



December 9, 2014

Brian Golden, Interim Director
Boston Redevelopment Authority
One City Hall Plaza, 9th Floor
Boston, MA 02201

**Re: Notice of Project Change
The Innovation and Design Building – South Boston, Massachusetts**

Dear Director Golden:

Jamestown, L.P. (the “Proponent”) submits this letter to the Boston Redevelopment Authority (“BRA”) to request changes to the requirements contained in the Board Memo and Scoping Determination (each as defined below) for the approved project for The Innovation and Design Building (the “Project”) in the Boston Marine Industrial Park (the “BMIP”). These proposed changes to such requirements (the “Proposed Changes”) are described below. The Proponent hereby requests confirmation that the Proposed Changes to the Project will not require additional filings under Article 80B of the Boston Zoning Code (the “Code”).

Article 80B History

The Proponent submitted an Expanded Project Notification Form to the BRA for the Project on May 15, 2014, and subsequently provided to the BRA a certain Supplemental Submission #1 on June 18, 2014 (collectively, the “PNF”). On July 10, 2014, the BRA Board voted to authorize the Interim Director of the BRA to issue a Scoping Determination waiving further review of the Project. The BRA Board vote is memorialized in a memorandum dated July 10, 2014 (the “Board Memo”). Pursuant to the Board Memo, on September 26, 2014, the BRA issued a Scoping Determination (the “Scoping Determination”) waiving further review of the Project.

A. Proposed Change: Hours of Operation of Restaurants at the IDB

Proviso number 4 in both the Board Memo and the Scoping Determination prohibits any restaurant/food and beverage use in the IDB to operate after 7:00 p.m. on Monday-Friday and at anytime on weekends. Following discussions with EDIC and the Boston Marine Park Business Association (BMPBA), the Proponent proposes to provide restaurant uses in the IDB seven (7) days a week with one restaurant located in the Project being permitted to remain open daily until 11:00 p.m.. Exhibit A attached hereto provides additional detail relating to the foregoing.

B. Proposed Change: Limitation on the IDB’s Commercial Tenants’ Customer Origin

Proviso number 3 in both the Board Memo and the Scoping Determination requires any retail, restaurant, or food and beverage uses in the IDB (1) to serve the tenants and invitees of the BMIP only, and (2) to limit additional traffic, either vehicular or pedestrian, from outside the BMIP. Following discussions with EDIC and BMPBA Board, the Proponent proposes to allow retail, restaurant, or food and beverage uses in the IDB (1) to serve the tenants and invitees of the BMIP *primarily* (rather than

exclusively), and (2) to *use commercially reasonable efforts* to limit additional traffic, either vehicular or pedestrian, from outside the BMIP. The Proponent will require any restaurant/food and beverage operator at the Project to actively market to BMIP businesses and employees. However, as a practical matter existing and future commercial tenants in the IDB cannot be entirely precluded from doing business with individuals from outside of the BMIP, as the Board Memo and Scoping Determination currently provide.

C. Analysis of Proposed Changes

The foregoing minor changes will not materially change the impacts of the Project as previously analyzed in the PNF. The PNF considered the Project’s potential impacts with respect to (1) transportation, (2) the environment (i.e., wind, shadow, daylight, solar glare, air quality, water quality/stormwater management, flood hazards, wetlands, geotechnical/groundwater impacts, solid and hazardous waste, noise, construction impacts, and wildlife habitat); (3) sustainable design and adaptability to climate change impacts; (4) urban design; (5) tidelands requirements; (6) historic and archaeological resources; and (7) water, sewer, stormwater, electrical, telecom, and gas infrastructure availability. The minor changes contemplated herein are not expected to materially alter any conclusions on the above areas of impact as provided in the PNF.

D. Summary of Review Criteria to be Considered by the Director

The Proponent has examined the Proposed Changes for potential additional impacts as required by Section 80A-6 of the Code, and considered the factors to be considered by the Director under Section 80A-6(2). The chart below summarizes this analysis:

Review Criteria to be Considered by the Director	Analysis of the Project as amended by the Proposed Changes
<i>Increase in the proposed project’s size or intensity of use.</i>	The Project will not change in size or in intensity of use; certain uses (making up a small fraction of the IDB’s total floor area) will be allowed to remain in operation longer than was originally contemplated.
<i>Generation of additional or greater impacts of the type that may be examined by the applicable review.</i>	The Proposed Changes will not materially add to or increase the project impacts studied in the PNF.
<i>Increase in traffic impacts or increase in the number of proposed parking spaces.</i>	The Proposed Changes will not materially change the expected traffic generated by the Project. The maximum number of parking spaces for the Overall Project remains the same.
<i>Change in the expected commencement of construction date, or change in the schedule of work.</i>	There is no change to the expected commencement of construction or schedule of work as a result of the Proposed Changes.
<i>Change of the project site.</i>	There has been no change to the Project site.
<i>The need for additional zoning relief.</i>	No zoning relief is required.
<i>Change in the surrounding area, when a lapse of time is the reason for the Director’s review under Section 80A-6.</i>	There has not been a lapse of time.

Based on the foregoing, the Proponent respectfully requests your confirmation that the Proposed Changes to the Project described herein do not constitute a material change to the Project, and accordingly such changes do not require any additional filings or review under Article 80B of the Code.

Feel free to contact me at (212) 652-2141 or our attorney, Matthew Kiefer, at (617) 574-6597 if you have any questions or require any additional information from us. Thank you very much for your assistance.

Yours sincerely,



Katie Scallon
Interim Property CEO
The Innovation and Design Building
Jamestown, L.P.

cc: Jacob Citrin
Matthew Kiefer, Esq.
Amy Moody McGrath, Esq.

EXHIBIT A

THE INNOVATION AND DESIGN BUILDING RETAIL FOOD AND BEVERAGE ESTABLISHMENTS

As noted in the Innovation and Design Building (IDB) Expanded Project Notification Form (EPNF) dated May 15, 2014 and the IDB Article 80 Supplemental Submission dated June 18, 2014, Jamestown, L.P. is seeking approvals to allow up to 206,388 square feet of commercial uses in the Bronstein section of the IDB complex. This commercial allocation at Bronstein would supplement the existing 140,912 square foot commercial allocation at the adjacent Boston Design Center (BDC) section of the IDB complex. This would result in a maximum of 347,300 square feet of commercial uses, equal to one quarter of the total building area in the approximately 1.4 million square foot IDB complex. New commercial uses at IDB would encompass both office and retail uses, including retail food and beverage establishments.

Jamestown proposes to supplement the existing food and beverage offerings on site in an effort to improve the amenity base for the people who work in and visit the IDB complex today, and for the additional occupants who will call IDB home upon lease up of the vacant space in the complex. It is anticipated that retail food and beverage establishments' hours of operation will generally reflect occupancy patterns of the IDB complex, with peak occupancy for employees and visitors occurring during the workweek through the dinner hours, and with some activity on the weekends as well. Jamestown does not plan to encourage destination retail uses at IDB which would generate significant additional traffic to the site during the workweek by people not otherwise visiting the Boston Marine Industrial Park (BMIP).

Jamestown's proposed near-term plans for retail food and beverage establishments at IDB include the following:

- Retain the existing, approximately 4,000 square foot Au Bon Pain café and lobby kiosk on the ground floor of the IDB complex.
- Maintain a daily rotation of food trucks on site during the weekdays as part of the City of Boston's Food Truck Program.
- Establish additional "grab-and-go" retail food and beverage outlets on the ground floor, some of which may be connected to a commissary kitchen or other industrial food production facility on site. Such grab-and-go outlets would have a focus on fresh food that can be source-verified, and may include a coffee shop. Some of these outlets may be located in small (approximately 20 foot by 8 foot) kiosks along the ground floor promenade.
- Establish one restaurant on the ground and/or second floors of the IDB complex which offers a seated dinner service. This restaurant is intended to appeal to both IDB occupants (including showroom employees, designers, and clients who frequent the BDC) and other BMIP employees, such as the dry dock workers across the street from IDB.

The following restrictions would apply to the above-referenced retail food and beverage establishments:

- One (1) retail food and beverage establishment at IDB may stay open until 11:00 PM; others must close by 7:00 PM. Weekend operation is permitted for all establishments with the same operating hour restriction.
- Retail food and beverage establishments at IDB shall actively market to BMIP businesses