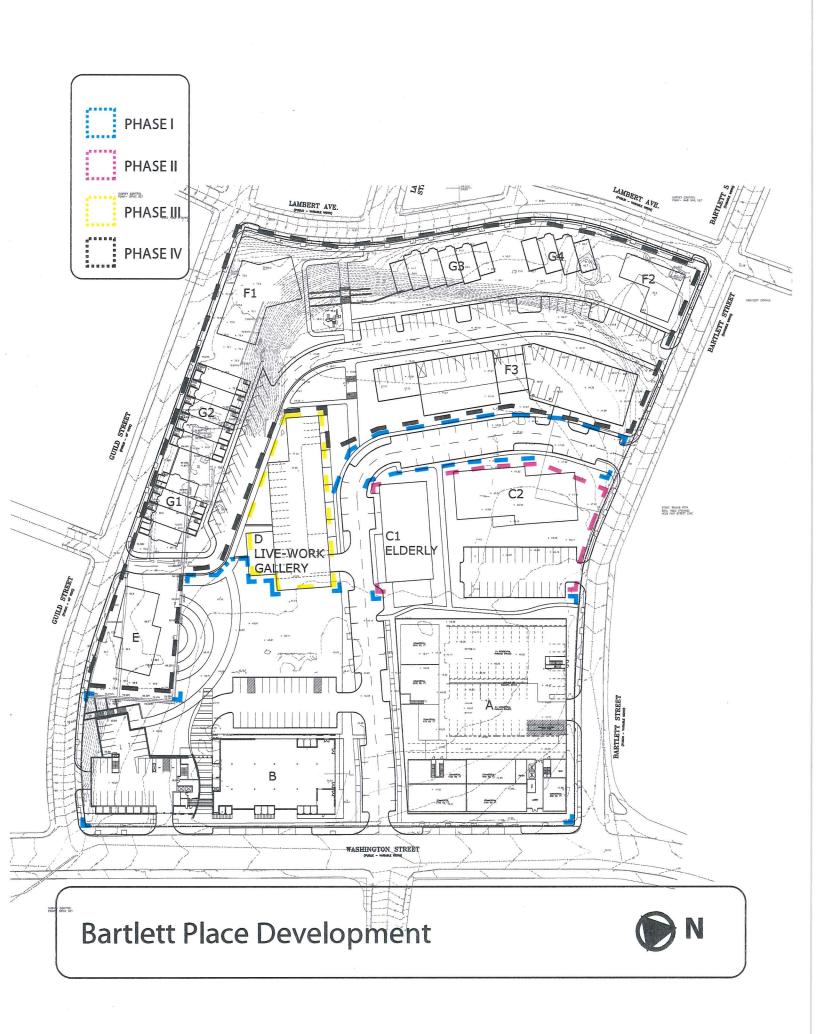


Exhibit C

Conceptual Site Plan of the Proposed Projects



BOSTON REDEVELOPMENT AUTHORITY

PHASE 1 DEVELOPMENT PLAN

WITHIN

PLANNED DEVELOPMENT AREA NO.

BARTLETT PLACE

WASHINGTON STREET AND BARTLETT STREET

Dated: [BRA Board Date]

1. <u>Development Plan</u>: Pursuant to Section 3-1A(a), Article 50 and Article 80C of the Boston Zoning Code (the "<u>Code</u>"), this plan constitutes the Planned Development Area Development Plan (this "<u>Development Plan</u>") for the development of an approximately 154,000 square feet of lot area at 2565 Washington Street (the "<u>PDA Site</u>") within Planned Development Area No. ___ ("<u>PDA No.__</u>") in Boston's Roxbury neighborhood, as more particularly shown on the plan attached hereto as <u>Exhibit A</u>. PDA No. __ is comprised of a parcel of land on which the Proponent, as defined below, proposes to construct two mixed-use buildings with accessory off-street parking and loading, and other accessory facilities, all as more fully described below (the "<u>Proposed Project</u>"). The Proposed Project may be constructed in two separate phases, designated as Building A ("<u>Phase 1A</u>") and as Building B ("<u>Phase 1B</u>" and, along with Phase 1A, each a "<u>Phase</u>" and, collectively, the "<u>Phases</u>") on the site plan attached hereto as <u>Exhibit C</u> (the "<u>Site Plan</u>"). This Development Plan sets forth the Proposed Project's: (i) proposed location and appearance of structures; (ii) open spaces and landscaping; (iii) proposed uses of the area; (iv) proposed densities and proposed dimensions of structures; (v) proposed traffic circulation, parking and loading facilities; and (vi) access to public transportation.

This Development Plan consists of five (5) pages of text plus attachments designated Exhibit A through Exhibit F. All references to this Development Plan contained herein shall pertain only to such pages and exhibits.

- 2. **Proponent**: The PDA Site is owned by Bartlett Place Land, Inc., a Massachusetts non-profit corporation (the "Proponent").
- 3. <u>Planned Development Area Location</u>: The PDA Site is located within the Dudley Square Economic Development Area (the "<u>Dudley Square EDA</u>") of the Roxbury Neighborhood District (Map 6A/6B/6C).
- 4. **Proposed Project Development Site**: The Proponent proposes to build the Project on the PDA Site as indicated on the plan attached hereto as <u>Exhibit A</u>. The PDA Site is approximately 154,000 square feet in area. All existing buildings currently located on the PDA Site will be razed in order to facilitate development of the Proposed Project.

Proposed Project: The Proponent proposes to construct two new mixed-use 5. buildings, including residential, health/fitness club, office and retail uses. Phase 1A will be located on an approximately 83,000 square foot lot (including the new roadway¹) at the corner of Bartlett Street and Washington Street, shown as "Lot A" on the plan attached hereto as Exhibit C. Phase 1A will reach a maximum Building Height of up to 55 feet and will include up to 125,000 square feet of Gross Floor Area, consisting of approximately 39,000 square feet of commercial space and retail space, and a minimum of 39 and a maximum of 45 apartment units (anticipated to include: (i) approximately three studio units, averaging approximately 650 square feet; (ii) approximately six one bedroom units, averaging approximately 800 square feet; (iii) approximately 27 two bedroom units averaging approximately 1000 square feet; and (iv) approximately six three bedroom averaging approximately 1200 square feet). Approximately 45 off-street parking spaces will be provided within the ground floor of the Phase 1A building, containing approximately 16,000 square feet of Gross Floor Area, with an additional approximately 50 parking spaces provided on the new roadway. Phase 1B will consist of a second new building and will reach a maximum Building Height of 65 feet and will be located on an approximately 71,000 square foot lot adjacent to Phase 1A on Washington Street, shown as "Lot B" on the plan attached hereto as Exhibit C. Phase 1B is anticipated to include the new public plaza and a total of up to 110,000 square feet of Gross Floor Area, consisting of approximately 15,000 square feet of commercial and retail space and a minimum of 57 and a maximum of 63 apartment units (anticipated to include: (i) approximately four studio units, averaging approximately 550 square feet; (ii) approximately 21 one bedroom units, averaging approximately 760 square feet; (iii) approximately 30 two bedroom units averaging approximately 950 square feet; and (iv) approximately three bedroom averaging approximately 1200 square feet). Approximately 45 off-street parking spaces will be provided within the ground floor and first floor of the Phase 1B building, containing approximately 17,500 square feet of Gross Floor Area, with an additional approximately 25 parking spaces provided in a surface parking lot.

The Proposed Project will comply with the requirements of Article 37, Green Buildings, of the Code. The Proposed Project team will use the most appropriate U.S. Green Building Council's Leadership in Energy and Environmental Design ("<u>LEED</u>") program to evaluate sustainable design measures, in accordance with Article 37 of the Code.

- 6. <u>Proposed Location and Appearance of Structures</u>: The plans attached hereto as <u>Exhibit D</u> show ground floor, second floor and representative upper floor layouts of the Proposed Project's Phase 1A and Phase 1B. The selected elevations attached hereto as <u>Exhibit E</u> illustrate the general appearance of Phase 1A and Phase 1B. Subject to the dimensional limitations established in this Development Plan, the final design, massing and appearance of the Proposed Project are expected to evolve, and will be subject to ongoing design review by the Boston Redevelopment Authority (the "<u>BRA</u>").
- 7. <u>Proposed Density and Dimensions of Structures</u>: The Proposed Project's consistency with the dimensional requirements applicable to the Dudley Square EDA pursuant to the underlying zoning is described below:
 - a. <u>Building Height</u>: Underlying zoning imposes a maximum building height of 55 feet within the Dudley Square EDA. Section 50-14.2 of the Code allows a maximum

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¹ For purposes of this Development Plan, Lot A shall be deemed to include the new roadway and Lot B shall be deemed to include the public plaza, regardless of whether the roadway or plaza qualify as a street or private way open to public use.

building height of 70 feet for the PDA Site pursuant to a planned development area development plan. Phase 1A will reach a maximum Building Height of up to 55 feet. Phase 1B will reach a maximum Building Height of up to 65 feet.

- b. <u>Floor Area Ratio</u>: Underlying zoning permits a Floor Area Ratio ("<u>FAR</u>") of 2.0 in the Dudley Square EDA. Section 50-14.2 of the Code allows an FAR of 2.0 for the PDA Site pursuant to a planned development area development plan. Phase 1A will contain up to 125,000 square feet of Gross Floor Area, on an approximately 83,000 square foot lot, resulting in an FAR of approximately 1.51. Phase 1B will contain up to 110,000 square feet of Gross Floor Area, on an approximately 71,000 square foot lot, resulting in an FAR of approximately 1.6. The FAR for the PDA Site will not exceed 1.6.
- c. <u>Yard Requirements</u>: Table C of Article 50 of the Code does not require any front or side yard, but requires a minimum rear yard of 20 feet within the Dudley Square EDA. The Proposed Project will have no minimum required front, side or rear yard.

A summary of the dimensional requirements applicable to the Project is set forth in Exhibit B hereto.

- 8. Article 50 Development Plan Approval Standards: Section 50-13 of the Code provides that BRA may approve a planned development area development plan within the Dudley Square EDA only upon finding that such development plan proposes a plan for public benefits including one or more of the following: (a) the creation or retention of job opportunities and neighborhood economic development opportunities; or (b) the diversification and expansion of Boston's economy in new areas of economic activity. The Proposed Project will create and retain job opportunities and neighborhood economic development opportunities including: (i) the creation of new employment positions in businesses occupying the Proposed Project; (ii) neighborhood economic development with two new multi-use buildings that will attract new and old residents to the Project with its retail, commercial, and residential uses as well as increasing pedestrian activity in the adjacent Dudley Square.
- 9. <u>Proposed Open Space and Landscaping</u>: Phase 1B includes a public events plaza, anticipated to include scheduled programming such as a weekly public market, live performances and installation space for local artists. The Phase 1B events plaza will total approximately 15,000 square feet of lot area. The Proposed Project will likewise enhance the vitality of the surrounding area by creating a unified streetscape design for the area and landscaped sidewalk.
- 10. <u>Proposed Uses</u>: The Proposed Project may be used for those retail, commercial, residential, off-street parking and accessory uses listed in <u>Exhibit F</u> attached hereto.
- Proposed Traffic Circulation: The Proposed Project will be accessed by five new curb cuts: (i) onto Washington Street, serving the second parking level of Building B; (ii) onto Washington Street, serving the new two-way roadway that bisects the PDA Site; (iii) onto Guild Street, serving the first parking level of Building B; (iv) onto Bartlett Street, serving the PDA parking facility; and (v) onto Bartlett Street, serving the new two-way roadway that bisects the PDA Site.
- 12. <u>Proposed Parking and Loading Facilities</u>: The Proposed Project will provide approximately 110 off-street parking spaces (plus an additional approximately 50 parking spaces

provided on the new roadway), which includes approximately 45 off-street parking spaces on the ground floor of the Phase 1A building, approximately 45 off-street parking spaces on the ground floor and first floor of the Phase 1B building and approximately 25 parking spaces in a surface parking lot in Phase 1B. All loading, trash pick-up, and move-in/move-out activities for the Project will occur on-site. As indicated on the Site Plan, Phase 1A loading will occur in the northeast corner of Phase 1A adjacent to Bartlett Street and Phase 1B loading will occur on the west side of Phase 1B. Collapsible bollards will separate the parking lot from the public path north of Phase 1B.

- 13. Access to Public Transportation: The Proposed Project is located on the #42 bus line and is within a half-mile walking distance of the Orange Line, which can be accessed from Roxbury Station at the corner of Columbus Avenue and Tremont Street, and within a quarter-mile walking distance to Dudley Station, with access to the Silver Line routes S4 and S5 and numerous buses. In addition, 11 local MBTA bus routes travel on Malcolm X Blvd. Ruggles Station, accessible by bus or by walking, is also served by the Massachusetts Bay Transportation Authority commuter rail on the Needham, Franklin, and Providence/Stoughton lines. Together, these public transportation facilities provide convenient access to most of greater Boston from the PDA Site.
- 14. <u>Development Review Procedures</u>: All aspects of the Proposed Project design are subject to ongoing development review and approval by the BRA. Such review will be conducted in accordance with Large Project Review pursuant to Article 80B of the Code. A Project Notification Form initiating the Large Project Review process was filed by the Proponent with the BRA on March 1, 2013.
- 15. <u>Public Benefits</u>: In the course of the review process described under Section 13 of this Development Plan, the impacts of the Proposed Project upon the surrounding neighborhoods and upon the public welfare generally will be fully addressed, and appropriate mitigation will be proposed and incorporated into the Proposed Project. The public benefits of the Proposed Project include those described below. Further, the Proponent shall obtain any and all additional approvals required by relevant city agencies for the public benefits.
 - a. <u>Affordable Housing</u>: The Proposed Project will provide approximately 54 units of affordable rental housing and approximately 48 units of moderate to market rate rental housing, located conveniently to mass transit and in an area of Boston where there is an ever-present need for housing. The Proposed Project will comply with the Mayor's Executive Order on Inclusionary Development.
 - b. Public Realm Benefits: The Proposed Project will enhance the overall urban design quality and public realm of the Dudley Square EDA in the vicinity of the Proposed Project and will create hundreds of new pedestrian trips every day, enlivening the streetscape and providing more foot traffic for local businesses and restaurants. The Proposed Project will include open space that will be available to the general public at a site that was not previously available for such use, and is anticipated to include amenities such as a public events plaza and public market.
 - c. <u>Financial Benefits</u>: The Proposed Project will result in significant financial benefits to the City, including significant additional real estate tax revenues to the City's general fund.

- d. <u>Job Creation</u>: The Proposed Project is part of a Master Plan PDA for the entire PDA Site. In total, that expansion will create approximately 200 full-time construction jobs (with approximately 400 peak construction jobs) and approximately 200 permanent jobs.
- e. <u>Smart Growth/Transit-Oriented Development</u>: The Proposed Project exemplifies smart-growth and transit-oriented development by concentrating new residential, retail and commercial uses in close proximity to major regional rapid transit, commuter rail and bus lines that provide easy access to the PDA Site from all of the City's neighborhoods and suburbs.
- f. <u>Sustainable Design</u>: The Proposed Project will be guided by sustainable design principles and will be LEED certifiable. They will feature high-performance buildings with advanced energy efficiency, healthy indoor environment measures and environmentally responsible construction methods and materials. On-site energy generation and on-site renewable energy will reduce the Proposed Projects' climate impacts and burden on the energy grid.
- Proposed 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. To the extent that any aspect of proposed uses and proposed structures complying with this Development Plan are in conflict with any requirement of the Code not specifically addressed in this Development Plan, such requirements shall be deemed to be waived upon approval of this Development Plan. A Certification of Consistency may be issued separately for each phase of the Proposed Project (*i.e.*, for Phase 1A and for Phase 1B). The noncompliance of any phase of the Proposed Project with the terms of this Development Plan shall not:

 (i) constitute a default under this Development Plan by the other phase of the Proposed Project;

 (ii) affect the compliance of the other phase of the Proposed Project with any Certificates of Consistency previously issued; or (iii) affect the right to construct the other phase of the Proposed Project.
- Minor Modifications to Plans: This Development Plan sets forth the dimensional, use and other zoning requirements for the Proposed Project and the PDA Site, to the extent such requirements have been addressed in this Development Plan. Once this Development Plan is approved, final plans and specifications for the Proposed Project will be submitted to the BRA 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, and to other governmental agencies and authorities for final approval. Accordingly, subject to consistency with the dimensional regulations set forth in Exhibit B to this Development Plan, minor changes may occur to the Proposed Project's design described in this Development Plan. The provisions of this Development Plan applicable to a phase of the Proposed Project may only be amended with the consent of the owner of such phase.
- 17. **Development Schedule**: The Proponent estimates that construction of the Proposed Project will take approximately 29 months. Initial site preparation work is expected to begin in the fall of 2014 with the Proposed Project expected to be ready for occupancy in the winter of 2016/2017.

- 18. <u>No Duty to Develop the Project</u>: Notwithstanding anything set forth in this Development Plan to the contrary, under no circumstances will the Proponent be obligated to proceed with the Proposed Project.
- 19. <u>Definitions</u>: Unless otherwise set forth herein, capitalized terms used herein but not defined shall have the meanings specified in Article 2A of the Code, as amended to the effective date hereof, and not as the same may be amended hereafter.

List of Attachments

Exhibit A Bartlett Place Plan

Exhibit B Summary of Applicable Dimensional Requirements

Exhibit C Site Plan

Exhibit D Representative Floor Plans

Exhibit E Elevations

Exhibit F Allowed Uses

EXHIBIT A

Bartlett Place Plan

[see attached]

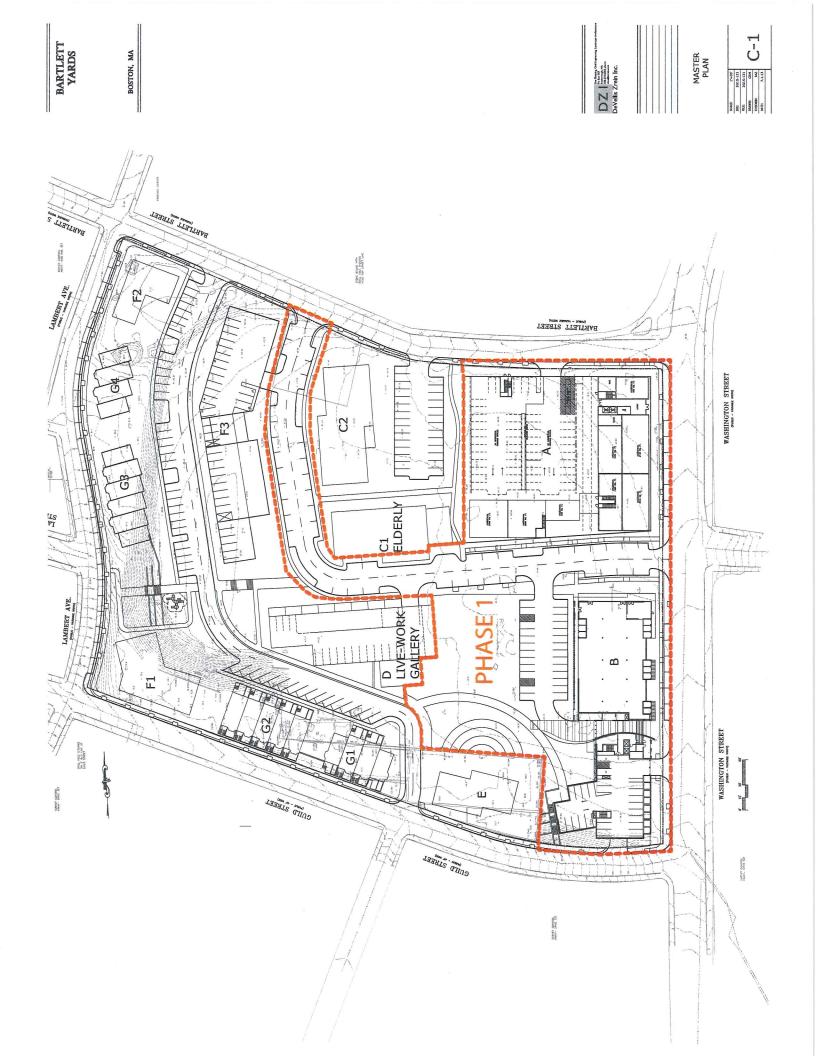


EXHIBIT B

Summary of Applicable Dimensional Requirements

Zoning Requirement	PDAs within Dudley Square EDA	Maximum Permitted for Phase 1A	Maximum Permitted for Phase 1B
Maximum Building Height	70 feet	55 feet	65 feet
Maximum Floor Area Ratio	2.0	1.51	1.6
Minimum Front Yard	No minimum	No minimum	No minimum
Minimum Side Yard	No minimum	No minimum	No minimum
Minimum Rear Yard	20 feet	No minimum	No minimum

EXHIBIT C

Site Plan

[see attached]

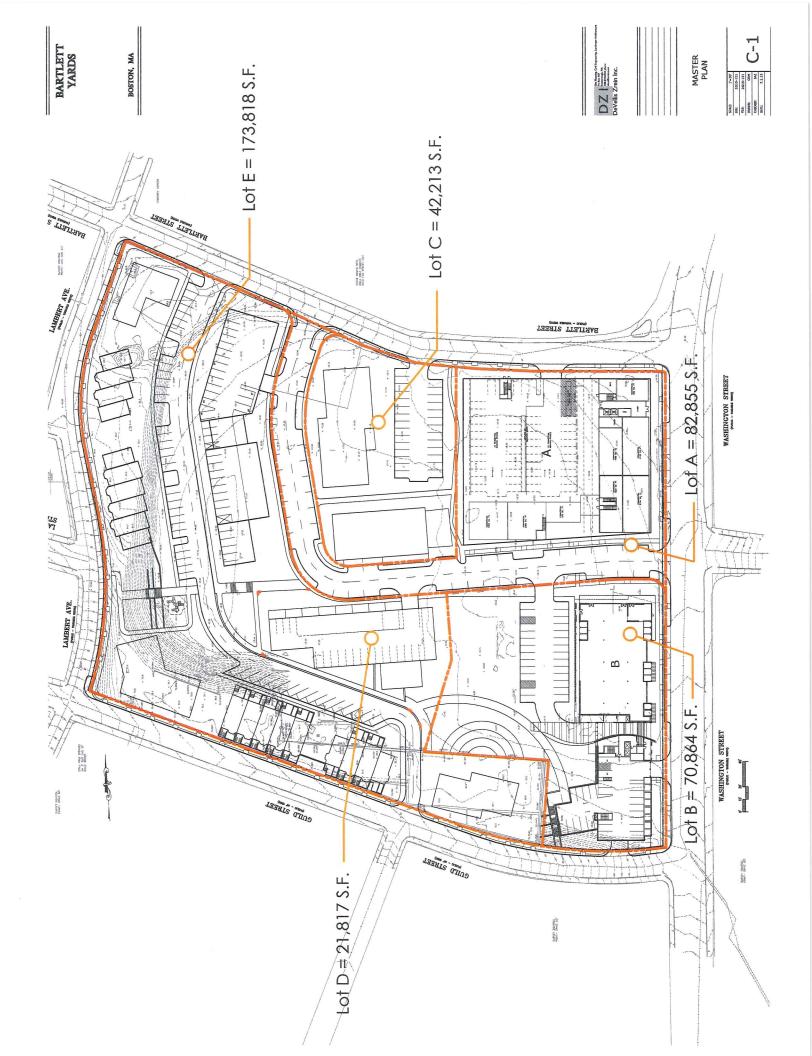
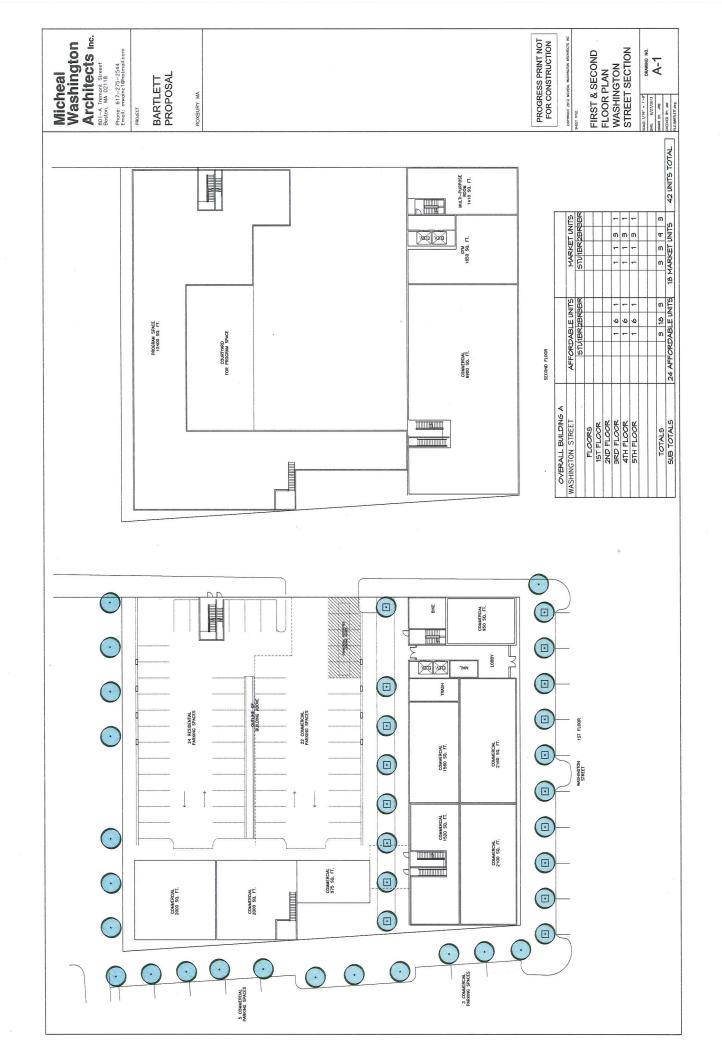
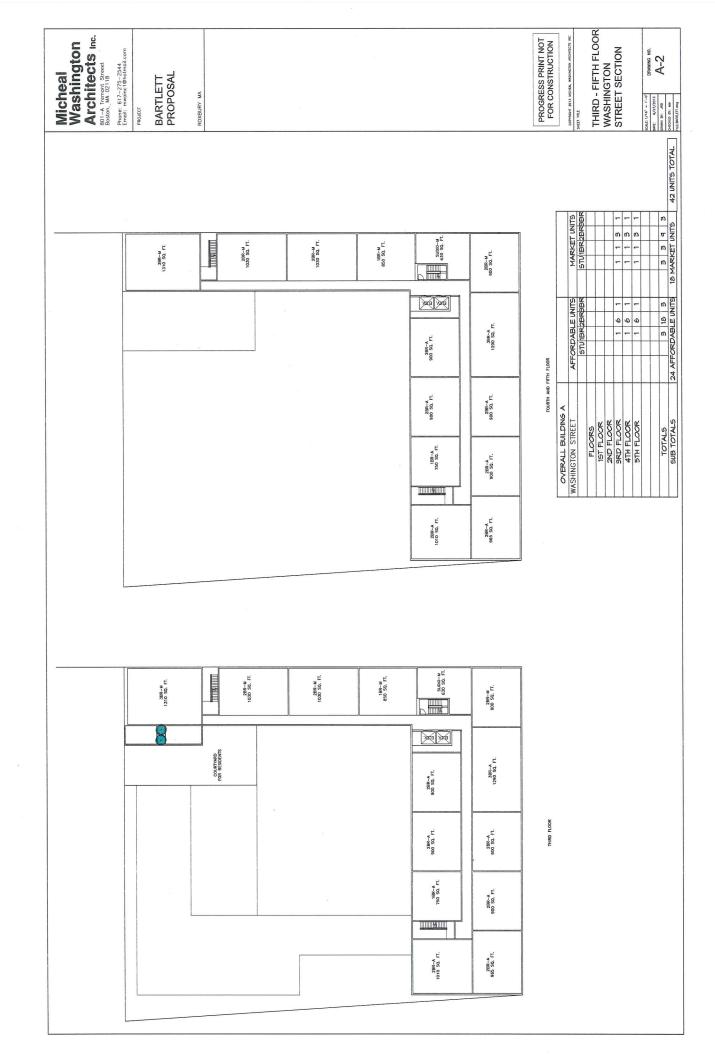


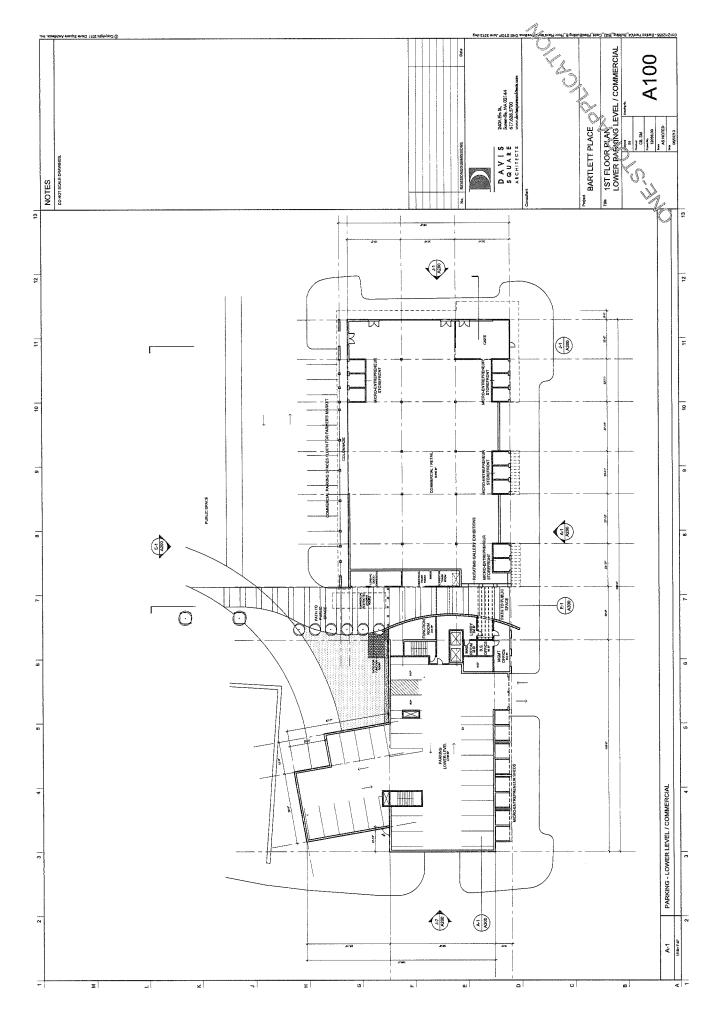
EXHIBIT D

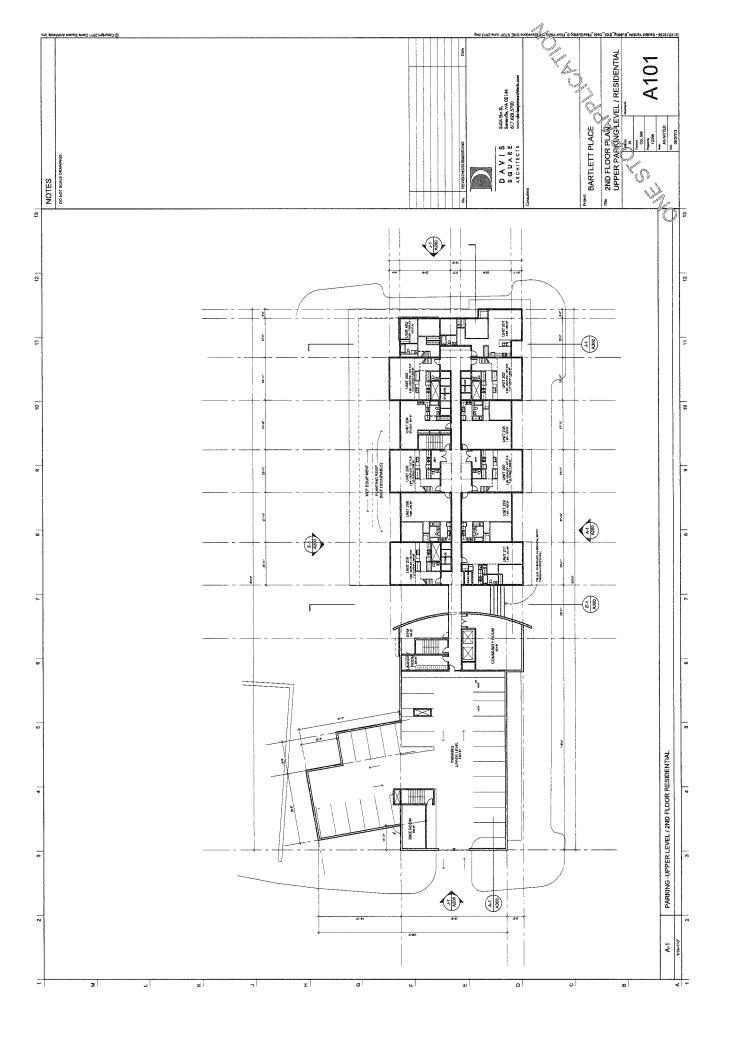
Representative Floor Plans

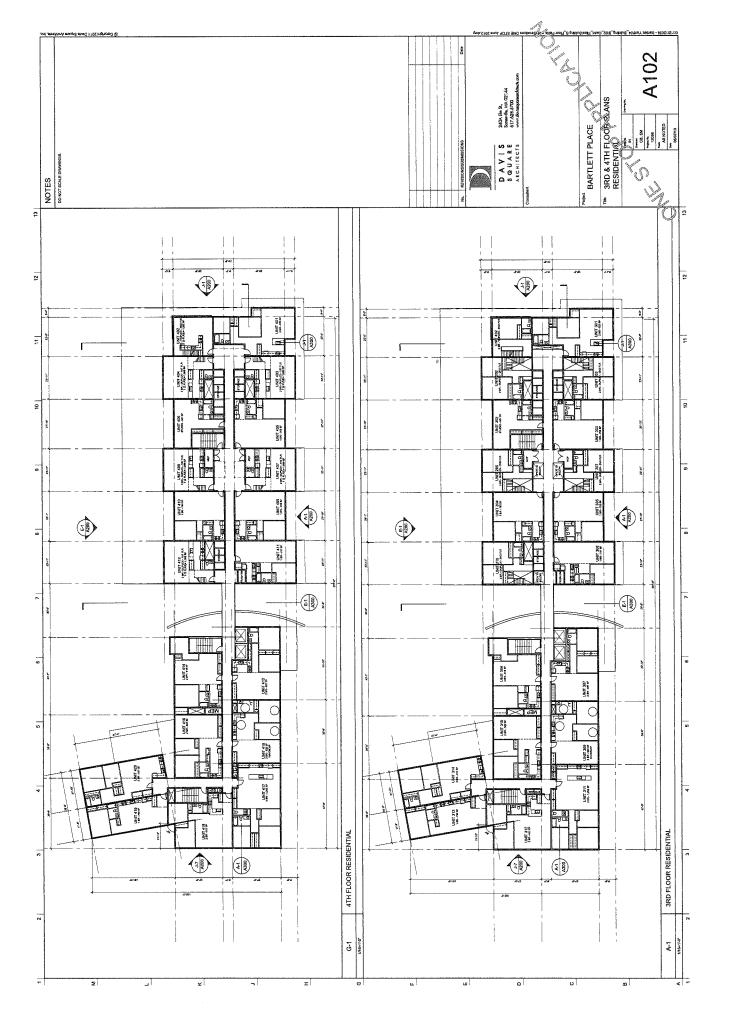
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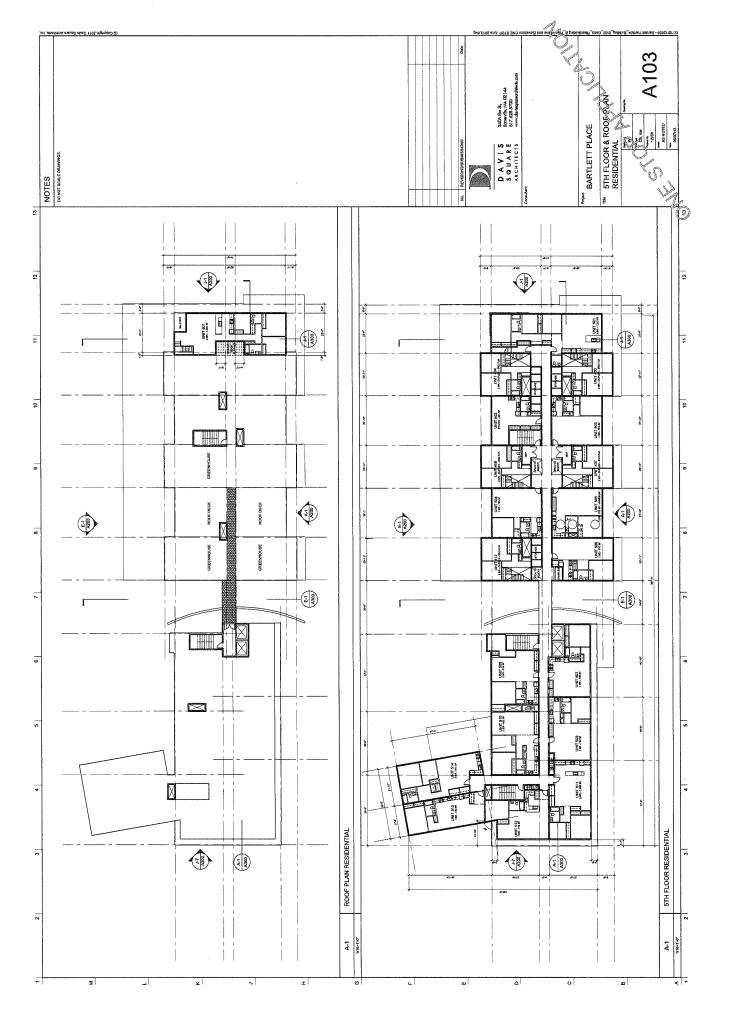
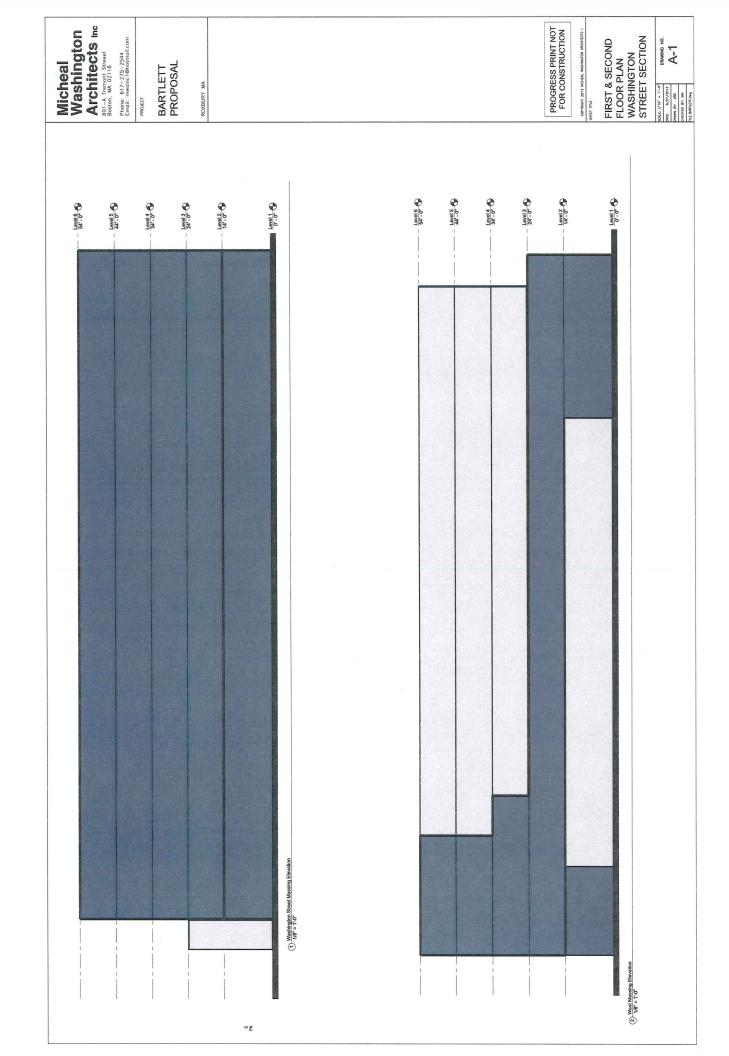
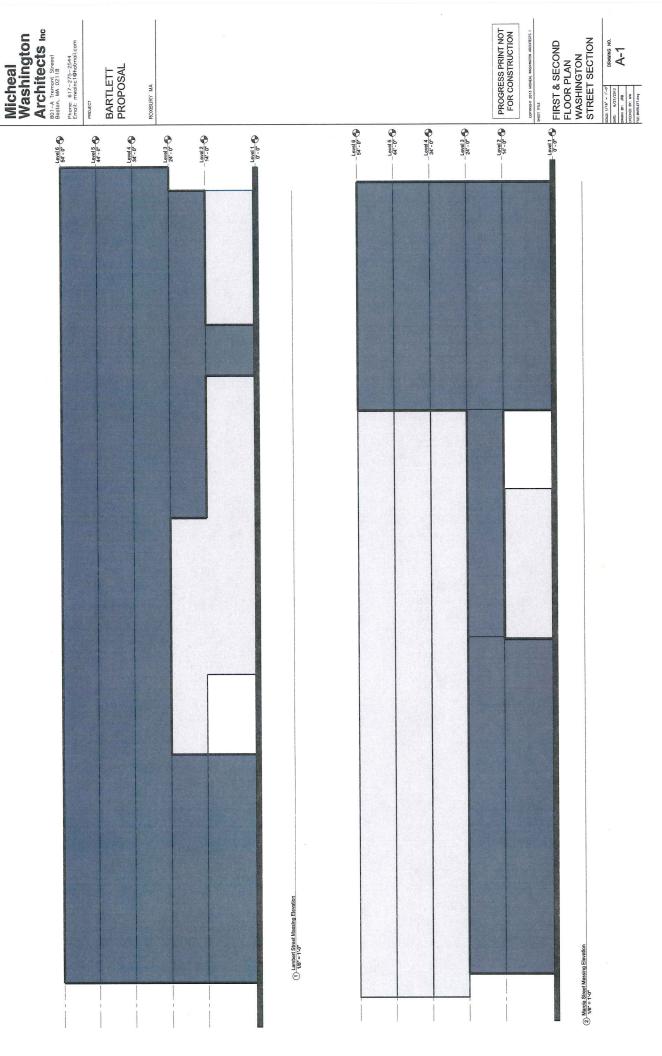


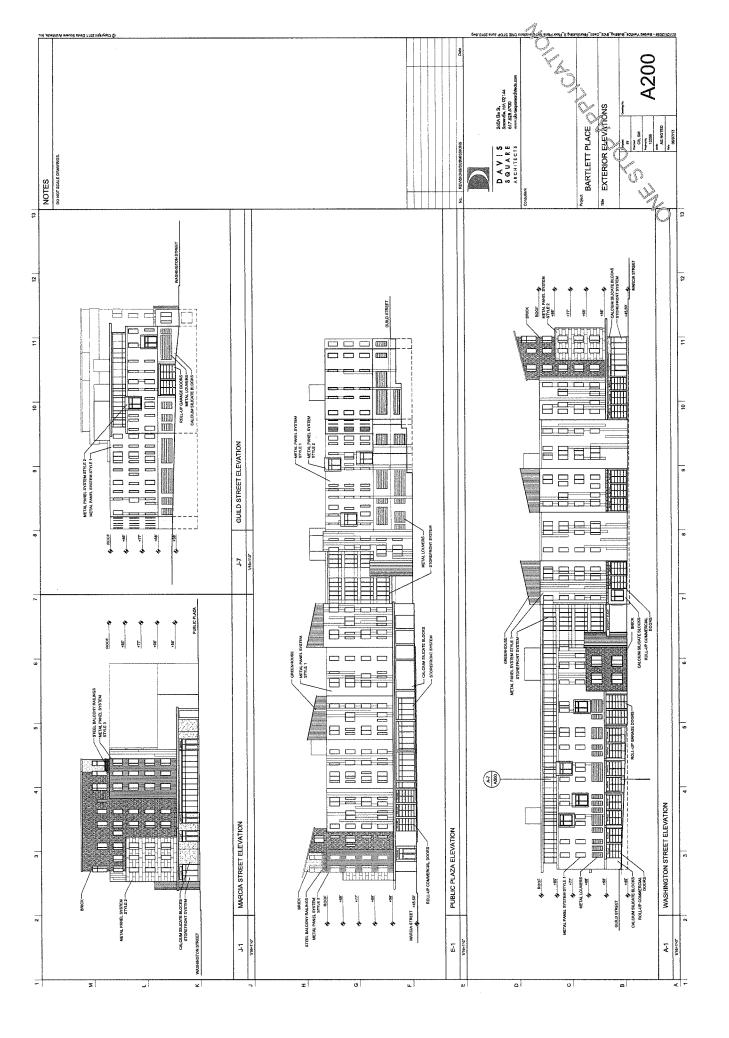
EXHIBIT E

Elevations

[see attached]







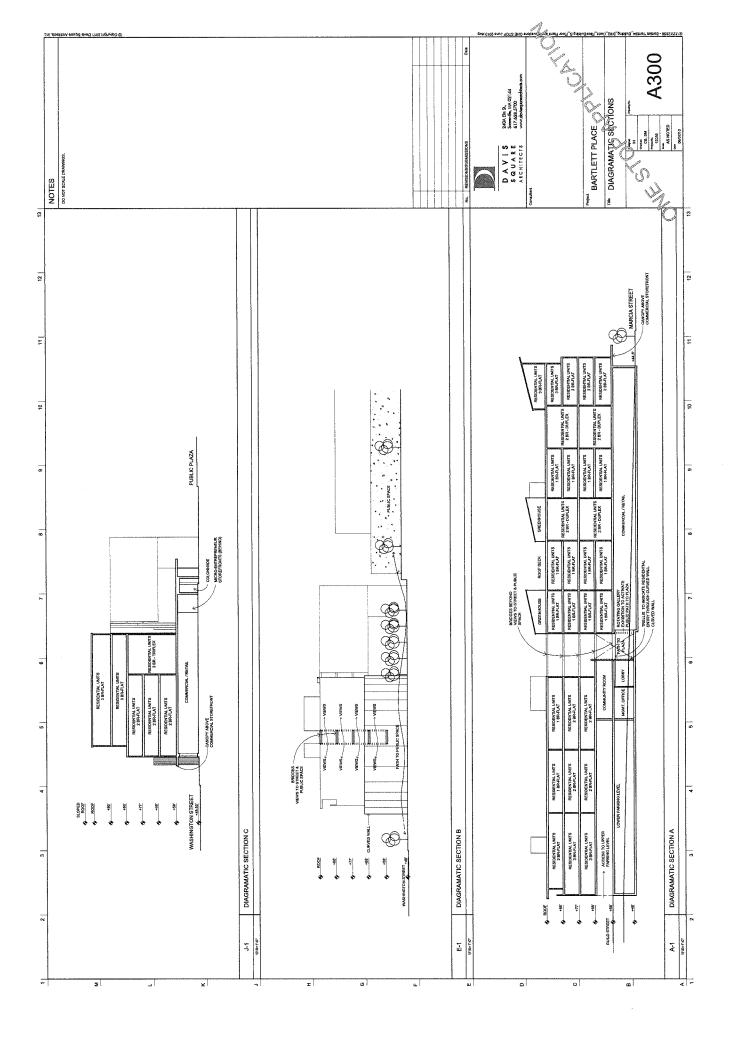


EXHIBIT F

Allowed Uses

Uses allowed as-of-right within the Proposed Project shall be the following uses:

Residential Uses

Residential uses including affordable housing, multifamily dwelling, elderly housing and townhouse.

Office Uses

Office uses including insurance companies, cultural groups, community service organizations, offices of architects, attorneys, dentists, physicians or other professional people.

Service Uses

All service uses, including barber shop, beauty shop, dressmaker shop, framer's studio, laundry or drycleaner (pick-up/delivery), photographer's studio, shoe repair shop, tailor (custom) shop, video or motion picture store (sale or rental).

Retail and Restaurant Uses

Any retail business stores primarily serving the local retail business needs of the neighborhood, including any store retailing food, baked goods, groceries, packaged alcoholic beverages, drugs, tobacco products, clothing, dry goods, books, flowers, paint, hardware and/or minor household appliance, and fitness center/health club use, in addition to restaurant and food services uses, including bakery, café, coffee shop, delicatessen, diner, restaurant, cafeteria or other place for the service or sale of food or drinks for on- or off-premises consumption, including outdoor seating.

Childcare/Group Care Uses

Childcare uses, including day care center and nursery school, Day Care Center, Elderly Use, Group Care Residence (general or limited)

Accessory Uses

Accessory uses related to the above-referenced uses and including, but not limited to: (i) accessory loading; (ii) accessory parking; (iii) accessory and/or ancillary food service/cafeteria use; (iv) the storage of flammable liquids and gases incidental to a lawful use; and (v) any use ordinarily incident to a lawful main use, provided that any such use shall be subject to the same restrictions, conditions, limitations, provisos and safeguards as the use to which it is accessory.