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January 2, 2018

Mr. Brian P. Golden, Director Boston Planning and Development Agency One City Hall Square, Ninth Floor Boston, MA 02201-1007

Re: Fourth Amendment to Development Plan for Planned Development Area No. 11

One Post Office Square

Dear Director Golden:

In accordance with Section 80C-5 of the Boston Zoning Code, and on behalf of One Post Office Square, L.L.C., a Delaware limited liability company, enclosed please find ten (10) copies of the draft Fourth Amendment to Development Plan for Planned Development Area No. 11, along with the corresponding fact sheet.

This Fourth Amendment would amend the existing Development Plan (as previously amended) for the location commonly known as One Post Office Square to provide for improvements to the existing office building (including façade replacement/recladding, amenities, and infill areas) and replacement of the existing parking garage with an automated parking garage under a 15-story addition to the existing office building. These improvements represent a substantial investment that will provide new jobs creation, urban design improvements, streetscape activation and additional tax revenues.

An Expanded Project Notification Form for Large Project Review of the same is submitted concurrently under separate cover. We look forward to working with you toward the approval of the enclosed materials in coordination with Large Project Review.

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Kevin J. Renna, Esq.

Attorney for One Post Office Square, L.L.C.

cc by email:

Marybeth Pyles and Michael Sinatra, Boston Planning & Development Agency

Michael Connelly and David Brunelle, Jones Lang LaSalle Andrew Maher and Brian Chaisson, Anchor Line Partners

FACT SHEET

FOURTH AMENDMENT TO DEVELOPMENT PLAN FOR PLANNED DEVELOPMENT AREA NO. 11 ONE POST OFFICE SQUARE

1. Board Action

The Proponent (as defined below) is requesting the Boston Planning & Development Agency's approval of this Fourth Amendment to Development Plan for Planned Development Area No. 11.

2. Proponent

Anchor Line Partners/Jones Lang LaSalle, on behalf of One Post Office Square, L.L.C., a Delaware limited liability company, the successor to One Post Office Square Associates

3. Project Location

Planned Development Area No. 11 encompasses approximately 77,791 square feet bounded by Pearl Street, Milk Street, Oliver Street, and Franklin Street, commonly known as One Post Office Square.

4. Project Description

This Fourth Amendment amends the existing Development Plan (further described below) to provide for (i) improvements to the existing office building, including exterior façade replacement of lower levels with a glass curtain wall, recladding of upper levels, the addition of mid-level and roof amenities, and infill areas below existing cantilevered corners, and (ii) demolition of the existing parking garage and construction of a replacement automated parking garage containing up to approximately 300 parking spaces within 2 underground stories and 3 above-grade stories, and a 15-story (13 occupied and 2 mechanical) addition to the existing office building above the garage, which will create an additional up to approximately 207,000 square feet of Gross Floor Area on the project site.

Project Uses

An office building; a first-class landmark hotel; underground and above ground parking; conference, meeting and function facilities; food and beverage facilities (including without limitation take-out restaurant use); a health club; commercial retail space; and other uses permitted from time to time in general business districts.

6. Public Benefits

The proposed improvements represent a substantial investment in the project site that will provide new jobs creation, urban design improvements, streetscape activation and additional tax revenues.

7. Existing Zoning

The project site is located within (i) the B-10 District under the Zoning Code of the City of Boston and (ii) the Restricted Parking Overlay District. However, the project site has been improved pursuant to the Development Plan for Planned Development Area No. 11, effective May 18, 1979, as amended by a First Amendment, effective September 23, 1981, a Second Amendment, effective August 15, 1984, and a Third Amendment, effective January 9, 2008.

8. Changes to Zoning

This Fourth Amendment will change certain use, open space/landscaping, density, dimensional and parking requirements applicable to the proposed improvements.

FOURTH AMENDMENT TO DEVELOPMENT PLAN FOR PLANNED DEVELOPMENT AREA NO. 11 ONE POST OFFICE SQUARE

Pursuant to Section 3-1A and Article 80C of the Zoning Code of the City of Boston ("**Zoning Code**"), this plan constitutes the Fourth Amendment to Development Plan for Planned Development Area No. 11 ("**Fourth Amendment**").

I. THE EXISTING PDA DEVELOPMENT PLAN FOR PDA NO. 11:

Pursuant to Section 3-1A of the Zoning Code, the Boston Planning & Development Agency, formerly known as the Boston Redevelopment Authority ("Agency") by a vote taken on April 19, 1979 approved the Development Plan (the "Original Development Plan") for Planned Development Area No. 11 ("PDA No. 11") in connection with the development of an office building/garage project known as One Post Office Square and the adjacent hotel element (the "Project"). On May 18, 1979, the Zoning Commission of the City of Boston (the "Commission") approved the Original Development Plan and Map Amendment No. 154 ("Map Amendment") establishing PDA No. 11, which Original Development Plan and associated Map Amendment were effective May 18, 1979. Zoning relief for the Original Development Plan was granted by the City of Boston Board of Appeal ("Board") in Decisions BZC-4422 and BZC-4423, dated June 12, 1979.

By a vote taken on February 26, 1981, the Agency approved an Amendment to the Original Development Plan ("First Amendment") in connection with modifications to design features of the office building and hotel, with revised drawings for both buildings. On September 23, 1981, the Commission approved the First Amendment, which First Amendment was effective September 23, 1981. By a letter dated March 10, 1981, the Board determined that the modifications to the Original Development Plan contained in the First Amendment were minor in nature and primarily concerned with design features, and were consistent with the Original Development Plan, and that no additional zoning relief was required.

By votes taken on June 20, 1984 and August 9, 1984, the Agency approved a Second Amendment to the Original Development Plan ("Second Amendment") in connection with the addition of a two-story structure above the parking garage adjacent to the office building, and the addition of a swimming pool on the roof of the hotel. On July 25, 1984, the Commission approved the Second Amendment, which Second Amendment was effective August 15, 1984. Zoning relief for the Second Amendment was granted by the Board in Decision BZC-7159 dated August 21, 1984.

By a vote taken on December 20, 2007, the Agency approved a Third Amendment to the Original Development Plan ("<u>Third Amendment</u>") in connection with the minor alterations to the ground floor level of the office building, including increased square footage at the ground level facing Pearl Street, and the elimination of the arcade on Pearl Street. On January 9, 2008, the Commission approved the Third Amendment, which Third Amendment was effective January 9, 2008. The Original Development Plan, as amended by the First Amendment, the Second Amendment and the Third Amendment shall be referred to as the "Development Plan".

The Development Plan encompasses approximately 77,791 square feet (the "<u>Site</u>") bounded by Pearl Street, Milk Street, Oliver Street, and Franklin Street, as further described in the Original Development Plan.

The Development Plan contemplated development of the Site into an office building and parking garage on a portion of the Site referred to as Lot "O", and a hotel on the remainder of the Site referred to as Lot "H". Implementation of the Development Plan was begun in 1979-1980 by Post Office Square Company and Pearl Street Company, and was continued in the early 1980s by One Post Office Square Associates and Oliver Street Associates. Construction of the office building and garage on Lot "O" commonly known as One Post Office Square and of the hotel on Lot "H" commonly known as the Langham Hotel has been completed. The work contemplated by the Second Amendment has not been undertaken. The Development Plan and the zoning relief related thereto approved a Floor Area Ratio, as defined in Article 2A of the Zoning Code ("FAR"), of 21.97 for Lot "O" and 14.6 for the Site (i.e., Lot "O" and Lot "H" combined).

II. FOURTH AMENDMENT TO DEVELOPMENT PLAN FOR PDA NO. 11

This Fourth Amendment amends the existing Development Plan to provide for (i) improvements to the existing office building, including exterior façade replacement of lower levels with a glass curtain wall, recladding of upper levels, the addition of mid-level and roof amenities, and infill areas below existing cantilevered corners, and (ii) demolition of the existing parking garage and construction of a replacement automated parking garage containing up to approximately 300 parking spaces within 2 underground stories and 3 above-grade stories, and a 15-story (13 occupied and 2 mechanical) addition to the existing office building above the garage (the "Improvements").

- 1. <u>Developers</u>: One Post Office Square, L.L.C., a Delaware limited liability company, is the successor to One Post Office Square Associates, as developer of the Improvements.
- 2. <u>Architect</u>: The proposed modifications for the Improvements, as contemplated by this Fourth Amendment, are being designed by M. Arthur Gensler Jr. & Associates, Inc.
- 3. <u>Permitted Uses</u>: An office building; a first-class landmark hotel; underground and above ground parking; conference, meeting and function facilities; food and beverage facilities (including without limitation take-out restaurant use); a health club; commercial retail space; and other uses permitted from time to time in general business districts.
- 4. <u>Proposed location and appearance of structures</u>: The Improvements shall be substantially as shown on the drawings prepared by M. Arthur Gensler Jr. & Associates, Inc., attached as <u>Exhibit A</u>, subject only to modifications approved by the Agency in the design review process. The proposed modifications modernize and expand the existing office building and activate the streetscape along Pearl Street, Milk Street and Oliver Street.
- 5. <u>Open Space and Landscaping</u>: The arcade over the private sidewalk on Milk Street will be eliminated.

- 6. <u>Density</u>: The Improvements will create an additional up to approximately 207,000 square feet of Gross Floor Area on the Site. The FAR for Lot "O" will change from 21.62 to up to 26.7. The FAR of the entire Planned Development Area No. 11 will change to up to 16.7. The maximum permitted FAR for (i) Lot "O" and (ii) the entire Planned Development Area No. 11, as set forth in the Development Plan, shall be deemed modified to reflect the Improvements. Additionally, the schedule of project areas, gross floor areas, and square footage by floor set forth in the Development Plan shall be deemed modified to reflect the Improvements.
- 7. Proposed Height of Structures: The height of the existing office building will not increase. The height of the existing parking garage will increase to up to 225 feet to the top of the highest occupied story (excluding rooftop mechanical equipment and other rooftop elements, measured from a grade of 20 Boston City Base). The maximum permitted height of structures on Lot "O", as set forth in the Development Plan, shall be deemed modified to reflect the Improvements.
- 8. Parking and Loading: The total number of on-site parking spaces will be reduced from 386 spaces to up to approximately 300 spaces. The existing loading facilities will support the additional gross floor area of the Improvements.
- 9. <u>Zoning</u>: The Site is located within (i) the B-10 District under the Zoning Code and (ii) the Restricted Parking Overlay District. However, the Site has been improved pursuant to the Development Plan.
- 10. <u>Public Benefits</u>: The Improvements represent a substantial investment in the Site that will provide significant benefits to the financial district and the City of Boston, including new jobs creation, urban design improvements, activating the streetscape along Pearl Street, Milk Street and Oliver Street, and additional tax revenues.

11. Miscellaneous:

Large Project Review: The Improvements require Large Project Review under Article 80B of the Zoning Code. A Letter of Intent for the Improvements was filed with the Boston Redevelopment Authority on October 4, 2017. A Project Notification Form ("PNF") relating to the Improvements was filed on or about January 2, 2017, to formally commence the Large Project Review process. The Improvements will result in the establishment of more than 100,000 square feet of Gross Floor Area of Development Impact Uses, as defined in Section 80B-7 of the Zoning Code, but the Improvements are not anticipated to "substantially rehabilitate" the existing office building or the Project as a whole. Accordingly, the Development Impact Project Exactions under Section 80B-7 of the Zoning Code will apply to up to approximately 107,000 square feet of the up to approximately 207,000 square feet of Gross Floor Area anticipated to be created by the Improvements. The final specifications and plans, as approved by the Agency pursuant to Large Project Review will be deemed to be consistent with this Development Plan. Minor changes may be made to the schematic drawings and plans associated with the proposed modifications set forth in this Fourth Amendment to PDA No. 11; however, these changes may not exceed the maximum height limitations, square footage, FAR and uses specified in the Development Plan, as amended by this Fourth Amendment to the Development Plan (collectively the "Amended Development Plan"), nor will any proposed minor changes significantly alter the general appearance of any element of the Amended Development Plan and the proposed modifications set forth herein.

Subsequent to completion of these proposed modifications, further proposed modifications which are minor in nature and within the approved use and dimensional limitations set forth in the Development Plan will be eligible to receive a Certification of Consistency evidencing consistency with the Amended Development Plan, subject to design review approval, and any other necessary approvals, by the Agency. Notwithstanding anything set forth in the Amended Development Plan to the contrary, under no circumstances will the proponent be obligated to proceed with the Improvements.

Certifications of Consistency: In accordance with Section 80C-9 of the Code, consistency of the Improvements with the Amended Development Plan (as evidenced by one or more Certifications of Consistency) constitutes compliance with the dimensional, use and all other requirements of the Zoning Code to the extent such requirements have been addressed in the Amended Development Plan. To the extent that any aspect of proposed uses and proposed structures complying with the Amended Development Plan are in conflict with any requirement of the Zoning Code not specifically addressed in the Amended Development Plan, such requirements shall be deemed to be waived upon approval of the Amended Development Plan and issuance of one or more Certifications of Consistency. Compliance of the Improvements and of the hotel element with the requirements of the Amended Development Plan may be determined on an individual basis rather than a Site-wide basis, and each building may be eligible to receive its own Certification of Consistency. The non-compliance of any building shall not affect the compliance of the other building within the Amended Development Plan.

Amendment of Plan: Any owner of the Improvements and of the hotel element may seek amendment of this Amended Development Plan as to such building, in accordance with the procedures prescribed by the Zoning Code without the consent of the owner of the other building. In the event that any amendment to this Amended Development Plan proposed by the owner of a building is approved, and such amendment affects the overall compliance of the Project with the Amended Development Plan, the Development Plan shall be deemed amended with respect to the Project as a whole to the extent necessary for the overall Project to comply with this Amended Development Plan.

<u>Miscellaneous</u>: Unless otherwise set forth herein, all references herein to terms set forth in the Zoning Code shall have the meaning set forth in the Zoning Code, as amended to the effective date hereof, and not as the same may be amended hereafter.

EXHIBIT ASchematic Drawings of the Improvements





















