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January 12, 2018

VIA HAND DELIVERY

Boston Planning & Development Agency
One City Hall Square, 9th Floor
Boston, MA 02201-1007
Attention: Brian P. Golden, Director

**Re: Notice of Project Change
Stavis Seafoods Development, Fid Kennedy Avenue
South Boston, Massachusetts**

Dear Director Golden:

This Notice of Project Change (this "NPC") is being submitted in accordance with Article 80A-6 of the Boston Zoning Code (the "Code") on behalf of MP MMT Development Co LLC (the "Proponent"), an affiliate of Millennium Partners, for the proposed Stavis Seafoods Development Project on Fid Kennedy Avenue in South Boston (the "Project").

I. Project Background

On June 15, 2007, Cargo Ventures LLC and its affiliates, Marine Terminal Development LLC and Marine Terminal Operator LLC (together, the "Original Proponent"), submitted to the Boston Redevelopment Authority (presently doing business as the Boston Planning & Development Agency, the "BPDA") a Project Notification Form (the "PNF") requesting approval for the construction of a new multi-tenant terminal integrating seafood processors, cold storage facilities, warehouse distribution facilities and bulk cargo operations, including an import/export operation for cement, totaling approximately 510,552 gross square feet on an approximately 29.8 acre site (the "Original Project Site") located in the Raymond L. Flynn Marine Park ("RLFMP") in South Boston and bounded by FID Kennedy Drive to the south, the Boston Harbor to the east and north and other land of the Massachusetts Port Authority ("Massport") to the west. The Original Project Site, situated in the South Boston Designated Port Area, is owned by the Economic Development and Industrial Corporation of Boston, and is under a long-term lease (the "Ground Lease") to Massport through February 2070.

On September 11, 2007, the BPDA authorized the Director of the BPDA to issue a Scoping Determination waiving the requirement of further review for the Project pursuant to Article 80, Section 80B-5.3(d) of the Boston Zoning Code (the "Code"), and the Director of the BPDA issued such a determination on November 2, 2007 (the "Scoping Determination").

On March 1, 2012, the Original Proponent submitted a Notice of Project Change (the "2012 NPC") to the BPDA informing the BPDA of certain proposed changes to the Project and requesting a



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determination from the Director of the BPDA that no further review by the BPDA would be required on account of such changes. The proposed changes included: (i) a reduction in size of the Original Project Site from that originally proposed in the PNF to approximately 26.8 acres, to permit Massport to utilize a portion of the Original Project Site (the "Seafood Way Parcel") for another project; (ii) a reduction in the total built square footage of the Project from what was originally proposed in the PNF (from 510,552 square feet to 459,917 square feet); (iii) a change in the types of materials to be handled in the bulk cargo facility; and (iv) a lapse in time/revised construction schedule. On August 9, 2012, the BPDA authorized the Director of the BPDA to issue a determination waiving further review of the 2012 NPC pursuant to Section 80A-6.2 of the Code, and on September 26, 2012, the Director of the BPDA issued such a determination.

On March 11, 2014, the Original Proponent submitted a Notice of Project Change (the "2014 NPC") to the BPDA informing the BPDA of certain proposed changes to the Project and requesting a determination from the Director of the BPDA that no further review by the BPDA would be required on account of such changes. The proposed changes included: (i) a return to the original lot area of the Original Project Site and the original building square footages (from 459,917 square feet to 510,552 square feet) as proposed in the PNF and re-inclusion of the Seafood Way Parcel; and (ii) the construction of an approximately 120,000 square foot greenhouse roof structure on the roof of "Building A" of the Project to be used for urban gardening purposes. On April 17, 2014, the BPDA authorized the Director of the BPDA to issue a determination waiving further review of the 2014 NPC pursuant to Section 80A-6.2 of the Code, and on May 30, 2014, the Director of the BPDA issued such a determination.

On November 15, 2016, the Proponent submitted a Notice of Project Change (the "2016 NPC") to the BPDA informing the BPDA of certain proposed changes to the Project and requesting a determination from the Director of the BPDA that no further review by the BPDA would be required on account of such changes. The proposed changes included (i) a reduction in the size of the 29.8 acre Original Project Site to an approximately 7.2-acre parcel (the "Project Site"); (ii) the extension of Tide Street for access purposes, thereby eliminating the offset driveway located along Fid Kennedy Avenue and contemplated in the 2014 NPC plan; (iii) an increase in finished floor elevation to meet or exceed the expectations of the Massachusetts Port Authority's *Floodproofing Design Guide* and improvement of the stormwater management system to ensure it meets or exceeds the recommendations of the Massachusetts Stormwater Management Regulations; and (iv) the construction of a single, one- and two-story, approximately 201,000 square-foot building on the Project Site for Stavis Seafoods' executive offices and fish processing facility with an approximately 130,000 square-foot footprint. The proposed structure consisted of essentially two buildings sharing a common wall, with the northern portion (consisting of approximately 91,000 square feet) dedicated to the new Stavis Seafoods facility, and the southern portion (consisting of approximately 110,000 square feet) dedicated to approximately 55,000 square feet of seafood processing and/or marine warehousing and approximately 55,000 square feet of supporting



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office and/or water-dependent light industrial uses consistent with the RLFMP Master Plan and Chapter 91 Master License. A site plan for the Project as proposed in the 2016 NPC is attached as Exhibit A. On April 13, 2016, the BPDA authorized the Director of the BPDA to issue a determination waiving further review of the 2016 NPC pursuant to Section 80A-6.2 of the Code.

II. Project Updates

In response to further discussions with Stavis Seafoods and the interest of other marine industrial tenants in modernized facilities in the Port of Boston, the Project has been updated in several respects to allow the Proponent to address these considerations while not materially changing the character or impacts of the overall Project. The Project now contemplates physically separating the northern and southern portions of the building proposed in the 2016 NPC into two stand-alone buildings to be built in phases, with an accompanying reduction in the northern portion from 91,000 square feet to approximately 65,790 square feet and an increase in the southern portion from 110,000 square feet to approximately 145,570 square feet. The northern building will be developed as a 1-story seafood-related building anticipated to be used by Stavis Seafoods. The other building, on the southern portion of the site, is anticipated to be developed as a 3-story building with state-of-the-art warehouse distribution space with associated offices on the ground floor and office, light industrial and/or research and development uses on the second and third floors. In all events, the entire Project shall be used only for uses that are fully-compliant with the Ground Lease and Chapter 91 as water-dependent industrial or uses accessory thereto.

The proposed updates will increase the aggregate gross floor area of the Project buildings from approximately 201,000 square feet to approximately 211,360 square feet (an increase of approximately five percent), but will decrease the overall building footprints from the original 130,000 square feet to approximately 115,270 square feet (a decrease of more than eleven percent). The small increase in total gross floor area and the updates in proportional uses of the Project result in a modest increase of 152 average daily vehicular trips ("adt") to and from the Project Site (from 1,124 to 1,276 adt). Of these 152 new adt, approximately 124 are automobile trips and 28 are truck trips. With the modest increase in adt, there is a correspondingly modest increase in the morning and evening peak hours of 32 and 17 vehicle trips, respectively (from 111/110 trips to 143/127 trips). During the morning and evening peak hours, automobile trips will increase from 91/92 to 124/110, while truck trips will decrease slightly from 20/18 to 19/17 trips. The update in proportional uses also results in a decrease in parking demand for the Project and an associated decrease in the number of parking spaces from 165 spaces to 148 spaces.

The entire Project site is currently unpaved and/or otherwise highly disturbed and was previously utilized by the CA/T project for soil and equipment storage. The redevelopment of the Project Site will allow for the restoration of the land surface, grading for proper stormwater control and the introduction of minor areas (approximately 0.74 acres) of pervious cover and vegetated landscaping. In addition, the



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Project now includes further enhanced stormwater management by virtue of the installation of 90 new Stormtech SC-310 subsurface infiltration systems for the front parking lot and sidewalks within the Project Site. A site plan for the Project as now proposed is attached as Exhibit B.

Other than the physical separation of the building's two main component areas, the associated minor updates to the building's square footage and footprint and the changes in impacts described above, the descriptions, analysis and proposed mitigation measures contained in the 2016 NPC continue to describe the proposed Project. The Proponent believes that, after consideration of these relatively minor updates, the Director may properly determine that further review by the BPDA will not be required.

III. Impact of Proposed Changes

The proposed Project will not materially increase the potential impacts considered in the 2016 NPC. Applying the factors listed in Section 80A-6.2 of the Code:

(a) the proposed Project will have the same lot area as presented in the 2016 NPC, with an increase in the gross floor area of the buildings of approximately 10,360 square feet (from 201,000 square feet to approximately 211,360 square feet). The combined building footprints will decrease by approximately 14,760 square feet, from 130,000 square feet to approximately 115,240 square feet;

(b) as compared to the Project presented in the 2016 NPC, although there will be a modest increase in the number of average daily trips (from 1,124 to 1,276 average daily trips), there will be a decrease in the number of parking spaces and the provision of further improved stormwater management through new stormwater infiltration basins;

(c) commencement of construction of the proposed Project is expected to begin in the second quarter of 2018, which is later than originally proposed;

(d) the Project Site for the proposed Project will be the same size as originally proposed in the 2016 NPC;

(e) the proposed Project will not require any zoning relief; and

(f) since the submission of the 2016 NPC, there has not been any significant additional development in the immediate vicinity of the Project Site that would affect the impacts of the proposed Project.



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IV. Summary

The foregoing information is intended to inform the BPDA of the minor proposed changes to the design of the Project as compared to the Project described in the 2016 NPC. The Proponent believes that, after consideration of these minor changes, the Director may properly determine that further review by the BPDA under Article 80 of the Code will not be required. Accordingly, the Proponent respectfully requests that the Director issue a determination pursuant to Section 80A-6.2 of the Code which finds that this Notice of Project Change (i) adequately described the potential impacts arising from the minor proposed changes and (ii) provides sufficient mitigation measures to minimize these impacts, and which waives further review of the Project.

Please do not hesitate to contact me if any additional information is required.

Very truly yours,

A handwritten signature in blue ink, appearing to read 'John E. Rattigan, Jr.', written over a light blue circular stamp.

John E. Rattigan, Jr.

cc: Joseph Larkin
Brian Awe

Attachments

Exhibit A

Site Plan for the Project as described in the 2016 NPC

[See attached]



Stavis Seafoods Development Project Boston, Massachusetts

Exhibit B

Site Plan for the Updated Project

[See attached]



Parcel 5 Development Project Boston, Massachusetts

Proposed Site Plan