

TO: **BOSTON REDEVELOPMENT AUTHORITY**
D/B/A BOSTON PLANNING & DEVELOPMENT AGENCY
AND BRIAN P. GOLDEN, DIRECTOR

FROM: HEATHER CAMPISANO, CHIEF OF STAFF
SONAL GANDHI, SENIOR POLICY ADVISOR
RICHARD MCGUINNESS, DEPUTY DIRECTOR FOR WATERFRONT
PLANNING

SUBJECT: PUBLIC HEARING FOR THE GENERAL ELECTRIC HEADQUARTERS
PROJECT, DEVELOPMENT PLAN FOR GENERAL ELECTRIC
HEADQUARTERS CAMPUS, SOUTH BOSTON, MASSACHUSETTS WITHIN
PLANNED DEVELOPMENT AREA NO. 69, SOUTH BOSTON/THE 100
ACRES AND THIRD AMENDMENT TO THE MASTER PLAN FOR PLANNED
DEVELOPMENT AREA NO. 69, SOUTH BOSTON/THE 100 ACRES, AND
TO CONSIDER THE GENERAL ELECTRIC HEADQUARTERS PROJECT AS A
DEVELOPMENT IMPACT PROJECT, FORT POINT NEIGHBORHOOD,
SOUTH BOSTON WATERFRONT AREA

SUMMARY: This Memorandum requests that the Boston Redevelopment Authority (“BRA”) authorize the Director to: (1) approve the Development Plan for the General Electric Company Headquarters Campus within Planned Development Area No. 69, South Boston/The 100 Acres (the “Development Plan”) and the Third Amendment to Master Plan for PDA No. 69 South Boston/The 100 Acres (“PDA No. 69”) submitted by the General Electric Company (“GE”) and the Massachusetts Development Finance Agency (“MassDevelopment”), (collectively “the Proponent”) pursuant to Section 80C of the Boston Zoning Code (the “Code”); (2) petition the Boston Zoning Commission to approve the Development Plan and PDA No. 69 pursuant to Section 3-1.A.a. and Section 80C-7 of the Code; (3) issue a Scoping Determination waiving the requirement of further review pursuant to Section 80B-5.3(d) of the Code for the General Electric Company Headquarters Project (the “Proposed Project”), to be constructed on an approximately 2.4 acre site in the Fort Point neighborhood within the South Boston

Waterfront area of Boston (the “Project Site”); (4) issue one or more Certifications of Compliance or Partial Certifications of Compliance for the Proposed Project pursuant to Section 80B-6 of the Code, upon successful completion of the Article 80 Large Project Review process; (5) issue one or more Certifications of Consistency or Partial Certifications of Consistency for the Proposed Project pursuant to Section 80C-8 of the Code, upon successful completion of the Article 80C Planned Development Area Review process; (6) approve the Proposed Project as a Development Impact Project pursuant to Section 80B-7 of the Code; (7) approve the adoption of a Demonstration Project Plan as part of a “demonstration project” under Massachusetts General Laws Chapter 121B, Section 46(f) for a portion of the Proposed Project; (8) authorize the Director to enter into a Payment in Lieu of Taxes Agreement (PILOT) for a portion of the Proposed Project with GE and the City of Boston; and (9) take any and all actions and execute any and all documents deemed necessary and appropriate by the Director in connection with the Proposed Project, the Development Plan and the PILOT Agreement, including without limitation, executing and delivering a Cooperation Agreement, a Development Impact Project Agreement, and a Boston Residents Construction Employment Plan.

PROJECT SITE

The General Electric Company Headquarters Project (the “Proposed Project”) will be located on an approximately 2.4 acre site in the Fort Point neighborhood within the South Boston Waterfront area of Boston (the “Project Site”). The Project Site is comprised of two existing buildings at 5 and 6 Necco Court (the “Brick Buildings”), a surface parking lot, and a portion of the City’s Harborwalk.

DEVELOPMENT TEAM

The Proposed Project Development team includes the following:

Proponent: General Electric Company
Massachusetts Development Finance Agency

Architect: Gensler
Legal Counsel: Mintz, Levin, Cohn, Ferris, Glovsky and Popeo, P.C.
Permitting Consultants: VHB

THE PROPOSED PROJECT

The Proposed Project, consisting of approximately 388,070 gross square feet, will comprise the rehabilitation of the Brick Buildings, including the connection of the Brick Buildings by a shared glass enclosure/lobby; the construction of a new, approximately 293,300 square foot, 12-story headquarters building that will be connected to the Brick Buildings by an overhead pedestrian bridge and GE Plaza, a new pedestrian walkway open to the public that will run from Necco Street to the Fort Point Channel; and the construction of public realm improvements, including approximately 61,490 square feet of outdoor public space, including a Harborwalk, green space, interpretive signage and amenities. The Proposed Project will contain 30 parking spaces and up to 150 bicycle spaces for GE employees, as well as planned public bicycle racks along Necco Street.

GE has embraced the following three guiding principles in designing the Proposed Project: (1) Community Convener: creating a compelling street-level experience open to the public that supports work-life integration to draw a steady flow of employees, GE collaborators, building guests and the public to the Project Site; (2) Performance Enabler: minimizing physical barriers and utilizing semi-permeable layers between spaces for greater program integration and visual connectivity between GE employees and the public; and (3) Resiliency Pioneer: committing to exploring emerging sustainable strategies that address tomorrow's energy challenges.

Other features of the Proposed Project include:

Public Realm Improvements: A unique feature of the Proposed Project will be its extensive indoor and outdoor public spaces. The indoor public spaces will include work lounges, "Brilliant Labs," planned as an educational/collaborative space for use by Boston Public School groups as well as members of the public; a bistro and café; and a public museum. Approximately seventy-five percent of the ground floor area of the Proposed Project will be open to the public. The Proposed Project will also be a catalyst for the execution of the 100-Acres Plan and provide a benchmark for future waterfront and public realm development in the City of Boston by

expanding the Harborwalk from 12 to 18 feet in width, and using context-appropriate and inviting materials to rehabilitate and expand the Harborwalk and the adjacent public open spaces. This will materially improve the Harborwalk experience for pedestrians and cyclists, creating an active and vibrant waterfront that connects to and through the Proposed Project. The pedestrian-only GE Plaza will include elements to encourage socialization and integrate the Proposed Project's indoor and outdoor spaces, serving as a life center for both employees and the public. The sidewalks and streets approaching the Proposed Project will be upgraded and made accessible. The open space areas will include electrical and plumbing infrastructure that will support future public art installations and experiences.

Sustainability: As a digital industrial company, GE will bring its expertise and leadership in sustainability through partnerships, digital solutions, and new business models. Through its ecoimagination program, GE seeks to solve global challenges around energy, efficiency, Greenhouse Gas emissions and water. Predix, GE's cloud-based platform for the industrial internet, provides a unique foundation upon which to increase energy and materials efficiencies and reduce emissions using the power of analytics. Predix applications will be applied throughout the Proposed Project.

GE will apply the new, more stringent version of the United States Green Building Council's Leadership in Energy and Environmental Design (LEED) rating system to the Proposed Project. Other key features of the Proposed Project that will make it more sustainable are the Solar Veil, a signature rooftop solar PV system, as well as the incorporation of vegetated roof areas to mitigate heat island effect, help stormwater runoff and extend the life of the roof materials. GE will utilize energy conservation measures and energy-efficient design strategies to achieve energy use reduction targets that will put the Proposed Project in the top twenty percent of similar buildings opening in 2018 in this climate zone. GE also plans to incorporate new stormwater management and treatment systems into the project design and limit water use demand in the Proposed Project.

Additionally, in support of the City's goal to not overbuild parking and in recognition of the Project Site's close proximity to multiple modes of mass transportation, including local and commuter rail and bus service at nearby South Station, the Proposed Project will include 30 below-grade parking spaces, and upto 150 bicycle spaces for GE employees, as well as additional public bicycle racks. While the Proposed Project may generate the need for additional parking resources beyond

the 30 parking spaces to be provided on-site underneath the new headquarters building, GE employees will be encouraged to utilize public transit, walk or bike to/from work and there is ample capacity in existing parking garages nearby.

Resiliency: Since the Proposed Project is located on the Fort Point Channel, GE is utilizing strategies to ensure that not only is the Proposed Project prepared for the effects of climate change, including sea-level rise, but that it is a leader in providing resiliency solutions for the City. The elevations of the first floors of the Proposed Project will be set to at least +19.5, which would provide protection against a 500-year storm event in 2075. In addition, critical mechanical and life safety/standby emergency building systems will be placed above vulnerable elevations and the stormwater infrastructure will be designed to effectively manage inland flooding, including through the use of adaptive landscaping that will be resilient against flooding and saltwater intrusion.

ZONING

A portion of the Proposed Project will be on land owned by a subsidiary of MassDevelopment and leased to GE to allow for the infrastructure improvements as contemplated in Section 1 of the Summary of Incentives, included in Exhibit B.

With respect to the planning context for the Proposed Project, the Project Site is within an area governed by the Master Plan for Planned Development Area No. 69, South Boston/The 100 Acres (the "PDA No. 69") which was adopted by the BRA on August 10, 2006 and by the Boston Zoning Commission, effective January 10, 2007. The PDA No. 69 sets forth the planning objectives for the 100 Acres, which comprises a large portion of the Fort Point neighborhood extending from Summer Street on the north to West First Street to the south, and generally between the South Boston Bypass Road to the east and the Fort Point Channel to the west. The PDA No. 69 also provides the use, density, and height controls which form the zoning framework for the creation of a lively, 24-hour mixed use neighborhood comprised of residential, commercial, industrial, retail, restaurant, cultural and other uses. The Project Site is comprised of Parcels "G1", "G2" and "G3" as depicted in Exhibit C. Parcel "G1", which was permitted in the PDA No. 69 to comprise a building with a maximum height of 80 feet, will instead be redeveloped as new public open space. The Proponent submitted a Development Plan for the Proposed Project (Exhibit C) and a Third Amendment to the PDA No. 69 (Exhibit D) to reflect this change of use.

The Proposed Project will comply with the requirements of Article 37, Green Buildings, of the Code.

ARTICLE 80 REVIEW

On June 23, 2016, the Proponent filed a Letter of Intent in accordance with the Executive Order Relative to the Provision of Mitigation by Development Projects in Boston. An Impact Advisory Group ("IAG") consisting of business owners, business managers, artist group leaders, residents and abutters was created on July 20, 2016.

On August 1, 2016, the Proponent filed an Expanded Project Notification Form (the "EPNF"). Notice of the receipt of the EPNF was published in the Boston Herald on August 1, 2016, which initiated a public comment period that was extended past the required 30-day comment period to end on September 30, 2016. The notice and the EPNF were sent to the City's public agencies pursuant to Section 80A-2 of the Code.

Pursuant to Section 80B-5.3 of the Code, a Scoping Session was held on August 10, 2016 with City agencies at which the Proposed Project was reviewed and discussed. The BRA held two (2) public open office hour meetings on August 2, 2016 and August 9, 2016 in the Fort Point neighborhood that were open to members of the public to specifically learn more about the role of the IAG and the City's review process for the Proposed Project. Notice of the public open office hours was posted on the BRA website calendar and email notices were sent to all who have signed up to receive notifications regarding projects in the Fort Point neighborhood.

On August 10, 2016, the Proponent submitted a Development Plan for the Proposed Project and a Third Amendment to the PDA No. 69. Notice of the receipt of the Development Plan and the Third Amendment to the PDA No. 69 was published in the Boston Herald on August 10, 2016, which initiated a public comment period that was extended past the required 45-day comment period to end on September 30, 2016.

The BRA held a series of public and IAG meetings both in the Fort Point neighborhood and at Boston City Hall on August 17, 2016, September 7, 2016, September 13, 2016, September 21, 2016 and October 12, 2016. The EPNF, Development Plan and Third Amendment to the PDA No. 69, as well as responses

to issues raised at previous meetings were discussed at these meetings. Notice of these meetings, all of which were open to the public, was posted on the BRA website calendar, sent to all who have signed up to receive notifications regarding projects in the Fort Point neighborhood, and published in South Boston Online, Boston Guardian, and South Boston Today. All comments received on the EPNF are included in Exhibit A.

The Proposed Project also comes under the jurisdiction of the Boston Civic Design Commission ("BCDC") pursuant to Article 28 of the Code. The Proposed Project was initially presented to the BCDC on August 2, 2016 and was presented to BCDC design sub-committees on August 16, 2016, September 13, 2016 and September 27, 2016. Comments on the design of the Proposed Project were solicited by the BCDC at each of the BCDC and BCDC design subcommittee meetings. The BCDC recommended design approval of the Proposed Project on October 4, 2016.

DEVELOPMENT IMPACT PROJECT ("DIP") PAYMENTS

The Proposed Project will provide Development Impact Project exactions based upon the projected use of the entirety of the Proposed Project for DIP uses, as defined in Section 80B-7 of the Code (388,070 square feet of Gross Floor Area). This will result in a total of approximately \$2,402,503.80 in Housing Exaction payments to the Neighborhood Housing Trust, based on \$8.34 for every square foot of DIP uses and approximately \$481,076.90 to the Neighborhood Jobs Trust, based on \$1.67 for every square foot of DIP uses (as defined in Section 80B-7 of the Code), after applying the applicable 100,000 square feet exemption.

PROJECT BENEFITS

In January 2016 GE announced its plan to move the company's global corporate headquarters to Boston, expanding the company's business, economic and philanthropic footprint in the City and throughout the Commonwealth. In August 2016, GE moved its corporate leadership into interim headquarters on Farnsworth Street in the Fort Point neighborhood, a site that is now occupied by 200 employees. The Proposed Project will house approximately 800 employees, of which approximately 600 will be new hires in Boston.

Since January 2016, GE has engaged closely with community groups, the IAG, civic leaders and elected officials through the formal Article 80 public review and public meeting process, as well as in community gatherings. Additionally, GE leaders have

participated in many other individual one-on-one meetings. The Proponent has also taken measures to invite comment and present project developments transparently through a free web app called GE Boston, and the BRA has taken the unprecedented step of uploading each project presentation made at a public meeting or before a City agency or commission, to the BRA website. Throughout the process, the Proponent has worked diligently to ensure that the Proposed Project delivers the benefits that are most important to the community and the City of Boston.

Economic Footprint Building a Stronger Economy

GE's corporate expansion adds to the existing significant presence of the company in Massachusetts. GE now has over 5000 employees in Massachusetts at GE Aviation, GE Healthcare, GE Life Sciences, GE Oil and Gas, GE Digital Solutions and GE's newest venture, Boston-based *Current, powered by GE*.

As a result of GE's move to Boston, approximately 4,000 new jobs will be created in the Greater Boston area over the next 3 years. Those jobs will include permanent GE employees and employees based at GE vendors, as well as temporary construction jobs. All of these new jobs will result in a substantial new tax base for the City and the Commonwealth.

GE is a global company and expects that the City's economy will also benefit from an increase in visitors who will use local hotels, local restaurants and shop in local stores, resulting in a significant boost to the Boston and Massachusetts economies.

Philanthropic & Civic Footprint: Building a Stronger Community

In April 2016, GE announced \$50 million in philanthropic commitments, to be donated over the next five years, to the Boston community. GE's commitment includes \$25 million to Boston Public Schools, \$10 million to building out a diverse workforce population and \$15 million to developing the next generation health care workforce and increasing training for specialty care.

As of November 2016, GE's immediate impact in Boston includes:

August 2016

- GE created a global high-school internship program, announced at the United Nations, to be launched in Boston in partnership with the Boston Private Industry Council.

- GE announced a \$7.5 million, 5 year partnership with the MIT Energy Initiative focused on developing and improving low carbon energy, which is a priority for the City of Boston.

September 2016

- GE partnered with Massachusetts General Hospital to convene an opioid hack-a-thon at District Hall to develop opioid addiction treatment strategies. The three-day event led by GE's senior executives brought together civic, policy and public health leaders from the City of Boston, Commonwealth of Massachusetts and the federal government including the White House Drug Policy director and other world-renowned experts on addiction treatment, as well as 250 "hackers."
- GE announced a partnership with Northeastern University to create a national model for an undergraduate degree for non-traditional students in Advanced Manufacturing.

November 2016

- GE launched Brilliant Career Lab, a sustaining program in partnership with Boston Public Schools to support Science Technology Engineering and Math (STEM)-related career paths for BPS high school students. The mobile lab will complement GE's Brilliant Lab maker-space that will be included in the new HQ campus.
- GE issued a \$670,000 grant to the Boston Medical Center to expand opioid treatment training state-wide.
- GE participated in HUBweek, including a STEM partnership with Google.
- GE will host a Product Management Symposium for 350 scientists and engineers in Boston.
- GE is developing diverse talent through the ServiceCorps Fellows with 4 GE employees embedded at Boston non-profits for a year of service.

Since July 2016, GE executives have engaged in more than 50 speaking engagements in the Boston area and have entertained hundreds of requests to partner, sponsor, speak or engage with the community.

EPNF & IAG: Building a Better Project

The comments received during the EPNF comment period from the community, the IAG, and other stakeholders have focused on the following: design features, parking and alternate modes of transportation and safety, Harborwalk and public realm improvements, the Necco Court (Green) and the 5-6 Necco Street pedestrian bridges, resiliency measures, and the future park ("Fort Point Park") which is proposed in the 100 Acres PDA Master Plan.

In response to the comments received from the IAG and broader community, GE has offered the following:

Design features: The Boston Civic Design Commission recommended approval of the Proposed Project on October 4, 2016. Additional clarity was provided to IAG members and the public regarding design, height and shadow impacts at public meetings and at BCDC sub-committee meetings.

At the request of the IAG, further clarification, including a shadow study compilation and a summary of the BCDC input and features changed due to process input were provided by the Proponent and posted on the BRA website.

Parking, alternate modes of transportation and safety: In support of the City's goal not to overbuild parking because of the project site's close proximity to mass transit at South and Broadway Stations and multiple bus stops, the Proposed Project will include 30 below-grade parking spaces, up to 150 bicycle spaces and racks for 30 bicycles on Necco Street. In addition, GE employees will be encouraged to utilize public transit. At the request of IAG members, GE will make best efforts to monitor the progress and effectiveness of any employee incentives that result in employees walking, biking or utilizing public transit.

At the request of the IAG, GE will fund an analysis of the intersection of A Street and Binford Streets. The analysis will include a review of crosswalks within 500 feet of this intersection. Also at the request of the IAG, in an effort to reduce the number of shuttles and optimize travel solutions, the Proponent joined the Seaport Transportation Management Association (TMA).

Harborwalk and public realm improvements: A new pedestrian walkway from Necco Street to the Harborwalk via GE Plaza is an integral part of the design of the Proposed Project. A new pedestrian path on the south side of the Proposed Project will also be provided to facilitate pedestrian access to the waterfront, and the Harborwalk will be widened, landscaped, and improved to enhance its use by pedestrians and cyclists.

At the request of the IAG, the new public realm improvements at the Proposed Project will include space and infrastructure (including electrical and water connections) to accommodate art installations, public events, an open lawn area and seating for public use, and new trees and sidewalks on Necco Street.

As part of the Proposed Project, the Proponent will undertake the buildout of portions of former Parcels HW2 and FT1 in the 100 Acres Master Plan area as public open space, in response to community requests for more and better public open space. GE will not build on Parcel G1, although it was designated as a development parcel for a building as high as 80 feet in the 100 Acres Master Plan. Instead, GE will convert parcel G1 to public open space which totals approximately 7000 square feet of open space. Making this parcel open space will not only add to usable public open space along the Harborwalk, it will also allow the rehabilitated and restored Brick Buildings to be seen from the Harborwalk and points north (e.g., the Summer Street Bridge) – and not blocked by a new building.

The community and the IAG have requested more detail concerning future use of the public open space and public realm programming. The Proponent will present greater detail for public realm and public amenities in the upcoming Chapter 91 licensing process for the Proposed Project, but in summary, GE plans to include an approximately 6,500 square foot bistro restaurant, a new coffee shop, a museum, and space for the Boston Public Schools targeting STEM in the Brilliant Career Lab space to be created on the ground floor of the Necco 6 building. GE's future plans also include programming to help activate the Fort Point Channel watershed and public open spaces at the Project Site, which could include more extensive kayak use off the existing public dock, which will be maintained by the Proponent.

Necco Court (Green Bridge) and the 5-6 Necco Street bridge: At the request of the IAG and the community, GE has taken extraordinary steps to ensure the preservation of the pedestrian bridge (sometimes known as the "Green Bridge") spanning the privately-owned Necco Court way. Although the bridge is not a part of the Project Site nor is it a part of the Proposed Project, and is subject to legal

covenants requiring its demolition in connection with the planned substantial rehabilitation of the Brick Buildings, GE has reached an accord in principle with the private party holding the demolition covenant, to allow for the rehabilitation and preservation of the Green Bridge. Since the bridge is extremely dilapidated and is fire-damaged, and will need both structural and seismic upgrading, as well as rehabilitation overall, this community benefit will cost in excess of \$1 Million.

Resiliency Measures: The Proponent is utilizing strategies to ensure that not only is the Proposed Project prepared for the effects of climate change, including sea-level rise, but it will also serve as a leader in providing resiliency solutions for the city. Because of the Proposed Project's proximity to the Channel elevations, the first floors of the Proposed Project will be set to at least +19'.5", providing protection against a 500-year storm event. In addition, critical mechanical and life safety and standby emergency building systems will be placed above vulnerable elevations. The stormwater infrastructure for the Proposed Project is designed to effectively manage inland flooding, including through the use of adaptive landscaping that will be resilient against flooding and saltwater intrusion.

Fort Point Park: The Proposed Project will provide substantial new open public space as well as other open space that will be privately owned and open to the private. The IAG requested that GE undertake further design and planning for the future Fort Point Park, extending from Fort Point Channel to A Street and continuing to the South Boston Bypass Road. The creation of this park is envisioned in the 100 Acres Master Plan to be created in conjunction with adjacent future development to be undertaken by other private parties. Consequently, the BRA has committed to commence the planning and design effort for the Fort Point Park. GE will endeavor to design their open space, including along the south side of their new building, to be consistent with BRA's design plans.

DEMONSTRATION PROJECT

In order to effectuate the redevelopment of this long vacant site, and to create jobs and economic activity, the Proponent is requesting that the BRA adopt a Demonstration Project and a Demonstration Project Plan pursuant to M.G.L. Chapter 121B, section 46 (f), as amended, which will allow the BRA to acquire a property interest in a portion of the Project Site. Attached as Exhibit E is a copy of the Demonstration Project Application filed by the Proponent.

Per the Summary of Incentives executed by GE, the City of Boston and the Commonwealth of Massachusetts (Exhibit B), the City of Boston offered direct property tax relief to GE in an amount of up to \$25 million, to be established by agreement upon determination of several factors, including without limitation, siting, size, ownership and number of jobs created. This agreement is to be memorialized in a Payment in Lieu of Taxes Agreement (PILOT) among GE, the City of Boston, acting through its Assessing Department, and the BRA. The adoption by the BRA of the Demonstration Project Plan for the BRA's acquisition of certain interests in the Proposed Project as part of a "demonstration project" under General Laws Chapter 121B, Section 46(f) and the approval of the BRA's acquisition of certain interests in the Proposed Project pursuant to said Demonstration Project Plan is the legal mechanism by which the PILOT Agreement can be effectuated. The BRA shall hold certain real property interests in the Proposed Project for the term of the PILOT Agreement, which will have a term of 20 years.

RECOMMENDATION

Based on the foregoing, staff recommends that the BRA Board: (1) approve the Development Plan for the General Electric Company Headquarters Project Campus within Planned Development Area No. 69, South Boston/The 100 Acres(the "Development Plan") and the Third Amendment to Master Plan for PDA No. 69 South Boston/The 100 Acres("PDA No. 69") submitted by the General Electric Company ("GE") and the Massachusetts Development Finance Agency ("MassDevelopment"), (collectively "the Proponent") pursuant to Section 80C of the Boston Zoning Code (the "Code"); (2) petition the Boston Zoning Commission to approve the Development Plan and PDA No. 69 pursuant to Section 3-1.A.a. and Section 80C-7 of the Code; (3) issue a Scoping Determination waiving the requirement of further review pursuant to Section 80B-5.3(d) of the Code for the General Electric Headquarters Project (the "Proposed Project"), to be constructed on an approximately 2.4 acre site in the Fort Point neighborhood within the South Boston Waterfront area of Boston (the "Project Site"); (4) issue one or more Certifications of Compliance or Partial Certifications of Compliance for the Proposed Project pursuant to Section 80B-6 of the Code, upon successful completion of the Article 80 Large Project Review process; (5) issue one or more Certifications of Consistency or Partial Certifications of Consistency for the Proposed Project pursuant to Section 80C-8 of the Code, upon successful completion of the Article 80C Planned Development Area Review process; (6) approve the Proposed Project as a Development Impact Project pursuant to Section 80B-7 of the Code; (7) approve the adoption of a Demonstration Project

Plan as part of a “demonstration project” under Massachusetts General Laws Chapter 121B, Section 46(f) for a portion of the Proposed Project; (8) authorize the Director to enter into a Payment in Lieu of Taxes Agreement (PILOT) for a portion of the Proposed Project with GE and the City of Boston; and (9) take any and all actions and execute any and all documents deemed necessary and appropriate by the Director in connection with the Proposed Project, the Development Plan and the PILOT Agreement, including without limitation, executing and delivering a Cooperation Agreement, a Development Impact Project Agreement, and a Boston Residents Construction Employment Plan.

Appropriate votes follow:

VOTED: That, in connection with the Development Plan for General Electric Company Headquarters Project within Planned Development Area No. 69, South Boston/The 100 Acres(the "Development Plan") and the Third Amendment to Master Plan for Planned Development Area No. 69, South Boston/The 100 Acres("PDA No. 69") submitted by General Electric Company ("GE") and the Massachusetts Development Finance Agency ("MassDevelopment"), (collectively "the Proponent"), describing the General Electric Headquarters Project (the "Proposed Project") presented at a public hearing, duly held at the offices of the Boston Redevelopment Authority ("BRA") on November 1, 2016, and after consideration of the evidence presented at, and in connection with, the hearing on the Development Plan, PDA No. 69 and the Proposed Project, the BRA finds, in accordance with Section 80C of the Boston Zoning Code (the "Code"), that: (a) such Development Plan and PDA No. 69 are not for a location or Proposed Project for which Planned Development Areas are forbidden by the underlying zoning; (b) the Proposed Project in such Development Plan and PDA No. 69 comply with the provisions of the underlying zoning that establish use, dimensional, design and other requirements for Proposed Projects in Planned Development Areas; (c) such Development Plan and PDA No. 69 comply with the provisions of underlying zoning that establish planning and development criteria, including public benefits, for Planned Development Areas; (d) such Development Plan and PDA No. 69 conform to the plan for the district, subdistrict or similar geographic area in which the Planned Development Area is located, and to the general plan for the City as a whole; and (e) on balance, nothing in such Development Plan and PDA No. 69 will be injurious to

the neighborhood or otherwise detrimental to the public welfare, weighing all the benefits and burdens; and

FURTHER

VOTED: That the BRA hereby approves, pursuant to Sections 3-1.A.a and 80C of the Code, the Development Plan and PDA No. 69, all in substantial accord with the versions as presented to the BRA at its public hearing on November 1, 2016; and

FURTHER

VOTED: That the Director be, and hereby is, authorized to petition the Boston Zoning Commission for approval of the Development Plan and PDA No, 69, pursuant to Sections 3-1A.a and 80C of the Code, all in substantial accord with the versions as presented to the BRA at its public hearing on November 1, 2016; and

FURTHER

VOTED: That the Director be, and hereby is, authorized to issue a Scoping Determination waiving the requirement of further review pursuant to Section 80B-5.3(d) of the Code in connection with the Proposed Project, which: (i) finds that the Expanded Project Notification Form submitted for the Proposed Project adequately describes the potential impacts arising from the Proposed Project and provides sufficient mitigation measures to minimize these impacts; and (ii) waives further review of the Proposed Project under Section 80B-5 of the Code; and

FURTHER

VOTED: That the Director be, and hereby is, authorized to approve the Proposed Project as a Development Impact Project pursuant to Section 80B-7 of the Code; and

FURTHER

VOTED: That the Director be, and hereby is, authorized to issue one or more Certifications of Compliance or Partial Certifications of Compliance for the Proposed Project pursuant to Section 80B-6 of the Code upon successful completion of the Article 80 Large Project Review process; and

FURTHER

VOTED: That the Director be, and hereby is, authorized to issue one or more Certifications of Consistency or Partial Certifications of Consistency for the Proposed Project pursuant to Section 80C-8 of the Code, when appropriate; and

FURTHER

VOTED: That the BRA, in order to effectuate the development of the Proposed Project, attract and retain jobs, and improve the public realm in the City of Boston, hereby finds and determines as follows:

- (a) In order to prevent urban blight by the undertaking of the Proposed Project, it is in the public interest that the BRA acquires, by Deed, certain interests in a portion of the Proposed Project from the Proponent;
- (b) That in accordance with the Massachusetts General Laws Chapter 30, Section 61, a finding and or determination is hereby made that the Proposed Project will not result in significant damage to the environment and further, with the implementation of mitigation measures, that all practicable and feasible means and measures will have been taken to avoid or minimize potential damage to the environment;
- (c) The undertaking of the Proposed Project requires the assistance of the BRA; and
- (d) Based on (a), (b) and (c) above, the Proposed Project constitutes a "demonstration project" under Massachusetts General Laws Chapter 121B, section 46(f), as amended; and

FURTHER

VOTED: That the Director be, and hereby is, authorized to enter into a Payment in Lieu of Taxes Agreement ("PILOT") in connection with a portion of the Proposed Project subject to such terms and conditions as the Director deems to be appropriate and necessary and in the best interest of the BRA; and

FURTHER

VOTED: That the Director be, and hereby is, authorized to execute any and all related instruments, agreements and documents which the Director, in his sole discretion, deems appropriate and necessary, and upon terms and conditions determined to be in the best interest of the BRA, in connection with the Proposed Project, the Development Plan, the Demonstration Project Plan and the PILOT Agreement, including without limitation, executing and delivering a Cooperation Agreement, a Development Impact Project Agreement, and a Boston Residents Construction Employment Plan.

Attachments

- Exhibit A: Comments received on the EPNF
- Exhibit B: Summary of Incentives
- Exhibit C: Development Plan for General Electric Company Headquarters Campus, within Planned Development Area No. 69, South Boston/The 100 Acres, South Boston
- Exhibit D: Third Amendment to Master Plan for Planned Development Area No. 69, South Boston/The 100 Acres
- Exhibit E: Demonstration Project Application