

BRA APPROVAL: 7/22/99
ZC APPROVAL: 8/18/99
EFFECTIVE: 8/20/99

BOSTON REDEVELOPMENT AUTHORITY
AMENDED AND RESTATED MASTER PLAN

for

PLANNED DEVELOPMENT AREA NO. 41

BIOSQUARE I

(SOUTH END TECHNOLOGY SQUARE)

UNIVERSITY ASSOCIATES LIMITED PARTNERSHIP

July 22, 1999

Planned Development Area Master Plan ("PDA Master Plan"): Pursuant to Article 3, Section 3-1A and Article 80, Section 80C of the Boston Zoning Code (the "Code"), this PDA Master Plan constitutes a Planned Development Area Master Plan, amends and restates the Master Plan which was approved by the Boston Redevelopment Authority ("BRA") on September 26, 1991, adopted by the Zoning Commission on November 6, 1991 and approved by the Mayor on December 16, 1991 ("1991 Master Plan"), restates those provisions of the 1991 Master Plan which are not hereby amended and sets forth a statement of the development concept for the development of an approximately 6.6 acre site at 624-710 Albany Street (Urban Renewal Parcel 46B), Boston, Suffolk County, Massachusetts (the "Property" or the "Site") within a Special Purpose Overlay District Planned Development Area ("PDA"), 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 and the proposed phasing of construction of the entire development (the "BioSquare I Project"). These provisions are restated only for the convenience of reference in a single document and it is intended that the force and authority of the restated provisions continues to arise and derive from the 1991 Master Plan. This PDA Master Plan is intended to represent a new authorization and approval only insofar as it specifically amends the terms and conditions of the 1991 Master Plan. This PDA Master Plan includes refinements of the BioSquare I Project and the Site as well as other amendments required in response to the passage of time, changes in general economic conditions and area changes in the Site since the approval of the 1991 Master Plan.

This PDA Master Plan amends and restates the Development Impact Project Plan ("DIP Plan") dated September 26, 1991. The DIP requirements of Articles 26, 26A and 26B of the Code as referenced in the DIP Plan have been complied with by the Developer with the execution of the Development Impact Project Agreement dated as of September 26, 1991 ("DIP Agreement") with respect to the six Project Components on Development Parcels A, B, C, D, E and F, as defined in the DIP Agreement. The DIP Agreement fulfills the requirements of Article 80, Section 80B-7 of the Code with respect to such Project Components, which shall continue to be bound by the provisions of the DIP Agreement.

One or more PDA Development Plans and an Amended and Restated Development Plan for the BioSquare Garage ("BioSquare Garage") may be submitted either simultaneously with or subsequent to the submission of the PDA Master Plan.

Developer. University Associates Limited Partnership ("University Associates"), a Massachusetts limited partnership, the general partners of which are Boston Medical Center Corporation, a Massachusetts non-profit corporation, successor by merger to Univer Development Foundation, Inc., and the Trustees of Boston University, a Massachusetts non-profit, educational corporation, its successors and assigns.

Location and Description of Property. The Site now consists of a parcel of land containing approximately 289,544 SF (approximately 6.6 acres) located on Albany Street, Boston, Suffolk County, Massachusetts, as more particularly bounded and described in Exhibit A attached hereto and as shown on the plan entitled: "BIOSQUARE, University Associates, PDA Plan 1, MP-2, dated April 30, 1999, prepared by The Stubbins Associates Inc., Architects/Planners ("Site Plan"). Approximately 83,049 SF of the project area, which was included within the area of the 1991 Master Plan, has been excluded from the Site as a result of the delay in the conveyance of portions of the property in accordance with Chapter 762 of the Acts of 1962, as amended ("Roxbury Canal Statute"), such areas are to be included within the boundary of the proposed PDA Master Plan II, which consists of the areas referenced in the Future Development Phasing section of the 1991 Master Plan, and which represents a fulfillment of the master planning conducted by the BRA. In addition to the Site plan, the Site, the location of the buildings, parcel and building areas, pedestrian and vehicular access areas and landscape improvements are also shown on a set of drawings entitled: "BIOSQUARE, University Associates, PDA Plan 2, MP-3, dated April 30, 1999 ("PDA Plan 2") and BIOSQUARE, University Associates Master Plan, MP- 4, dated April 30, 1999 ("Master Plan") prepared by The Stubbins Associates Inc., Architects/Planners ("Project Drawings"), copies of which are attached hereto as

Exhibit B.

Statement of Development Concept. The BioSquare development concept is the creation of a major medical research and office campus for the Boston region supported in part by its location adjacent to the Boston University Medical Center. The PDA Master Plan allows for the creation of multiple development parcels in order to accommodate a phased and multi-ownership development of the Site. As set forth on the Project Drawings, the Site consists of six Development Parcels and Project Components, which are hereinafter referred to as "Proposed Projects". The development of major research uses at BioSquare in subsequent phases will reinforce Boston as a city in the forefront of bio-medical research.

Planning Objectives and Character of Development: The planning objectives for the development of the Site have as a foundation the goals of the Boston University Medical Center "to develop an integrated and coordinated program of education, research, and health for the purpose of providing and maintaining better health in contemporary society". Boston University Medical Center ("Medical Center") was founded in 1962 by the Trustees of Boston University and University Hospital, Inc. and today its member organizations include: Boston University School of Medicine, Boston University Henry M. Goldman School of Graduate Dentistry and Boston Medical Center, successor by merger of University Hospital and Boston City Hospital. The planning objectives for the development of the Site as a medical/research campus will enable the Medical Center: (i) to fulfill its goals as set forth above, (ii) to promote the development of research facilities in the South End, (iii) to provide for sufficient office areas to service the medical institutional uses within the South End area, (iv) to integrate within the medical/research

and office uses a hotel use to service the demand created by the development, (v) to provide sufficient on-site and above-grade parking suitable for the development and (vi) to provide for incidental, accessory, ancillary and auxiliary uses necessary and/or convenient for the uses on the Site.

The PDA Master Plan will allow for the creation of a major medical research campus for the establishment of research institutes and laboratories affiliated with the medical institutions in the South End and will make a significant contribution to the establishment of Boston as a city in the forefront of biomedical research. Phase I of the development includes the construction of the Center for Advanced Biomedical Research ("CABR"), the BioSquare Garage and the Evans Biomedical Research Center (formerly BioSquare Building II). Phase II of the development includes the development of two additional research/office complexes and the hotel on Parcels D, E and F.

The planning objectives of the development are consistent with the South End Urban Renewal Plan ("Urban Renewal Plan") which was adopted by the City of Boston ("City") on December 6, 1965. The Urban Renewal Plan has as one of its specific objectives the promotion of industry, commerce, and institutions in appropriate locations and the provision of appropriate sites for the necessary expansion and reorganization of medical, institutional and industrial facilities. The planning and design concept in Section 202 of the Urban Renewal Plan recognizes that there are major communities in the South End Urban Renewal Project Area: residential, industrial and medical/institutional. The Urban Renewal Plan focuses the future development of medical/institutional uses in that area of the South End between Harrison Avenue and the

Southeast Expressway, the area within which the BioSquare Site is located. Thus, the BioSquare development for medical/institutional use complies with the directives of the Urban Renewal Plan.

The planning objectives are consistent with the proposed Development Policy Plan for the South End/Lower Roxbury, which was prepared by the South End/Lower Roxbury Working Group, the BRA and the Mayor's Office. The Development Policy Plan summarizes the recommendations of the Working Group and the BRA for guiding development in the South End/Lower Roxbury area over the next 20 years. The plan established as one of its goals the creation of employment opportunities for South End residents within certain specific districts of the South End, including the BioSquare Site.

Additionally, the planning objectives are also consistent with the new neighborhood zoning, South End Neighborhood District, Article 64 of the Code, which designates the BioSquare Site as the BioSquare EDA, within which PDAs are allowed. The BioSquare EDA was established to facilitate the development of a medical/research campus in the South End, to promote the development of research facilities, to provide for sufficient office areas to service the medical institutional uses in the neighborhood and to provide support services, such as hotel and parking areas.

The character of the development will be recognized in two elements: uses and the design and dimensional elements of the Projects. Four major use elements are proposed for the Site: research/office with approximately 640,500 square feet of space, structured parking with a minimum of 1,000 parking spaces, a hotel with approximately 166,000 square feet of space and retail/commercial uses with approximately 17,300 square feet of space. The entire proposed build-out would contain approximately 1.1 million square feet of space on a site with

approximately 6.6 acres of land area for a site coverage of approximately 50 %. The Site would also accommodate additional office and retail uses which are consistent with the development of the Site as a campus for the medical institutions in the South End. Accessory, ancillary and auxiliary uses which are both incidental and integral to the BioSquare I Project include medical, institutional, retail business, service establishments, day care, retail catering, restaurants, entertainment, office, parking, recreational uses and open spaces.

An essential element in the character of the development is the provision for pedestrian plazas and open space within the campus. The pedestrian plaza involves a combination of grass and large and small trees in a geometric pattern which is coordinated with building entrances. Water features and benches are also integrated into the pedestrian plaza design and are shown on the Project Drawings attached hereto.

The Site plan capitalizes on the opportunity of providing a gateway to the South End from the new Massachusetts Avenue Connector. Pedestrian activity along Albany Street will be encouraged and stimulated through location of retail uses in each building on Albany Street as well as the location of the hotel and office entrances. The alignment of the pedestrian plaza with the existing South End Street pattern ensures that the open space and plazas conform to the existing alignment in the South End. East Concord Street is proposed to extend past the Garage planned for Parcel A to connect to the new Massachusetts Avenue Connector, and East Brookline Street will be extended-along the eastside of the hotel offering a new access point to the Site and a second entrance to the hotel. East Newton Street is continued through the Site as a pedestrian plaza and will allow for views from the South End through the Site. The contribution of

additional open space and plazas is a significant element of this Project.

Proposed Uses of the Area: In accordance with the provisions of Article 64, Section 64-29 and Article 80, Section 80C of the Code, the Proposed Projects within the Site may include the allowed and conditional uses set forth in Table B of Article 64 for Economic Development Area and the following uses, which uses, notwithstanding any classification to the contrary in Table B of Article 64, are expressly allowed within the Site. A description of the major use components is set forth below:

Health Care Uses: Health care uses include clinic and clinical laboratory.

Hotel and Conference Center Uses: Hotel and conference center uses include conference center, executive suites, hotel and motel. The second phase of the development also includes plans for an approximately 240-room hotel with 180-seat restaurant and function facilities on Parcel F. The hotel use would be compatible with the medical research buildings and office buildings and serve a need for visitors and patients to the medical institutions within the area.

Industrial Uses: Industrial uses include restricted industrial uses including incineration of garbage or organic waste.

Office Uses: Office uses include general office use and agency and professional office. Office/research use may be located within the two additional buildings adjacent to the Massachusetts Avenue Connector on Parcels D and E. Each one of the two office/research buildings would contain approximately 140,500 to 160,000 square feet of floor area.

Research and Development Uses: Research and development uses include research laboratory and product development and prototype manufacturing. The CABR on Parcel B.

contains approximately 180,000 square feet of scientific research and teaching laboratory space and is an integral part of the Medical Center. The Evans Biomedical Research Center on Parcel C contains approximately 160,000 square feet of scientific research and teaching laboratory space and is also an integral part of the Medical Center. Phase II plans, as hereinafter described, contemplate the development of additional biomedical research and/or office buildings on the Site. The Site has the potential for approximately 400,000 to 640,500 square feet of laboratory research use which evidences the potential for the area to be a major laboratory research area of Boston with appropriate parking, retail and commercial uses.

Community Uses: Community uses include day care center uses.

Restaurant Uses: Restaurant uses include restaurant and small and large take-out restaurants.

Retail Uses: Retail uses include local retail businesses. An aggregate of approximately 17,300 square feet of Retail/Commercial space is contemplated for the Garage, medical research buildings and the hotel. The retail/commercial space will be located along Albany Street and will contribute greatly to pedestrian activity and safety in the area, and will serve the needs of the local community.

Transportation Uses: Transportation uses include a proposed helicopter landing facility to be located on or adjacent to the BioSquare Site as part of the proposed PDA Master Plan II.

Vehicular Uses: Vehicular uses include parking garage, parking lot, accessory car wash/cleaning within the parking garage, and rental agency for cars. The BioSquare Garage, a 1,000-car parking garage, is planned for Parcel A on the westerly portion of the Site. The Garage

will contain approximately 303,605 square feet of floor area of which 5,400 square feet of floor area will be used for retail space with parking on seven (7) levels. The first floor of the Garage will be designed to incorporate retail/commercial space along Albany Street. Primary access to and from the Garage will be provided from the new East Concord Street Extension, which will intersect with the Massachusetts Avenue Connector in a four-way intersection with a median break, allowing right and left turns both into and out of the Site from both the east and the west.

To the extent feasible after consideration of the soil conditions of the Site, additional parking may be developed within the hotel, and other buildings to be developed on the Site. During the development of the Projects, surface parking lots will be retained on an interim basis on the undeveloped portion of the Site (but not on the Phase I pedestrian plaza/open space areas).

Open Space Uses: A landscaping and paving plan for the Site includes the creation of a pedestrian plaza which will serve to maximize views to and from the South End as well as to contribute to the boulevard character for the new Massachusetts Avenue Connector.

Landscaping will be noted for its rich vocabulary in pavers, plantings, lighting, signage and other street furniture throughout the Site. The pedestrian plaza will include a combination of grass, large and small trees in a geometric pattern which will be coordinated with building entrances. Water features and benches are also integrated into the pedestrian plaza design. Additionally, plans contemplate a planting buffer zone between the Projects and the present Massachusetts Avenue Connector, as well as additional plantings upon the relocation of the Massachusetts Avenue Connector after the depression of the Central Artery.

Accessory and Ancillary Uses: Accessory and ancillary uses include any and all uses which

are integral to the operation of the uses referenced herein and required for the development, construction and operation of the uses within the BioSquare Site.

Range of Dimensional Requirements: The dimensional elements for each of the BioSquare Project Components and the BioSquare I Project are set forth below and are subject to BRA review in accordance with the requirements of the Urban Renewal Plan and the Cooperation Agreement dated as of September 26, 1991 by and between the Developer and the BRA.

Criteria for Development – PDA Master Plan BioSquare I Project:

Parcel	Area/SF	Building	FAR	Footprint	Coverage	Height	Floors
A	56,800	303,605	5.3 *	44,153	78%	69	7
A-1	12,122	N/A	N/A	N/A	N/A	N/A	N/A
A-2	1,600	N/A	N/A	N/A	N/A	N/A	N/A
A-3	7,500	N/A	N/A	N/A	N/A	N/A	N/A
B	35,178	180,000	5.1 **	20,000	57%	144	9
C	31,872	160,000	5.0	20,000	63%	110	8
D	42,084	140,500	3.3	20,000	48%	110	8
E	40,143	160,000	4.0	20,000	50%	110	8
F	62,245	166,000	2.7	21,200	34%	100	2&9
Totals	289,544	1,110,105	3.8	145,353	50%	N/A	N/A

In accordance with the provisions of Article 64, Section 64-29.2, Table 2 and Article 80, Section 80C of the Code, the BioSquare I Project is subject to and complies with the following dimensional requirements, notwithstanding the FAR determinations for each Project Component, which is specifically allowed under this Master Plan:

<u>Dimensional Category</u>	<u>BioSquare EDA</u>	<u>BioSquare Project</u>
Maximum Floor Area Ratio	5.0	3.8
Maximum Building Height	100 and 150	100 and 144
Residential Use	N/A	N/A
Minimum Lot Size	none	N/A
Minimum Lot Width	none	N/A
Minimum Lot Frontage	none	N/A
Minimum Front Yard	none	N/A
Minimum Side Yard	none	N/A
Minimum Rear Yard	Determined through Article 80 review.	

*It is contemplated that upon the finalization of ownership of Parcel A-3, such land area shall be included within the limits of Parcel A without any further approval or action by the BRA, and that the FAR for Parcel A will then be determined to be 4.7. In the interim the FAR of 5.3 is allowed for such component provided that the FAR for the entire BioSquare I Project is not more than the FAR of 5.0 for the Site.

**Although the dimensional requirements of the underlying zoning do not apply to CABR on

Parcel B, which project was approved by the BRA in September 1991 prior to the adoption of Article 64 of the Code, the FAR of 5.1 and the building height of 144 feet are allowed for such component provided that the FAR for the entire BioSquare I Project is not more than the FAR of 5.0 for the Site.

Proposed Phasing of Construction: The Projects contemplated in the PDA Master Plan involve a building program of essentially two phases. Phase I involves the development of the CABR on Parcel B, the Evans Biomedical Research Center on Parcel C and the BioSquare Garage on Parcel A. Phase II involves the development of research/office buildings on Parcels D and E and a hotel on Parcel F. Therefore, the Project Drawings include a Site Plan which subdivides the Site into six development parcels: A, B, C, D, E and F. The construction of the CABR was completed in 1993. The construction of the Evans Biomedical Research Center commenced in 1998 and it is anticipated that the building will be completed in the Fall of 1999. Additionally, it is anticipated that the development and construction of the BioSquare Garage on Parcel A will take approximately 18 to 24 months from the start of construction, and subject to financing and approvals, it is expected to commence during the fall of 1999.

In addition to the development and construction of the CABR, the Evans Biomedical Research Center and the BioSquare Garage, additional site work involving the access road to the Garage, landscaping and plantings will be developed as well as a reconfiguration of the existing parking areas on the remaining undeveloped portion of the Site. It is estimated that the development of Parcels D, E and F for office/research buildings and the proposed hotel will occur subsequent to the development of the BioSquare Garage subject to the availability of financing,

approvals and tenant/investor interest.

Planning and development activities will be programmed so that each Project and parcel within the Site will be zoned and developed separately. It is contemplated that such parcels may either be sold or leased for development and this will necessitate the establishment of separate zoning parcels or "lots" and the creation of separate development plans for each parcel.

Development plans for all projects will be submitted to the BRA for approval.

Future Development Phasing: As referenced in the Draft Project Impact Report submitted to and accepted by the BRA in accordance with Article 31 of the Code and the 1991 Master Plan, it was contemplated that additional areas may be added to the Site upon the completion of the Central Artery Tunnel project and the relocation of the Massachusetts Avenue Connector, including the adjacent parcel at 600 Albany Street, which is owned by the Developer. Such adjacent parcel, the area excluded from the 1991 BioSquare Master plan (exclusive of the area of Parcel A-3), and any additional areas resulting from the relocation of the Massachusetts Avenue connector and to be conveyed to Developer by the BRA pursuant to the Roxbury Canal Statute are to be incorporated into the PDA Master Plan II for BioSquare II, which is to be filed with the BRA subsequent to the filing of this PDA Master Plan.

Projected Number of Employees: It is anticipated that the Project will generate approximately 2,600 construction jobs over the entire life of the Project. With respect to permanent jobs, based upon the current development planning, approximately 2,275 jobs will be created.

Proposed Traffic Circulation: The former use of the Site as a parking lot generated traffic from Albany Street and Massachusetts Avenue to two main parking lots within the Site. With the development of the Site as six separate development parcels, traffic circulation will be limited to a perimeter service loop road connected to Albany Street. Additionally, it is contemplated that parking may be constructed below one or more of the office buildings and hotel with entrances off the perimeter service road and/or Albany Street. Additional plans call for the connection of an extension of East Concord Street to a four-way intersection with the proposed new Massachusetts Avenue Connector. Restrictions would be established limiting vehicular accessibility to East Concord Street and Albany Street from the Massachusetts Avenue Connector. The East Concord Street Extension will be two way between the Massachusetts Avenue Connector and the Garage entrance, but one-way northbound between the Garage entrance and Albany Street to prevent cut-through traffic from using East Concord Street to access the Massachusetts Avenue Connector. Garage traffic may exit to Albany Street on the East Concord Street Extension. Limited southbound access will be allowed on this segment of the street, however, to enable employees of the Massachusetts Medical Examiner's Building to access the angle parking spaces provided on the west side of East Concord Street. The access restriction will be indicated through signing at the corner of the East Concord Extension and Albany Street.

Traffic circulation within the Site would be limited to the perimeter service road for delivery and emergency vehicles and general vehicular traffic would not be permitted. The Developer and the City of Boston Transportation Department have executed a Transportation

Access Plan Agreement ("TAPA") dated December, 1993 which outlines specific strategies such as roadway and traffic control improvements, traffic demand management, public transportation, parking management, loading, pedestrian improvements and construction traffic management. The goal of the TAPA is to create a comprehensive and realistic plan that is sensitive to the needs of those likely to be affected by the Project, including the construction activities. construction activities will be coordinated with the reconstruction of the Central Artery.

With respect to pedestrian circulation, a Pedestrian Circulation Plan is included within the PDA Plans attached hereto as Exhibit B. Such Plan shows proposed pathways and pedestrian areas not only within the Site, but also along Albany Street and various points within the Medical Center Campus.

Parking and Loading Requirements: Project plans call for the construction of a 1,000 car parking Garage on Parcel A. To the extent feasible after consideration of the soil conditions of the Site, additional parking may be developed within the hotel and other buildings to be developed on the Site. Parking is available for Project users on land of the Site, but additional spaces may be incorporated into the approval. During the construction of the Projects, surface parking lots will be retained on an interim basis on the undeveloped portion of the Site and such parking will be made available to the Medical Center.

The loading areas for the Project will consist of five- (5) off-street loading facilities as shown on the Site Plan. These loading areas would serve from 8 to 13 delivery vehicles at a time depending upon the size of the vehicle. Proposed loading areas would be located at ground level and all loading activity would be off-street. Specific elements of the loading bays and the number

and size of each would be described in the Development Plan for each Project.

Access to Public Transportation: With the relocation of the Orange Line to the Southwest Corridor, the availability of rapid transit service to the Project area has been reduced, although the MBTA has instituted bus service along Albany Street. The Project contemplates as a mitigation procedure under the Draft Environmental Impact Report the evaluation of an expansion of bus service between the Red and Orange Lines via Melnea Cass Boulevard. Additionally, the Developer intends to coordinate with the MBTA in the promotion of public transportation together with carpools, vanpools and the caravan system. The City has recently proposed a development of a new rapid transit line within the area and the Developer will work closely with the Department of Transportation and the BRA in this regard. The Developer has also entered into an Inter-institutional Transportation Management Association ("ITMA") Agreement which has as its specific objective: the implementation of measures that minimize automobile use to and from the area. The ITMA will seek to accomplish this objective by: promoting the concept of ride sharing through project marketing efforts, implementing a computerized ride share program, establishing a public awareness program on transportation options, establishing a preferential parking program for carpools and vanpools, sponsoring a semi annual transportation awareness day, promoting bicycle transportation and encouraging employers to implement alternative work schedules and to promote increase usage of public transportation services.

Proposed Dimensions of Structures: The dimension of the structures, including elevations, layout drawings and exterior building designs are shown on the PDA Plans attached hereto as Exhibit B.

Public Benefits: The Project will provide substantial public benefits to the City of Boston and the surrounding neighborhood. Not only will the Project provide direct benefits due to the development, construction and occupancy of the Project, but also the Project will insure continuation and strengthening of existing public benefits to the City and the neighborhood from the operation of the Boston Medical Center. This Project is unique in the extent of public benefits in that it will ensure the continuation, strengthening and expansion of existing medical research institutions in the area. This Project will generate both direct and indirect economic benefits and directly affect the economic issues of jobs, health care, and education, which are of great importance to the City in the 1990's and the next century. These benefits are wide ranging and comprehensive and are directed to City of Boston residents, school children, and those in need of medical care. The additional benefits resulting from the Project will include a unique educational and occupational opportunity for graduates of Boston high schools in biomedical research programs and the clinical sciences of Boston University School of Medicine. The opportunity provides an opening for City of Boston residents and their children to make a contribution to the advancement of medical research in the City and to strengthen the economic fabric of the South End and the medical and institutional community.

In addition to these long-term and substantial benefits from the Project and its sponsors, the Project will also provide transportation alternatives in the South End by the establishment of the ITMA and the establishment of a maintenance program for Franklin Square, Blackstone Square and Worcester Square parks in conjunction with the Boston Parks Department. Based upon the 1991 DIP Agreement, the Projects are expected to generate approximately \$ 725,300 in

Jobs Linkage, \$ 3,626,500 in Housing Linkage and significant contributions to the city in the form of taxes and PILOT. It is anticipated that the Project will generate approximately 2,600 construction jobs over the entire life of the Project. With respect to permanent jobs, based upon the current development planning, approximately 2,275 jobs will be created.

In fulfillment of the objectives of Article 64, Section 64-31 and meeting the requirements of Section 80C-4, the PDA Master Plan provides for: (a) the diversification and expansion of Boston's economy and job opportunities through economic activity and private investment in research and development; (b) the provision of Affordable Housing available to South End and Boston residents pursuant to the DIP Agreement dated September 26, 1991; and (c) improvements to the aesthetic character of the development site and its surroundings, which includes the provision of open space connections, street trees and other improvements that enhance open space, the improvement of the urban design characteristics of the site and its surroundings, and the creation of new open space.

In summation, the PDA Master Plan will provide for the continuation and enhancement of numerous public benefits from the Projects and from the sponsors of the Projects through the continuation of the medical research and institutional uses in the South End and the strengthening of such uses.

Article 80 and Development Review Procedures: The approval of the PDA Master Plan is exempt from Article 80 Large Project Review in accordance with the provisions of Article 80, Section 80-5.3. Pursuant to the acceptance by the BRA on May 11, 1992 of the FPIR, dated as of November 1991 and submitted in accordance with the requirements of Article 31, the Proposed Projects on

Parcels A, B, C, D, E and F are exempt from the provisions of Article 80 Large Project Review in accordance with Section 80-5.3, provided that any such Proposed Project is in substantial compliance with the use and dimensional requirements of the PDA Master Plan. Upon request of the Developer the Director of the BRA shall issue a confirming certification in accordance with Section 80-5.3(a). To the extent that a Proposed Project on Parcels A, C, D, E and F does not substantially comply with the use and dimensional requirements of the PDA Master Plan, such Proposed Projects shall be subject to Article 80 Large Project Review or any successor development review zoning requirement, provided that such review is limited to the specific area of substantial change from the PDA Master Plan.

To the extent that a Proposed Project complies with the provisions of the PDA Master Plan and to the extent that the underlying zoning requirements of the district have been addressed either in the PDA Master Plan or in the Development Plan for a Proposed Project, then such Proposed Project shall be deemed to comply with the underlying zoning requirements for the district, and upon request by the Developer and pursuant to Article 80C of the Code, the Director of the BRA shall issue a Certification of Consistency under PDA Review pursuant to Section 80C-8 of the Code confirming that such Proposed Project shall be deemed to be in compliance with the underlying zoning requirements.

All design plans for the Project are subject to on-going development review and approval of the BRA. Such review is to be conducted in accordance with Article 80 of the Code and the BRA Development Review Procedure, dated 1985, revised 1986, in the form attached to the Cooperation Agreement dated as of September 26, 1991, as defined and modified by such Cooperation Agreement.

LIST OF EXHIBITS

to

BOSTON REDEVELOPMENT AUTHORITY
AMENDED AND RESTATED MASTER PLAN

for

PLANNED DEVELOPMENT AREA NO. 41

BIOSQUARE I

(SOUTH END TECHNOLOGY SQUARE)

UNIVERSITY ASSOCIATES LIMITED PARTNERSHIP

Exhibit A Site Plan and Description

Exhibit B Set of Illustrative Project Drawings entitled: "BioSquare University Associates,
PDA Plan 1 MP-2, PDA Plan 2 MP-3, Master Plan MP-4, dated April 30, 1999,
prepared by The Stubbins Associates, Inc.

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A certain parcel of land in Boston, Suffolk County, Massachusetts, shown on a plan entitled: "BIOSQUARE, University Associates, PDA Plan 1, MP-2, dated April 30, 1999, prepared by The Stubbins Associates Inc., Architects/Planners ("Site Plan") to be recorded with the Boston Redevelopment Authority for Amended and Restated Master Plan for Planned Development Area No 41 pursuant to Article 3, Section 3-1A and Article 80C of the Boston Zoning Code, and bounded and described according to said plan as follows:

Starting at the westerly projection of the East Concord Street curb line:

Northeasterly	along Albany Street approximately 1,000 feet;
Southeasterly	305 feet;
Southwesterly	1,000 feet;
Northwesterly	275 feet to point of beginning.

Said PDA area contains approximately 6.6 acres (289,544 square feet approximately).

EXHIBIT B

Set of illustrative project drawings entitled:

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BIOSQUARE I

SITE DESCRIPTION

A certain parcel of land in Boston, Suffolk County, Massachusetts, shown on a plan entitled: "BIOSQUARE, University Associates, PDA Plan 1, MP-2, dated April 30, 1999, prepared by The Stubbins Associates Inc., Architects/Planners ("Site Plan") to be recorded with the Boston Redevelopment Authority for Amended and Restated Master Plan for Planned Development Area No 41 pursuant to Article 3, Section 3-1A and Article 80C of the Boston Zoning Code, and bounded and described according to said plan as follows:

Starting at the westerly projection of the East Concord Street curb line:

Northeasterly	along Albany Street approximately 1,000 feet;
Southeasterly	305 feet;
Southwesterly	1,000 feet;
Northwesterly	275 feet to point of beginning.

Said PDA area contains approximately 6.6 acres (289,544 square feet approximately).

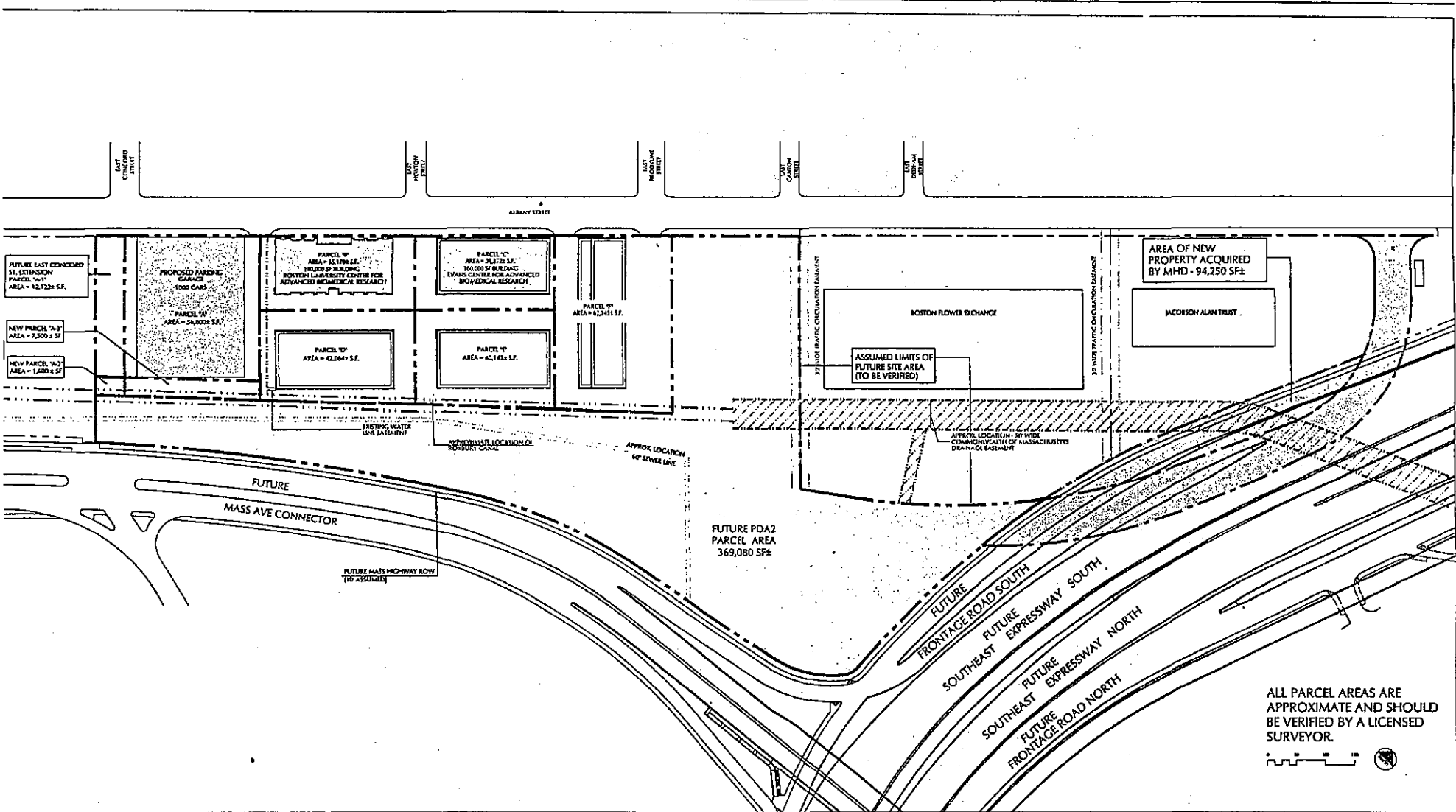
EXHIBIT B

Set of illustrative project drawings entitled:

BIOSQUARE, University Associates, PDA Plan 1, MP-2, dated April 30, 1999, prepared by The Stubbins Associates Inc., Architects/Planners ("Site Plan");

BIOSQUARE, University Associates, PDA Plan 2, MP-3, dated April 30, 1999 prepared by The Stubbins Associates Inc., Architects/Planners ("PDA Plan 2");

BIOSQUARE, University Associates Master Plan, MP- 4, dated April 30, 1999 prepared by The Stubbins Associates Inc., Architects/Planners ("Master Plan").



FUTURE EAST CONCORD ST. EXTENSION
PARCEL 1A-1
AREA = 12,122± SF.

NEW PARCEL 1A-2
AREA = 7,500 ± SF

NEW PARCEL 1A-3
AREA = 1,000 ± SF

PROPOSED PARKING GARAGE
1000 CARS
PARCEL 1A
AREA = 24,000± SF.

PARCEL 1B
AREA = 12,194± S.F.
100,000 SF BUILDING
NORTHERN LIGHTS SOUTH CENTER FOR
ADVANCED BIOMEDICAL RESEARCH

PARCEL 1D
AREA = 42,864± S.F.

PARCEL 1C
AREA = 31,725± S.F.
150,000 SF BUILDING
EVANS CENTER FOR ADVANCED
BIOMEDICAL RESEARCH

PARCEL 1E
AREA = 40,143± S.F.

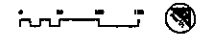
PARCEL 1F
AREA = 42,241± S.F.

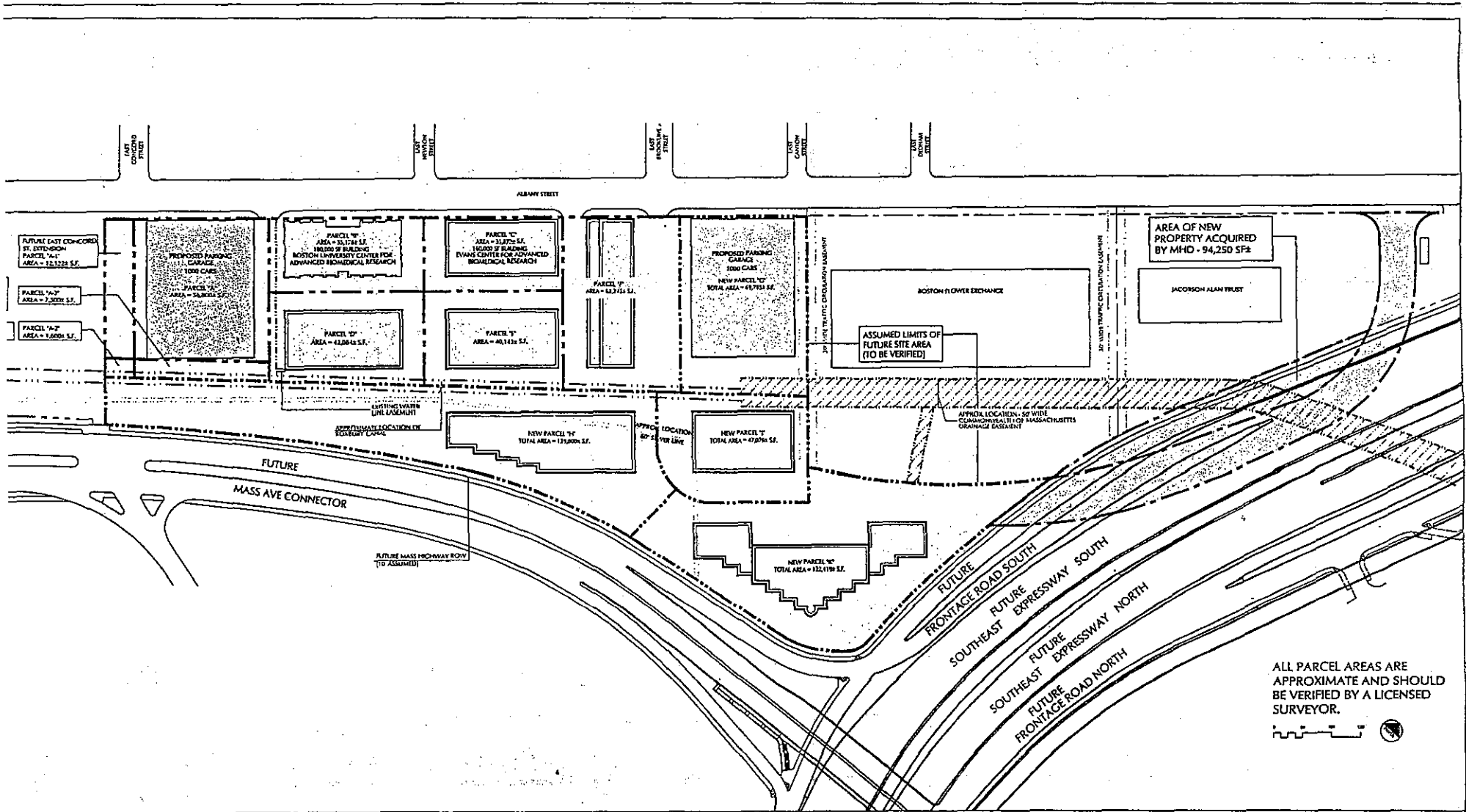
BOSTON FLOWER EXCHANGE
ASSUMED LIMITS OF
FUTURE SITE AREA
(TO BE VERIFIED)

AREA OF NEW
PROPERTY ACQUIRED
BY MHD - 94,250 SF±
JACOBSON ALAN TRUST

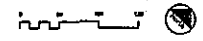
FUTURE PDA2
PARCEL AREA
369,080 SF±

ALL PARCEL AREAS ARE
APPROXIMATE AND SHOULD
BE VERIFIED BY A LICENSED
SURVEYOR.





ALL PARCEL AREAS ARE APPROXIMATE AND SHOULD BE VERIFIED BY A LICENSED SURVEYOR.



BRA APPROVAL: 7/22/99
ZIC APPROVAL: 8/18/99
EFFECTIVE: 8/30/99

BOSTON REDEVELOPMENT AUTHORITY
AMENDED AND RESTATED DEVELOPMENT PLAN

for

BIO SQUARE GARAGE

within

PLANNED DEVELOPMENT AREA NO. 41

BIOSQUARE I

(SOUTH END TECHNOLOGY SQUARE)

University Associates Limited Partnership, Developer

July 22, 1999

Development Plan: Pursuant to Article 3, Section 3-1A and Article 80, Section 80C of the Boston Zoning Code (the "Code"), this amended and restated development plan sets forth information on the development of the project at 710 Albany Street ("Project"), including the proposed location and appearance of the structure, the proposed uses of the Project, the proposed dimensions of the structure, the proposed density, the proposed parking and loading facilities, access to public transportation and other major elements of the Project (the "Amended and Restated Development Plan "). This Amended and Restated Development Plan amends and restates the Development Plan for Technology Square Garage approved by the Boston Redevelopment Authority ("BRA") on September 26, 1991 and the Zoning Commission of the City of Boston on November 6, 1991. The Amended and Restated Development Plan furthers the plan for the development of BioSquare as initially detailed in the Planned Development Area Master Plan and Development Impact Project Plan for 624-710 Albany Street dated September

1991, as most recently updated and amended by the Amended and Restated Master Plan for Planned Development Area No. 41 ("PDA Master Plan") filed with the BRA. As referenced in the PDA Master Plan, two or more development plans for projects within the PDA Master Plan would be submitted to the BRA for approval.

Site: The Project will be constructed on that certain parcel of land now shown as Parcel A containing approximately 56,800 square feet (1.3 acres) and located at 710 Albany Street, Boston, Suffolk County, Massachusetts, as more particularly bounded and described on Exhibit A attached hereto ("Site"). It is contemplated that upon the finalization of ownership of Parcel A-3 as shown on the PDA Master Plan, such land area shall be included within the limits of Parcel A without any further approval or action by the BRA. The Site is also shown on the plan entitled "Plan of land for University Associates in Boston, (South End District) Suffolk County Massachusetts" prepared by Bryant Associates, Inc. scale 1"=40', dated April 2, 1999 ("Site Plan") and included with the plans for the Project entitled: "University Associates Boston Medical Center Parking Facility" prepared by Cannon, dated April 19, 1999 ("Project Plans"). A list of the Project Plans is attached hereto as Exhibit B.

Proposed Location and Appearance of Structure: The Project consists of a seven-(7) level parking garage designed for self-park off-street parking. The building contains approximately 5,400 square feet of retail use on the ground level fronting on Albany Street within a building footprint of approximately 44,152 square-feet. The building has a total of approximately 303,605 square feet of gross floor area, of which only approximately 5,400 square feet is dedicated for retail activity. The building has an elevation at level 7 of approximately 80 feet. Of the seven

levels of parking, there are approximately 156 parking spaces on each parking level with the exception of the first level on which there are approximately 86 parking spaces, and the seventh (roof) level on which there are approximately 134 parking spaces. Plans also include an open landscaped area along the edge of the property facing the Massachusetts Avenue Connector. The location of the Project's retail area is aligned with the retail areas in the Center for Advanced Biomedical Research and the Evans Biomedical Research Center (formerly known as BioSquare Building II) on Albany Street. The retail area is programmed to serve the needs of the Project as well as those of the medical complex and the neighborhood.

The Project will be used by Boston Medical Center ("BMC"), the new Ambulatory Care Center at BMC, the Center for Advanced Biomedical Research, the Evans Biomedical Research Center as well as other proposed users of the BioSquare development including the proposed hotel. Since site conditions prevented the inclusion of parking within the Center for Advanced Biomedical Research and the Evans Biomedical Research Center, and may prevent parking within other buildings in the BioSquare development, the Project will provide parking as an accessory use and/or ancillary use to all buildings in the BioSquare development.

The appearance of the Project is shown on the attached Project Plans, which contain elevations and a detailed rendering of the exterior materials of the structure. The Project is to be a hybrid structural design comprised of steel columns and pre-cast concrete structural tees making up the horizontal deck and structure. The exterior walls of the Project are to be constructed of pre-cast concrete panels with several design components that include a warm buff border with panel insets of horizontally scored rows of a brick red color. Other panels will have the same border with inset panels of slightly darker warm buff color of exposed aggregate. Additional false

columns, to add verticality to the horizontal appearance of the garage, will be of an as-yet-undetermined material, possibly GFRC (glass fiber reinforced concrete).

There will be a retail area of approximately 5,400 square feet on the ground floor side at the Albany Street façade. Fronting the retail space will be a brick sidewalk with a number of trees set in grates. The Albany Street retail façade will have architectural awnings above the aluminum and glass storefront. The garage parking office will be located in the retail area.

There are two stair towers. The stair and elevator tower will be topped-off with a clock tower of pre-cast concrete. The stair towers' pre-cast panels will have scored, brick-red rows, running vertically with the warm buff bands around the panels' perimeters.

The building has been designed in keeping with the requirements of a garage facility, yet sensitive to the form and materials of the surrounding South End and institutional area. Elevations, floor plans and specific design elements of the building are subject to further design, environmental and other development review by the BRA and other governmental agencies, and thus there may be further refinements.

Open Spaces and Landscaping: A landscaping and paving plan for the Project includes the sidewalk area on Albany Street and the creation of a portion of the pedestrian plaza which is referenced in the plans filed with the PDA Master Plan. Landscaping will be noted for its rich vocabulary in pavers, plantings, lighting, signage and other street furniture. The pedestrian plaza will include a combination of grass, large and small trees in a geometric pattern which will be coordinated with the building entrance. The specific area of landscaping for the Project is shown on the Project Plans.

Proposed Uses of the Project: In accordance with the provisions of Article 64, Section 64-29 and Article 80, Section 80C of the Code, the Project may include the allowed and conditional uses set forth in Table B of Article 64 for Economic Development Area, and notwithstanding any classification to the contrary in Table B of Article 64, such uses are expressly allowed within the Site. A description of the major use components is set forth below:

Restaurant Uses: Restaurant uses include restaurant and small and large take-out restaurants.

Retail Uses: Retail uses include local retail businesses. An aggregate of approximately 5,400 square feet of retail/commercial space is contemplated for the Garage. The retail/commercial space will be located along Albany Street and will contribute greatly to pedestrian activity and safety in the area, and will serve the needs of the medical complex and the neighborhood.

Transportation Uses: Transportation uses include a proposed helicopter landing facility to be located adjacent to the Site in connection with BioSquare PDA II.

Vehicular Uses: Vehicular uses include parking garage, parking lot, accessory car wash/cleaning within the parking garage, and rental agency for cars.

Open Space Uses: A landscaping and paving plan for the Site will serve to maximize views to and from the South End as well as to contribute to the boulevard character for the new Massachusetts Avenue Connector. Landscaping will be noted for its rich vocabulary in pavers, plantings, lighting, signage and other street furniture throughout the Site.

Accessory and Ancillary Uses: Accessory and ancillary uses include any and all uses which are integral to the operation of the uses referenced herein and required for the development, construction and operation of the uses within the Garage Site.

Proposed Dimensions of Structure: The Project will be located on Parcel A containing approximately 56,800 square feet of site area. The building will have a footprint of approximately 44,152 SF and will be set back from Albany Street approximately 15 feet. The Project data and approximate dimensions are as follows:

Height 80'

Lot Area: 56,800 SF

FAR 5.3 (303,605 SF)

FLOOR AREAS AND FAR

Level	Gross Office Square Feet	Gross Retail Square Feet	Gross Parking Square Feet	F.A.R. Square Feet
G	0	5,400	38,752	44,152
2	0	0	44,152	44,152
3	0	0	44,152	44,152
4	0	0	44,152	44,152
5	0	0	44,152	44,152
6	0	0	44,152	44,152
7	0	0	38,687	38,687
<i>TOTAL</i>	<i>0 SF</i>	<i>5,400 SF</i>	<i>298,205</i>	<i>303,605*</i>

*Gross Floor Area pursuant to the Code is 303,605.

*It is contemplated that upon the finalization of ownership of Parcel A-3, such land area shall be included within the limits of Parcel A without any further approval or action by the BRA, and that the FAR for Parcel A will then be determined to be 4.7. In the interim the FAR of 5.3 is allowed

for such component provided that the FAR for the entire BioSquare I Project is not more than the FAR of 5.0.

Proposed Density and Zoning: The Project Site is presently situated within the Master Plan PDA, a PDA district within the South End Neighborhood District BioSquare EDA, a zoning district established by the Zoning Commission with the approval of Article 64 of the Code on December 16, 1998. Pursuant to Section 64-28 of the Code and Zoning Map 1P, the Project Site is situated within the BioSquare EDA, an area within which PDAs are permitted. Retail, restaurant and commercial uses are allowed with an EDA district, while parking uses are generally conditional uses. The provision of a parking use within the Project is required to serve the needs of the Boston Medical Center ("BMC"), the new Ambulatory Care Center at BMC, the Center for Advanced Biomedical Research, the Evans Biomedical Research Center as well as other proposed users of the BioSquare development including the proposed hotel on the northern end of the Master Plan PDA.

Additionally, the Amended and Restated Development Plan addresses the existing traffic conditions and impacts as well as proposed transportation management and mitigation measures to be undertaken by the Developer. Therefore, based upon the foregoing, the Amended and Restated Development Plan herein expressly modifies the garage/parking use limitations contained in Table B of Article 64 in accordance with and pursuant to the provisions of Section 64-29.1 of the Code and the limitations imposed by the Code on garage/parking uses within the Restricted Parking District.

In accordance with the provisions of Article 64, Section 64-29.2, Table 2 and Article 80, Section 80C of the Code, the Project is subject to and complies with the following dimensional

requirements, notwithstanding the present FAR determination for the Garage:

<u>Dimensional Category</u>	<u>BioSquare EDA</u>	<u>Garage Project</u>
Maximum Floor Area Ratio	5.0	5.3*
Maximum Building Height	100	80
Residential Use	N/A	N/A
Minimum Lot Size	none	N/A
Minimum Lot Width	none	N/A
Minimum Lot Frontage	none	N/A
Minimum Front Yard	none	N/A
Minimum Side Yard	none	N/A
Minimum Rear Yard	Determined through Article 80 review.	

*It is contemplated that upon the finalization of ownership of Parcel A-3, such land area shall be included within the limits of Parcel A without any further approval or action by the BRA, and that the FAR for Parcel A will then be determined to be 4.7. In the interim the FAR of 5.3 is allowed for such component provided that the FAR for the entire BioSquare I Project is not more than the FAR of 5.0 for the Site.

In addition to addressing the above-referenced zoning provisions, the Project is also subject to Article 80 of the Code. Pursuant to Section 80-5.5(a) and (b), the Proposed Project is exempt from further review under Article 80 for reason that the Proposed Project was subject to a complete Article 31 (predecessor to Article 80) review conducted jointly by the BRA and MEPA, as well as the approval in 1991 of the PDA Master Plan and 1991 Development Plan for the garage.

Projected Number of Employees: It is anticipated that the Project will generate approximately 150-200 construction jobs. With respect to permanent jobs, based upon the current development scheme, approximately 50 jobs will be created.

Proposed Traffic Circulation: The present use of the Site as a parking lot generates traffic from Albany Street and Massachusetts Avenue to two main parking lots within the Site. Albany Street will continue to be the main access road to the Project, until the completion of the Central Artery Project. As set forth in the Master Plan PDA, the access road from Albany Street to the Project will be extended to the new Massachusetts Avenue connector upon completion of the Central Artery Project.

Primary access to and from the 1,000 car garage will be provided from the new East Concord Street Extension, which will intersect with the Massachusetts Avenue Connector in a four-way intersection with a median break, allowing right and left turns both into and out of the site from both the east and the west. The East Concord Street Extension will be two way between the Massachusetts Avenue Connector and the garage entrance, but one-way northbound between the garage entrance and Albany Street to prevent cut-through traffic from using East Concord Street to access the Massachusetts Avenue Connector. Garage traffic can exit to Albany Street on the East Concord Street Extension, however. Limited southbound access will be allowed on this segment of the street, however, to enable employees of the Massachusetts Medical Examiner's Building to access the angle parking spaces provided on the west side of East Concord Street. The access restriction will be indicated through signing at the corner of the East Concord Extension and Albany Street.

Secondary access to and from the garage will be provided by a second entrance/exit on the east side of the garage. This entrance will serve all vehicles seeking to enter the garage from Albany Street and those vehicles wishing to exit toward Albany Street to the east. Vehicles wishing to travel west on Albany Street from the garage will be more likely to use the East Concord Street Extension exit.

Parking and Loading Requirements: Pursuant to the provisions of the Code, garage use is exempt from parking and loading requirements and the retail area is below the floor area requirements for off-street loading. However, parking for the retail stores will be provided for in the Project. As set forth herein, the Project is required to serve the needs of the Boston Medical Center ("BMC"), the new Ambulatory Care Center at BMC, the Center for Advanced Biomedical Research, the Evans Biomedical Research Center as well as other proposed users of the BioSquare development including the proposed hotel.

Access to Public Transportation: With the relocation of the Orange Line to the Southwest Corridor, the availability of rapid transit service to the Project area has been reduced, although the MBTA has instituted bus service along Albany Street. The Project contemplates as a mitigation procedure under the Draft Environmental Impact Report the evaluation of an expansion of bus service between the Red and Orange Lines via Melnea Cass Boulevard. Additionally, the Developer intends to coordinate with the MBTA in the promotion of public transportation together with carpools, vanpools and the caravan system. The City has recently proposed a development of a new rapid transit line within the area and the Developer will work closely with the Department of Transportation and the BRA in this regard. The Developer has also entered

into an Inter-institutional Transportation Management Association ("ITMA") Agreement which has as its specific objective: the implementation of measures that minimize automobile use to and from the area. The ITMA will seek to accomplish this objective by: promoting the concept of ride sharing through project marketing efforts, implementing a computerized ride share program, establishing a public awareness program on transportation options, establishing a preferential parking program for carpools and vanpools, sponsoring a semi annual transportation awareness day, promoting bicycle transportation and encouraging employers to implement alternative work schedules and to promote increase usage of public transportation services.

Public Benefits: The Project as part of the PDA Master Plan will provide substantial public benefits to the City of Boston and the surrounding neighborhood. Not only will the Project provide direct benefits due to the development, construction and occupancy of the Project, but also the Project will insure continuation and strengthening of existing public benefits to the City and the neighborhood from the operation of the Medical Center. This Project is unique in the extent of public benefits in that it will ensure the continuation, strengthening and expansion of existing medical research institutions in the area. The extent of the community and public benefits is enumerated in the Master Plan PDA. The Project is subject to the Development Impact Project Agreement entered into by the Developer and the BRA.

In fulfillment of the objectives of Article 64, Section 64-31 and meeting the requirements of Section 80C-4, the Amended and Restated Development Plan provides for: (a) the diversification and expansion of Boston's economy and job opportunities through economic activity and private investment in research and development; (b) the provision of Affordable Housing available to South End and Boston residents pursuant to the DIP Agreement dated

September 26, 1991; and (c) improvements to the aesthetic character of the development site and its surroundings, which includes the provision of open space connections, street trees and other improvements that enhance open space, the improvement of the urban design characteristics of the site and its surroundings, and the creation of new open space.

Article 80 and Development Review Procedures: The approval of the Amended and Restated Development Plan is exempt from Article 80 Large Project Review in accordance with the provisions of Article 80, Section 80-5.3, as a result of the acceptance by the BRA on May 11, 1992 of the FPIR, dated as of November 1991 and submitted in accordance with the requirements of Article 31 of the Code. Upon request of the Developer the Director of the BRA shall issue a confirming certification in accordance with Section 80-5.3(a).

To the extent that the Project complies with the provisions of the PDA Master Plan and to the extent that the underlying zoning requirements of the district have been addressed either in the PDA Master Plan or in this Amended and Restated Development Plan, then the Project shall be deemed to comply with the underlying zoning requirements for the district, and upon request by the Developer and pursuant to Article 80C of the Code, the Director of the BRA shall issue a Certification of Consistency under PDA Review pursuant to Section 80C-8 of the Code confirming that the Project shall be deemed to be in compliance with the underlying zoning requirements.

All design plans for the Project are subject to on-going development review and approval of the BRA. Such review is to be conducted in accordance with Article 80 of the Code and the BRA Development Review Procedure, dated 1985, revised 1986, in the form attached to the Cooperation Agreement dated as of September 26, 1991, as defined and modified by such Cooperation Agreement.

LIST OF EXHIBITS

to

AMENDED AND RESTATED DEVELOPMENT PLAN

For

BIOSQUARE GARAGE

Exhibit A "Plan of land for University Associates in Boston, (South End District) Suffolk County Massachusetts" prepared by Bryant Associates, Inc. scale 1"=40', dated April 2, 1999 ("Site Plan"), Site Description

Exhibit B List of Project Plans entitled: "University Associates Boston Medical Center

EXHIBIT A

BIO SQUARE GARAGE

within

PLANNED DEVELOPMENT AREA NO. 41

BIOSQUARE I

SITE DESCRIPTION

A certain parcel of land in Boston, Suffolk County, Massachusetts, shown on a plan entitled: "Plan of land for University Associates in Boston, (South End District) Suffolk County Massachusetts" prepared by Bryant Associates, Inc. scale 1"=40', dated April 2, 1999 ("Site Plan"), and bounded and described according to said plan as follows:

Starting at the westerly projection of the East Concord Street curb line:

Northeasterly	along Albany Street approximately 230.50 feet;
Southeasterly	249.70 feet;
Southwesterly	230.61 feet;
Northwesterly	243.15 feet to point of beginning.

Said Parcel A contains approximately 56,800 square feet.

EXHIBIT B

BIO SQUARE GARAGE

within

PLANNED DEVELOPMENT AREA NO. 41

BIOSQUARE I

PLANS DESCRIPTION

<u>NUMBER</u>	<u>DESCRIPTION</u>
A101	GROUND FLOOR PLAN
A102	LEVEL 2-3 FLOOR PLAN
A103	LEVEL 4-6 FLOOR PLAN
A104	ROOF PLAN
A301	NORTH ELEVATION / EAST ELEVATION
A302	SOUTH ELEVATION / WEST ELEVATION
A303	BUILDING SECTIONS

EXHIBIT A

BIO SQUARE GARAGE

within

PLANNED DEVELOPMENT AREA NO. 41

BIOSQUARE I

SITE DESCRIPTION

A certain parcel of land in Boston, Suffolk County, Massachusetts, shown on a plan entitled: "Plan of land for University Associates in Boston, (South End District) Suffolk County Massachusetts" prepared by Bryant Associates, Inc. scale 1"=40', dated April 2, 1999 ("Site Plan"), and bounded and described according to said plan as follows:

Starting at the westerly projection of the East Concord Street curb line:

Northeasterly along Albany Street approximately 230.50 feet;

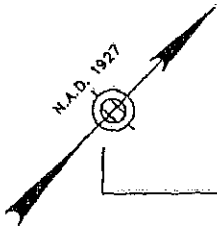
Southeasterly 249.70 feet;

Southwesterly 230.61 feet;

Northwesterly 243.15 feet to point of beginning.

Said Parcel A contains approximately 56,800 square feet.

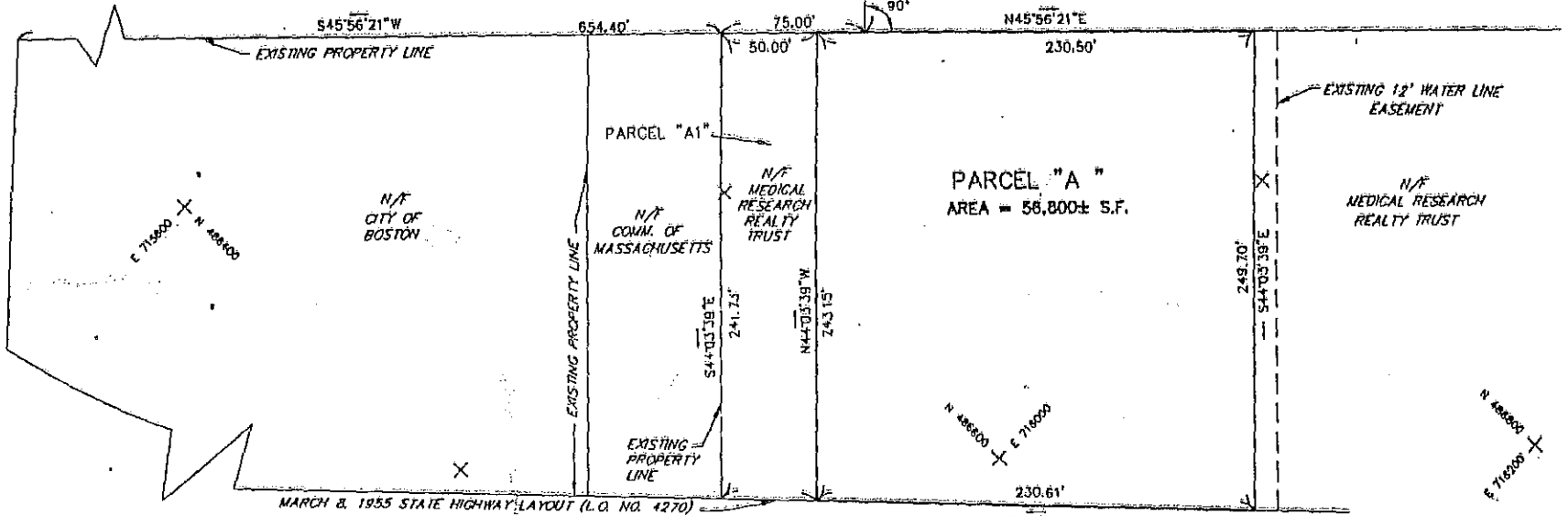
FOR REVIEW



MASSACHUSETTS AVENUE

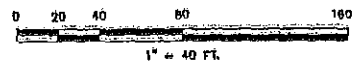
EAST CONCORD STREET

ALBANY (PUBLIC - 80' WDE) STREET



MARCH 8, 1955 STATE HIGHWAY LAYOUT (L.O. NO. 4270)
MASSACHUSETTS AVENUE INTERCHANGE

PRINTED
APR 7 1990
BRYANT ASSOCIATES, INC.



RESERVED FOR REGISTRY USE

REFERENCES:
 PLAN ENTITLED "MORTGAGE AND SUBDIVISION PLAN, FOR UNIVERSITY ASSOCIATES, BOSTON, MASSACHUSETTS, (SOUTH END DISTRICT)"-- PREPARED BY BRYANT ASSOCIATES, INC. DATED DEC. 9, 1991" SUFFOLK REGISTRY OF DEEDS BOOK 17380 PAGE 338

PLAN ENTITLED "WATER LINE EASEMENT PLAN, FOR UNIVERSITY ASSOCIATES, BOSTON, MASSACHUSETTS, (SOUTH END DISTRICT)"-- PREPARED BY BRYANT ASSOCIATES, INC. DATED MAY 12, 1991" SUFFOLK REGISTRY OF DEEDS BOOK _____ PAGE _____

- NOTES:
 1. EXISTING IMPROVEMENTS NOT SHOWN
 2. EXISTING EASEMENTS ON LOCUS, IF ANY NOT SHOWN.

I CERTIFY TO THE BEST OF MY PROFESSIONAL KNOWLEDGE AND BELIEF THAT THE PROPERTY LINES SHOWN ON THIS PLAN ARE THE LINES DIVIDING EXISTING OWNERSHIPS AND THAT THE LINES OF THE STREETS AND WAYS SHOWN ARE THOSE OF PUBLIC OR PRIVATE STREETS AND WAYS ALREADY ESTABLISHED AND THAT NO NEW LINES FOR DIVISION OF EXISTING OWNERSHIP OR FOR NEW WAYS ARE SHOWN. THIS CERTIFICATION IS INTENDED TO MEET REGISTRY OF DEEDS REQUIREMENTS AND IS NOT A CERTIFICATION AS TO THE TITLE OR OWNERSHIP OF THE PROPERTY SHOWN. I FURTHER CERTIFY THAT THIS PLAN HAS BEEN PREPARED IN CONFORMITY WITH THE RULES AND REGULATIONS OF THE REGISTERS OF DEEDS OF THE COMMONWEALTH OF MASSACHUSETTS.

SIGNED: GARY JOHN HAMILTON, P.L.S.
 FOR: BRYANT ASSOCIATES, INC. DATE

PLAN OF LAND FOR
 UNIVERSITY ASSOCIATES
 IN BOSTON, (SOUTH END DISTRICT)
 SUFFOLK COUNTY
 MASSACHUSETTS..

PREPARED BY
 BRYANT ASSOCIATES, INC.
 Engineers - Surveyors
 160 North Washington Street, Suite 700
 Boston, Massachusetts 02114-2127
 Phone (617) 248-0300 Fax (617) 248-0212
 SCALE: 1" = 40'
 APRIL 2, 1999

SURVEY: NA COMPUTED BY: BPR CHECKED BY: G.J.H.

DWO NAME#682/PARCEL-A

EXHIBIT B

BIO SQUARE GARAGE

within

PLANNED DEVELOPMENT AREA NO. 41

BIOSQUARE I

PLANS DESCRIPTION

<u>NUMBER</u>	<u>DESCRIPTION</u>
A101	GROUND FLOOR PLAN
A102	LEVEL 2-3 FLOOR PLAN
A103	LEVEL 4-6 FLOOR PLAN
A104	ROOF PLAN
A301	NORTH ELEVATION / EAST ELEVATION
A302	SOUTH ELEVATION / WEST ELEVATION
A303	BUILDING SECTIONS

BibSquare Garage
for
University Associates

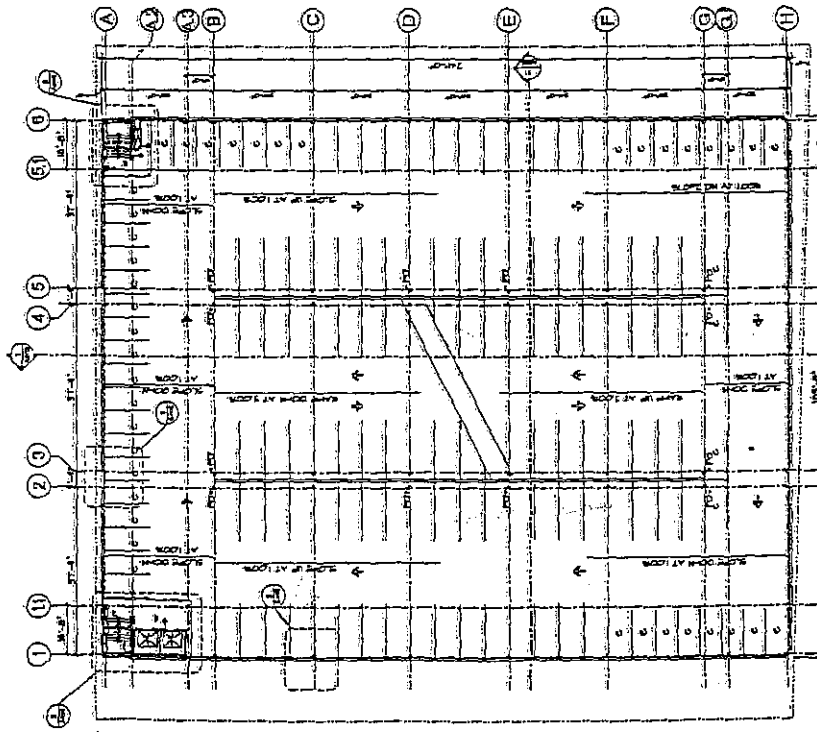


JASMIN
ARCHITECTS
1000 UNIVERSITY AVENUE
SUITE 100
ANN ARBOR, MI 48106
TEL: 734-763-1100
FAX: 734-763-1101
WWW.JASMIN-ARCHITECTS.COM



PROJECT NORTH
DATE: 10/1/03
DRAWN BY: JASMIN
CHECKED BY: JASMIN
SCALE: 1/8" = 1'-0"
SHEET NO. 1 OF 1
PROJECT NO. 03-001

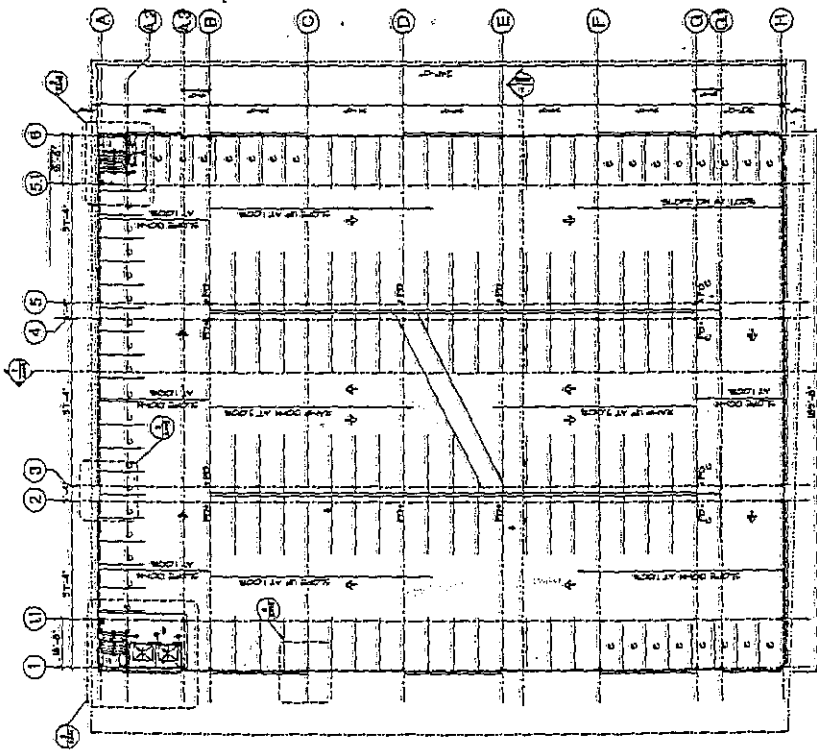
A102



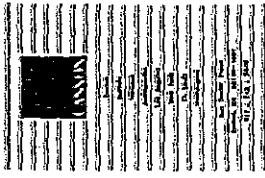
**Blaisquare Garage
for
University Associates**



A100



**Biosquare Garage
for
University Associates**



PROJECT NUMBER: 1000

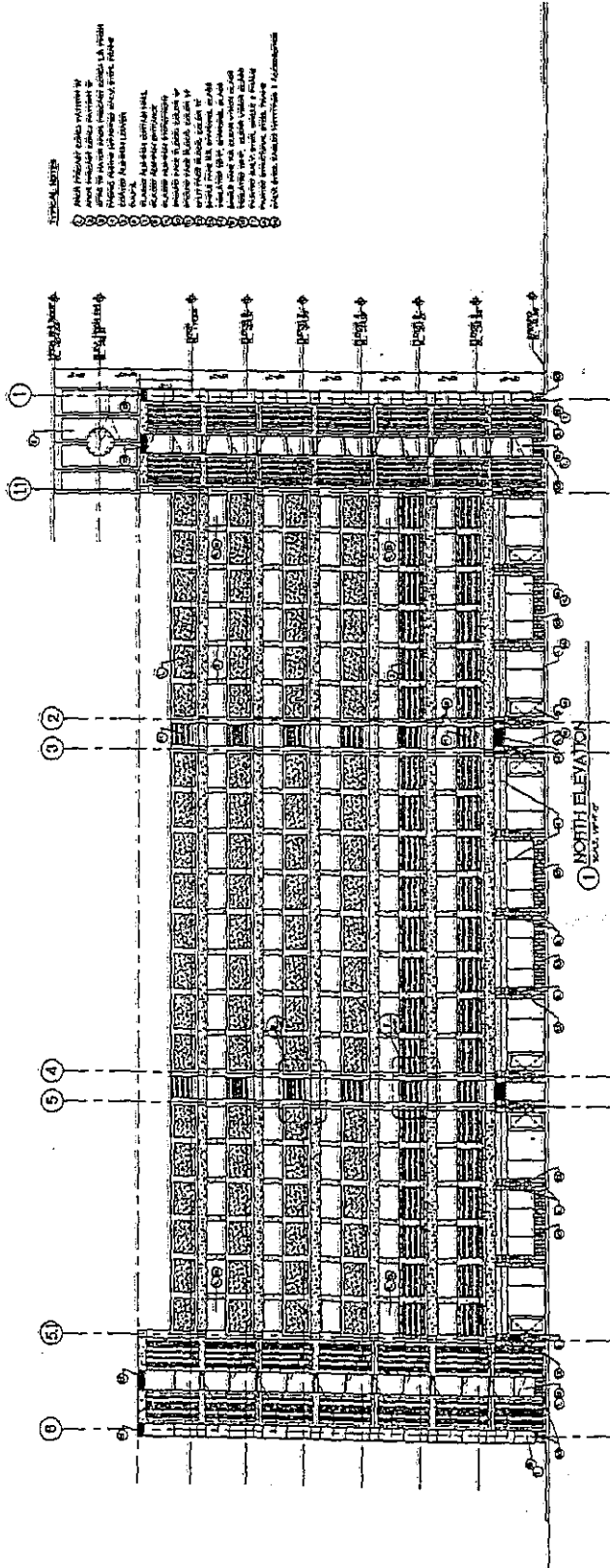
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BY	10/1/88
CHECKED BY	10/1/88
APPROVED BY	10/1/88
SCALE	1/8" = 1'-0"
DATE	10/1/88
BY	10/1/88
CHECKED BY	10/1/88
APPROVED BY	10/1/88

North Elevation
East Elevation

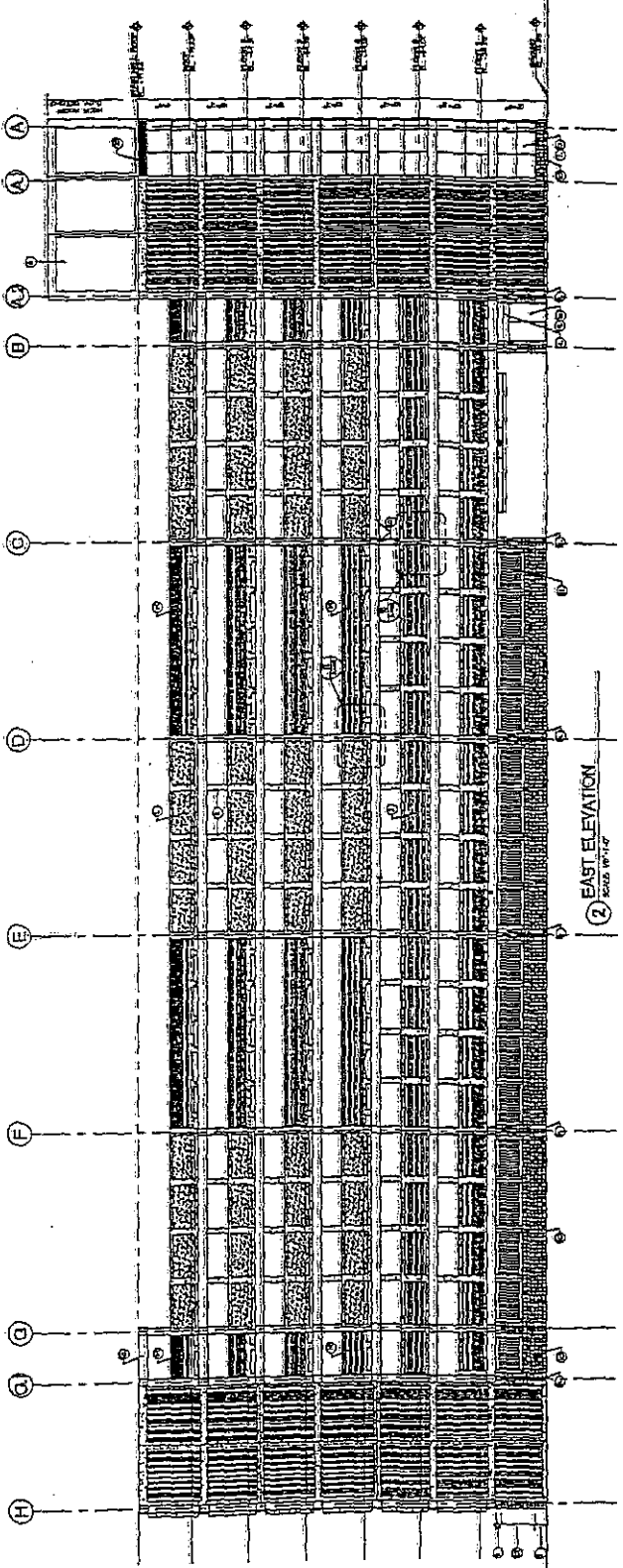
A301

SPECIAL NOTES

1. ALL DIMENSIONS SHALL BE TAKEN FROM FINISHED SURFACE UNLESS OTHERWISE NOTED.
2. ALL DIMENSIONS SHALL BE TAKEN FROM FINISHED SURFACE UNLESS OTHERWISE NOTED.
3. ALL DIMENSIONS SHALL BE TAKEN FROM FINISHED SURFACE UNLESS OTHERWISE NOTED.
4. ALL DIMENSIONS SHALL BE TAKEN FROM FINISHED SURFACE UNLESS OTHERWISE NOTED.
5. ALL DIMENSIONS SHALL BE TAKEN FROM FINISHED SURFACE UNLESS OTHERWISE NOTED.
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8. ALL DIMENSIONS SHALL BE TAKEN FROM FINISHED SURFACE UNLESS OTHERWISE NOTED.
9. ALL DIMENSIONS SHALL BE TAKEN FROM FINISHED SURFACE UNLESS OTHERWISE NOTED.
10. ALL DIMENSIONS SHALL BE TAKEN FROM FINISHED SURFACE UNLESS OTHERWISE NOTED.



1 NORTH ELEVATION



2 EAST ELEVATION

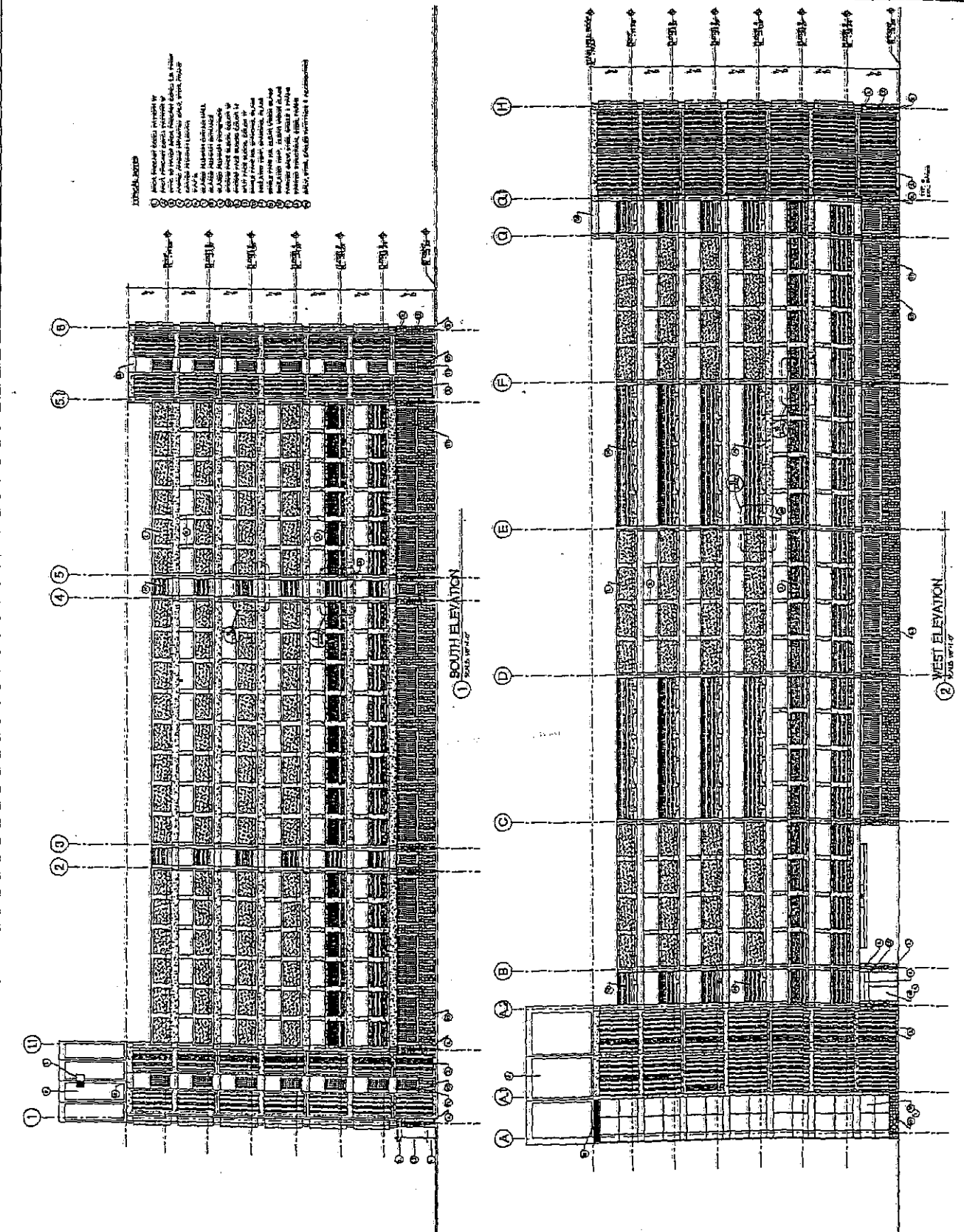
Blobbers Garage
for
University Associates

ARCHITECT	STANLEY A. JOHNSON ARCHITECTS, P.A.
OWNER	UNIVERSITY ASSOCIATES
DATE	JANUARY, 1972
PROJECT NO.	GA-72
SCALE	AS SHOWN
PROJECT LOCATION	UNIVERSITY ASSOCIATES
PROJECT DESCRIPTION	GA-72
DESIGNED BY	STANLEY A. JOHNSON ARCHITECTS, P.A.
DRAWN BY	[REDACTED]
CHECKED BY	[REDACTED]
APPROVED BY	[REDACTED]

PROJECT NO.	GA-72
DATE	JANUARY, 1972
SCALE	AS SHOWN
PROJECT LOCATION	UNIVERSITY ASSOCIATES
PROJECT DESCRIPTION	GA-72
DESIGNED BY	STANLEY A. JOHNSON ARCHITECTS, P.A.
DRAWN BY	[REDACTED]
CHECKED BY	[REDACTED]
APPROVED BY	[REDACTED]

PROJECT NO. GA-72
DATE JANUARY, 1972
SCALE AS SHOWN
PROJECT LOCATION UNIVERSITY ASSOCIATES
PROJECT DESCRIPTION GA-72
DESIGNED BY STANLEY A. JOHNSON ARCHITECTS, P.A.
DRAWN BY [REDACTED]
CHECKED BY [REDACTED]
APPROVED BY [REDACTED]

SPECIAL NOTES
 1. ARCHITECTURAL FINISHES: INTERIOR BY [REDACTED] EXTERIOR BY [REDACTED]
 2. ALL WORK SHALL BE IN ACCORDANCE WITH THE 1971 BUILDING CODE, CHAPTER 7, SECTION 107.01 THROUGH 107.05 AND THE 1971 PLUMBING CODE, CHAPTER 17, SECTION 1701 THROUGH 1705.
 3. ALL WORK SHALL BE SUBJECT TO INSPECTION BY THE [REDACTED] AT ALL TIMES.
 4. ALL MATERIALS SHALL BE APPROVED BY THE [REDACTED] BEFORE INSTALLATION.
 5. ALL DIMENSIONS SHALL BE AS SHOWN UNLESS OTHERWISE NOTED.



① SOUTH ELEVATION
SECTION 1-1

② WEST ELEVATION
SECTION 2-2

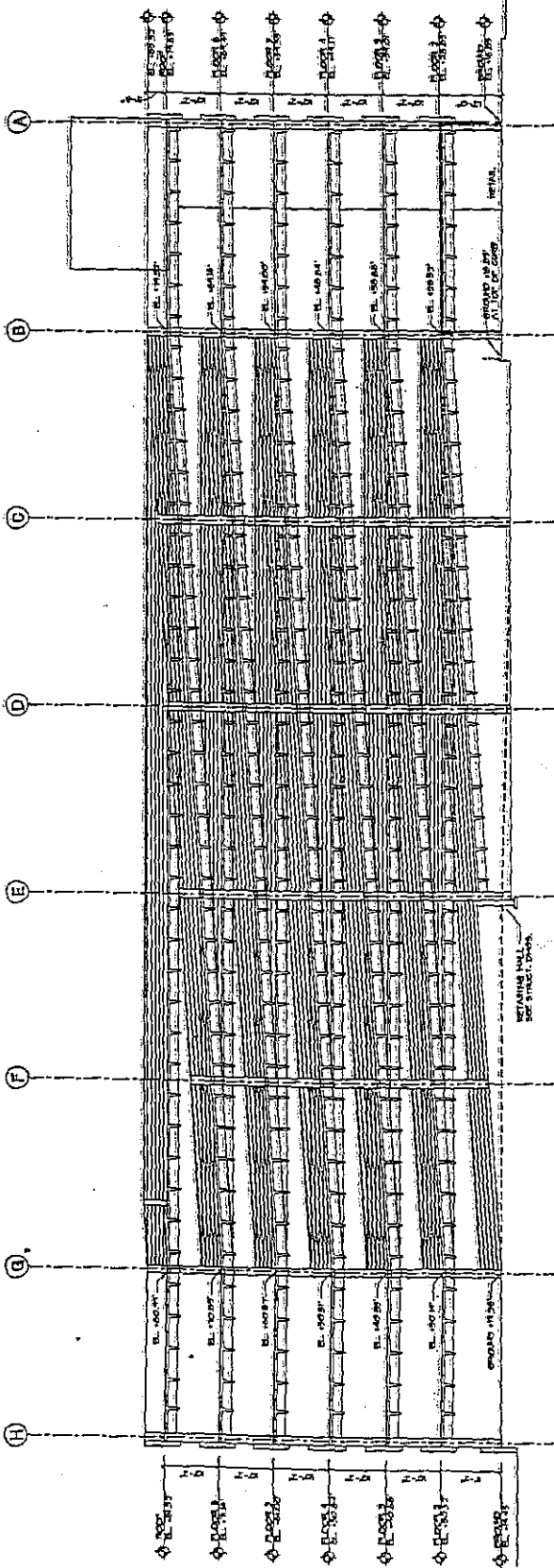
**Bloque Garage
for
University Associates**

ARCHITECT	UNIVERSITY ASSOCIATES
PROJECT NO.	100-1000
DATE	1964
SCALE	1/4" = 1'-0"
DESCRIPTION	SECTION
DESIGNED BY	J. H. WILSON
CHECKED BY	J. H. WILSON
DATE	1964
PROJECT NO.	100-1000
DATE	1964
SCALE	1/4" = 1'-0"
DESCRIPTION	SECTION
DESIGNED BY	J. H. WILSON
CHECKED BY	J. H. WILSON
DATE	1964

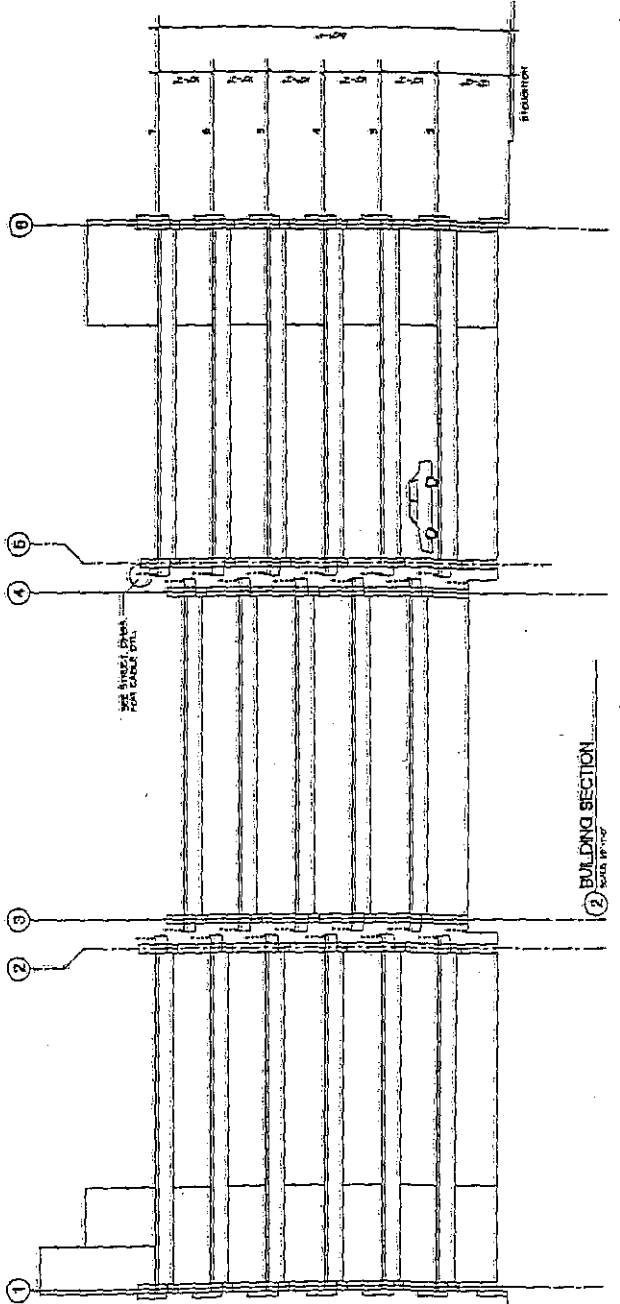


PROJECT NO.	100-1000
DATE	1964
SCALE	1/4" = 1'-0"
DESCRIPTION	SECTION
DESIGNED BY	J. H. WILSON
CHECKED BY	J. H. WILSON
DATE	1964
PROJECT NO.	100-1000
DATE	1964
SCALE	1/4" = 1'-0"
DESCRIPTION	SECTION
DESIGNED BY	J. H. WILSON
CHECKED BY	J. H. WILSON
DATE	1964

A300



1 BUILDING SECTION
SCALE 1/4" = 1'-0"



2 BUILDING SECTION
SCALE 1/4" = 1'-0"

EAST ELEVATION

Development Plan for
Technology Square Garage
within Planned Development Area No. 41
Boston Redevelopment Authority in behalf of
University Associates Limited Partnership

DEVELOPMENT PLAN
FOR
TECHNOLOGY SQUARE GARAGE
WITHIN
PLANNED DEVELOPMENT AREA NO. 41
THE COMMONWEALTH OF MASSACHUSETTS
CITY OF BOSTON
IN ZONING COMMISSION

The Zoning Commission of the City of Boston, acting under Chapter 665 of the Acts of 1956 and under Section 3-1A of the Boston Zoning Code, after due report, notice, and hearing, and after due consideration of the findings adopted by the Boston Redevelopment Authority on September 26, 1991, does hereby approve the "Development Plan for Technology Square Garage within Planned Development Area No. 41." Said Garage is to be located on Parcel A (710 Albany Street) of the Planned Development Area, as more particularly described in Exhibit A of said Development Plan, which was approved by the Boston Redevelopment Authority on September 26, 1991.

On even date herewith, the Zoning Commission has approved the Master Plan and Development Impact Project Plan for Planned Development Area No. 41, and the Development Plan for the Center for Advanced Biomedical Research on Parcel B of the Planned Development Area, and has designated the Planned Development Area on "Map 1 Boston Proper," "Map 4 South Boston," and "Map 6 Roxbury," of the series of maps entitled "Zoning Districts City of Boston" dated August 15, 1962.

Development Plan for Technology Square Garage
within Planned Development Area No. 41

Richard B. Fowler

Chairman

Robert F. Mann

Vice Chairman

Robert Jordan

Bernard J. W. [unclear]

Edward J. [unclear]

[unclear]

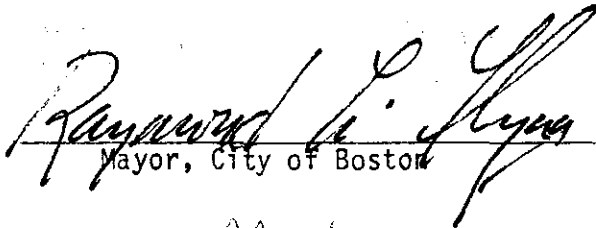
[unclear]

In Zoning Commission

Adopted November 6, 1991

Attest: *Walter [unclear]*
Secretary

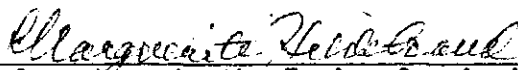
Development Plan for Technology Square Garage
within Planned Development Area No. 41



Mayor, City of Boston

Date: December ~~January~~ 16, 1991

The foregoing vote, with said Development Plan, was presented to the Mayor, on November 29, 1991, and was signed by him on December 16, 1991, whereupon it became effective on December 16, 1991, in accordance with the provisions of Section 3 of Chapter 665 of the Acts of 1956.

Attest: 

Secretary to the Zoning Commission

**SOUTH END TECHNOLOGY SQUARE
UNIVERSITY ASSOCIATES**

FACT SHEET

PROJECT NAME: University Associates/South End Technology Square
(SETSA) Project

PROJECT ADDRESS: 624-710 Albany Street

DEVELOPER: University Associates

**DEVELOPMENT
PROGRAM:** Master Plan

Phase 1

- o 180,000 square foot medical research building
- o 373,800 square foot parking structure (1,000 parking spaces)
- o 140,500 square foot medical/office/research building

Phase 2

- o 160,000 square foot medical/office/research building
- o 160,000 square foot medical/office/research building
- o 166,000 square foot hotel with 250 rooms

Total development - 810,000 square feet (exclusive of garage)

Center for Advanced Biomedical Research

180,000 square feet of new construction, including the following uses:

- o Medical research and laboratory space for Boston University Medical School
- o Retail space (6,600 square feet) on Albany Street

Technology Square Garage

- o 373,800 square foot parking structure with 1,000 spaces
- o ground level retail
- o child care center for 100 children.

DEVELOPMENT COST:

Master Plan: \$250 million
Phase 1: \$75 million

BENEFITS:

Master Plan

Housing Linkage: \$3,676,500
Jobs Linkage: \$725,300
Construction Jobs: 2,600
Permanent Jobs: 2,275

Phase 1

Housing Linkage: \$650,000
Jobs Linkage: \$130,000
Construction Jobs: 524
Permanent Jobs: 384

SITE AREA:

8.5 acres

PARKING:

1,000 space structured parking garage

UNDERLYING ZONING:

H-3, M-2

**NECESSARY ZONING
ACTIONS:**

- a) Approval of Planned Development Area and 2 Development Plans.
- b) Approval of Exceptions required or Article 8, Section 8-7.
- c) Approval of exceptions under Article 6A for the following deviations from the Code:
 - o Floor Area Ratio
 - o Off-Street Loading
 - o Side Yard, Rear Yard, Setback

**DEVELOPMENT REVIEW
STATUS:**

DIPP Hearing Date: September 26, 1991
BRA Hearing Date: September 26, 1991
Zoning Commission Date:
ZBA Hearing Date:

**CONSTRUCTION
TIMETABLE:**

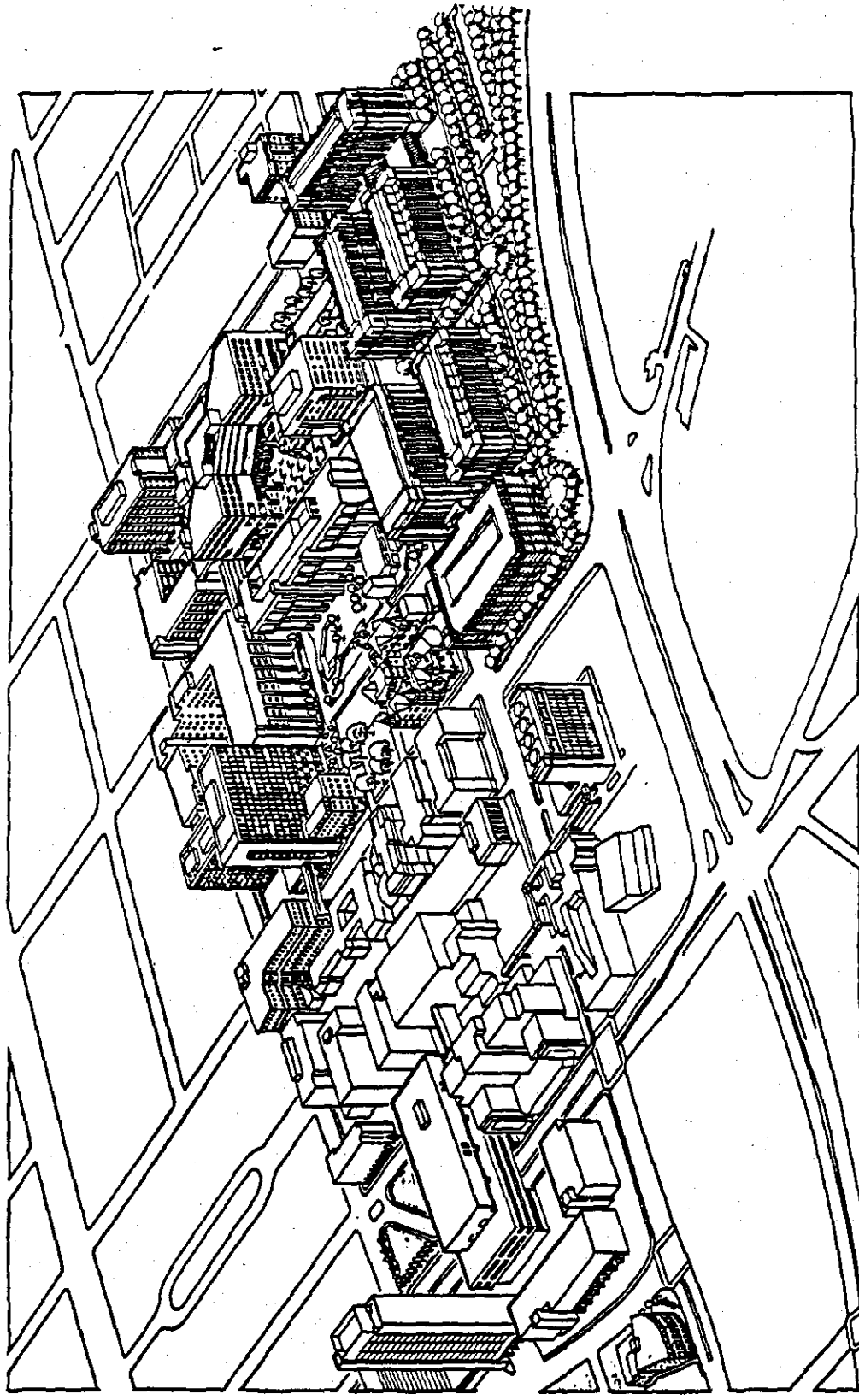
Center for Advanced Biomedical Research

Estimated Construction Start: 1991-IV
Estimated Completion: 1993-IV

Technology Square Garage

Estimated Construction Start: 1992-II
Estimated Completion: 1994-I

Cambridge Service Associates, Inc.
 100 Cambridge Street, Cambridge, Mass. 02142
 Tel: 617/452-1100
 Fax: 617/452-1101
 Date: 8/1/91
 Project: South End Technology Square
 Sheet: 1 of 15



August 1991

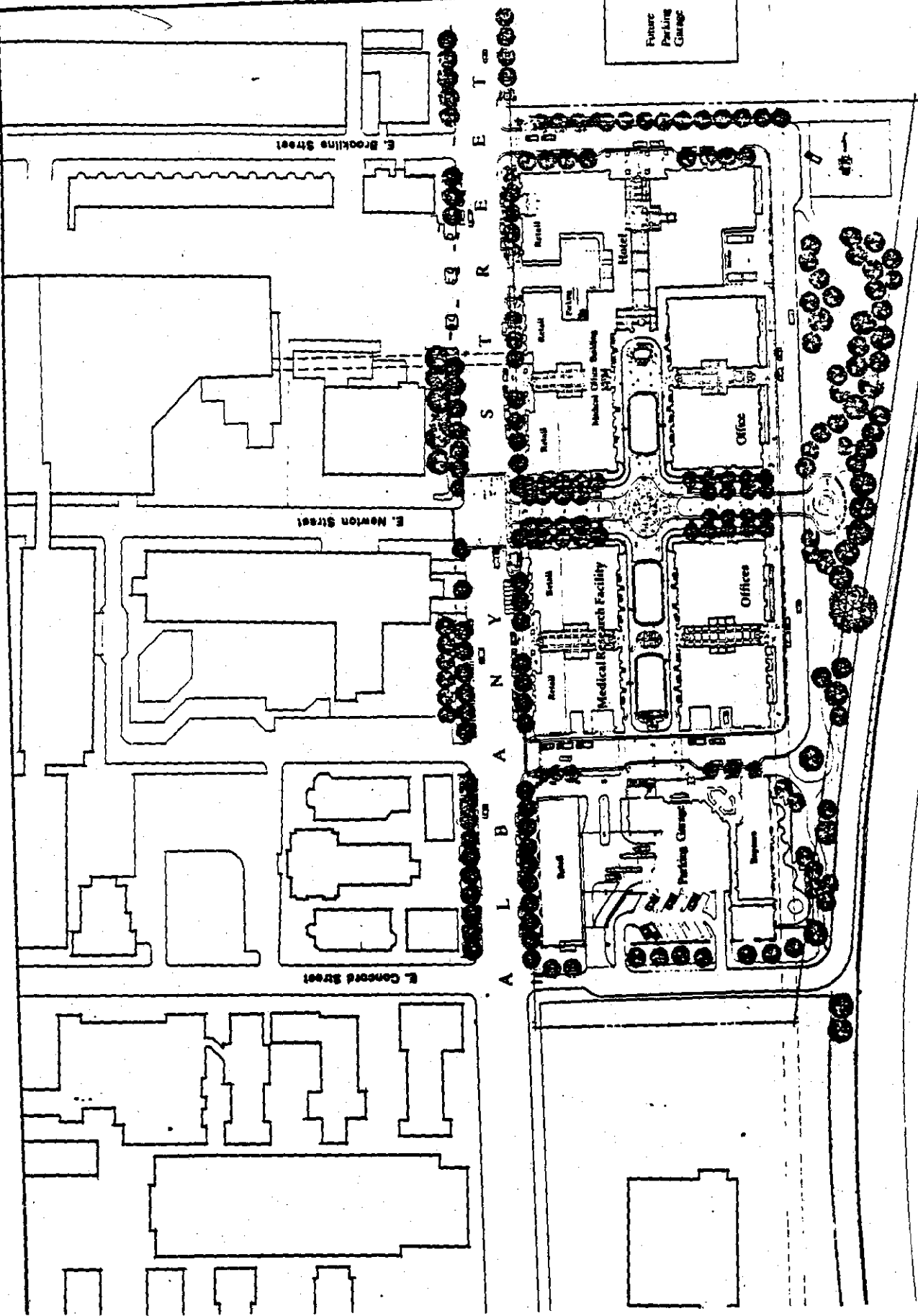
**Master Plan for Planned Development Area
 South End Technology Square**

University Associates, Developer

Section

1	Platmap	1	Platmap
2	Site Plan	2	Platmap
3	Site Plan	3	Platmap
4	Site Plan	4	Platmap
5	Site Plan	5	Platmap
6	Site Plan	6	Platmap
7	Site Plan	7	Platmap
8	Site Plan	8	Platmap
9	Site Plan	9	Platmap
10	Site Plan	10	Platmap
11	Site Plan	11	Platmap
12	Site Plan	12	Platmap
13	Site Plan	13	Platmap
14	Site Plan	14	Platmap
15	Site Plan	15	Platmap

Project Name	Cambridge Green Associates, Inc.
Project No.	10000000000000000000
Revision No.	000000000000000000
Revision Description	
Date	
Author	
Checker	
Engineer	
Scale	
Sheet No.	
Total Sheets	

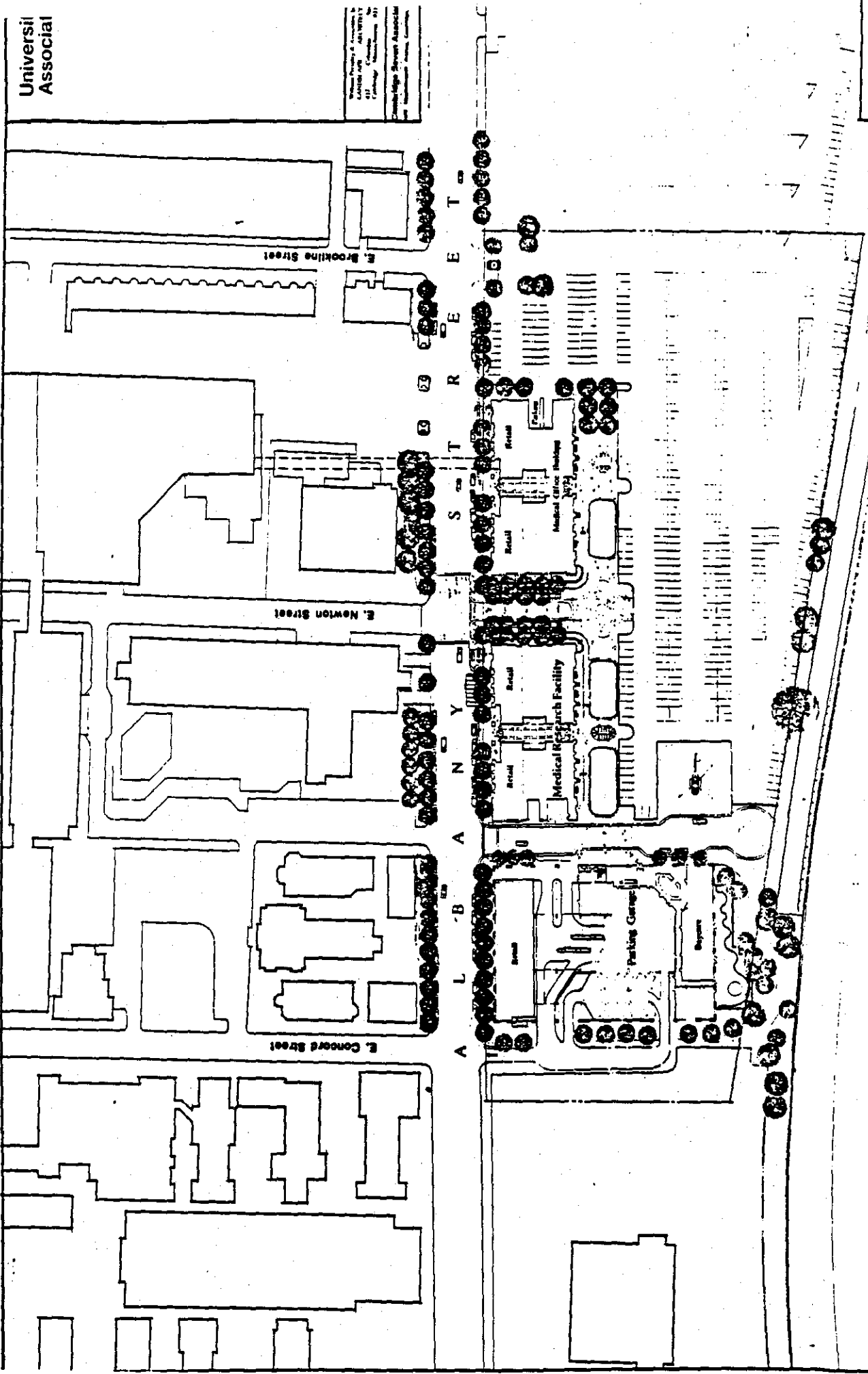


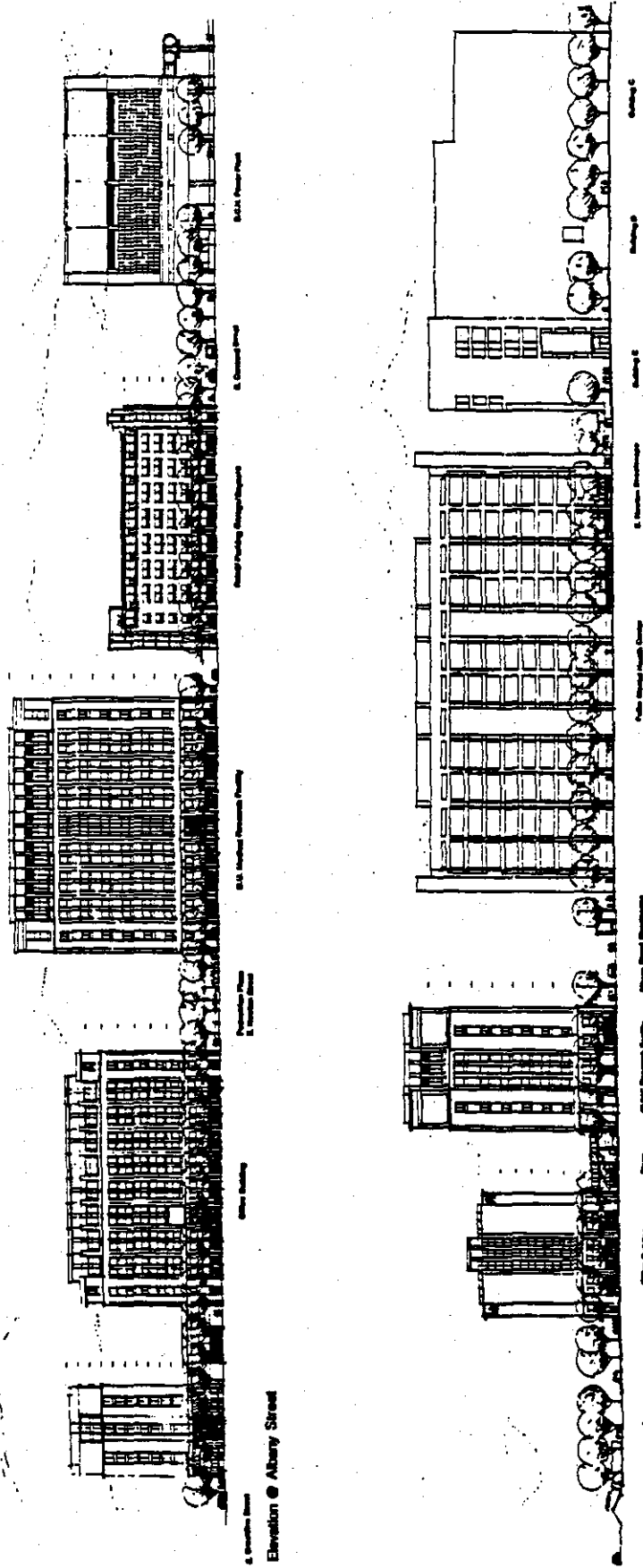
Universiti
Associal

Universiti Associal
Kampus Baru
Jalan
Kampus Baru
Kampus Baru
Kampus Baru

SITE PLAN
PHASE ONE

Aug 1978

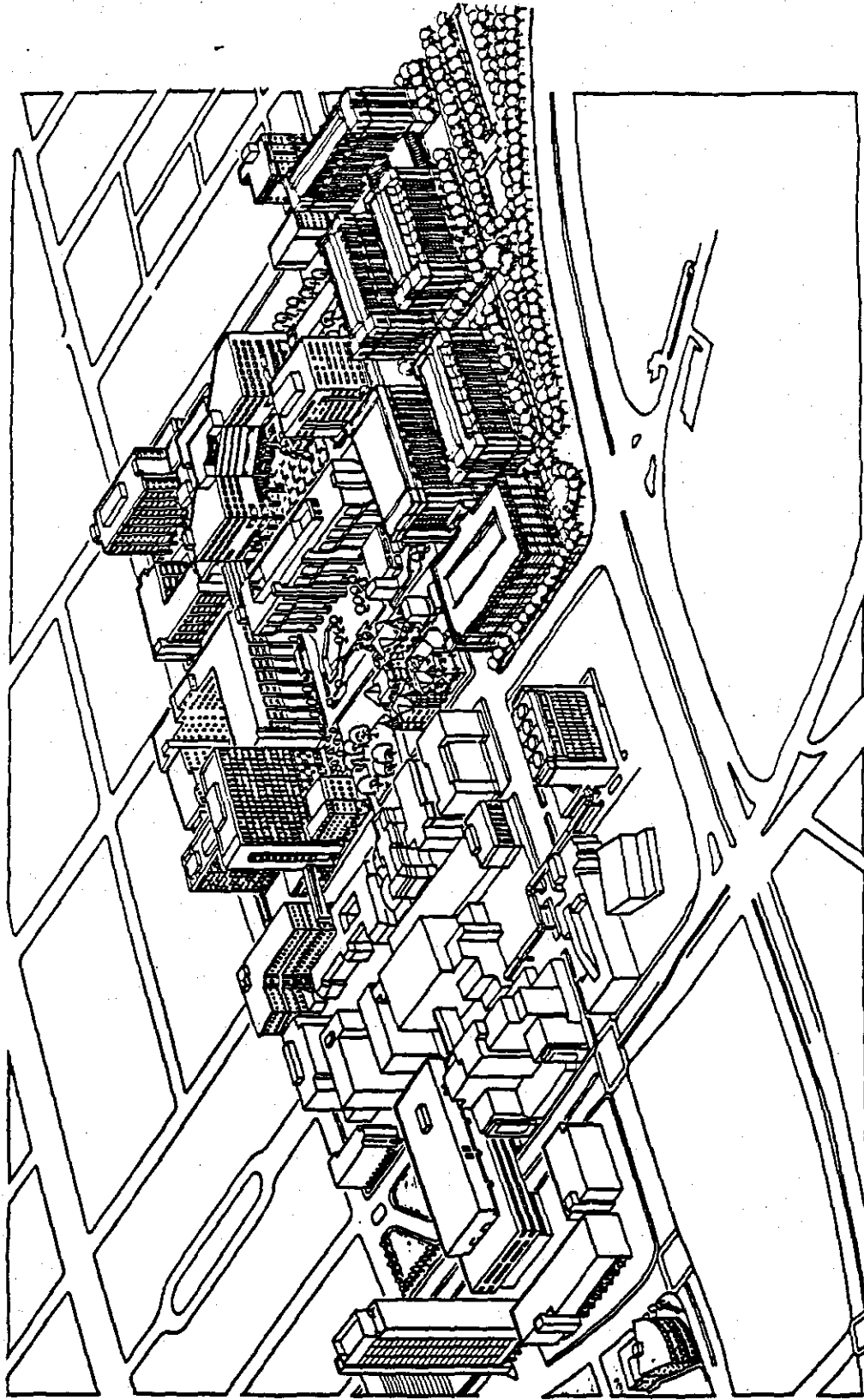




Albany Street Elevation

E. Newton Street Section

Project No.	
Client	
Architect	
Scale	
Date	
Drawn by	
Checked by	
Project Name	
Site Address	
City	
State	
Country	



August 1991

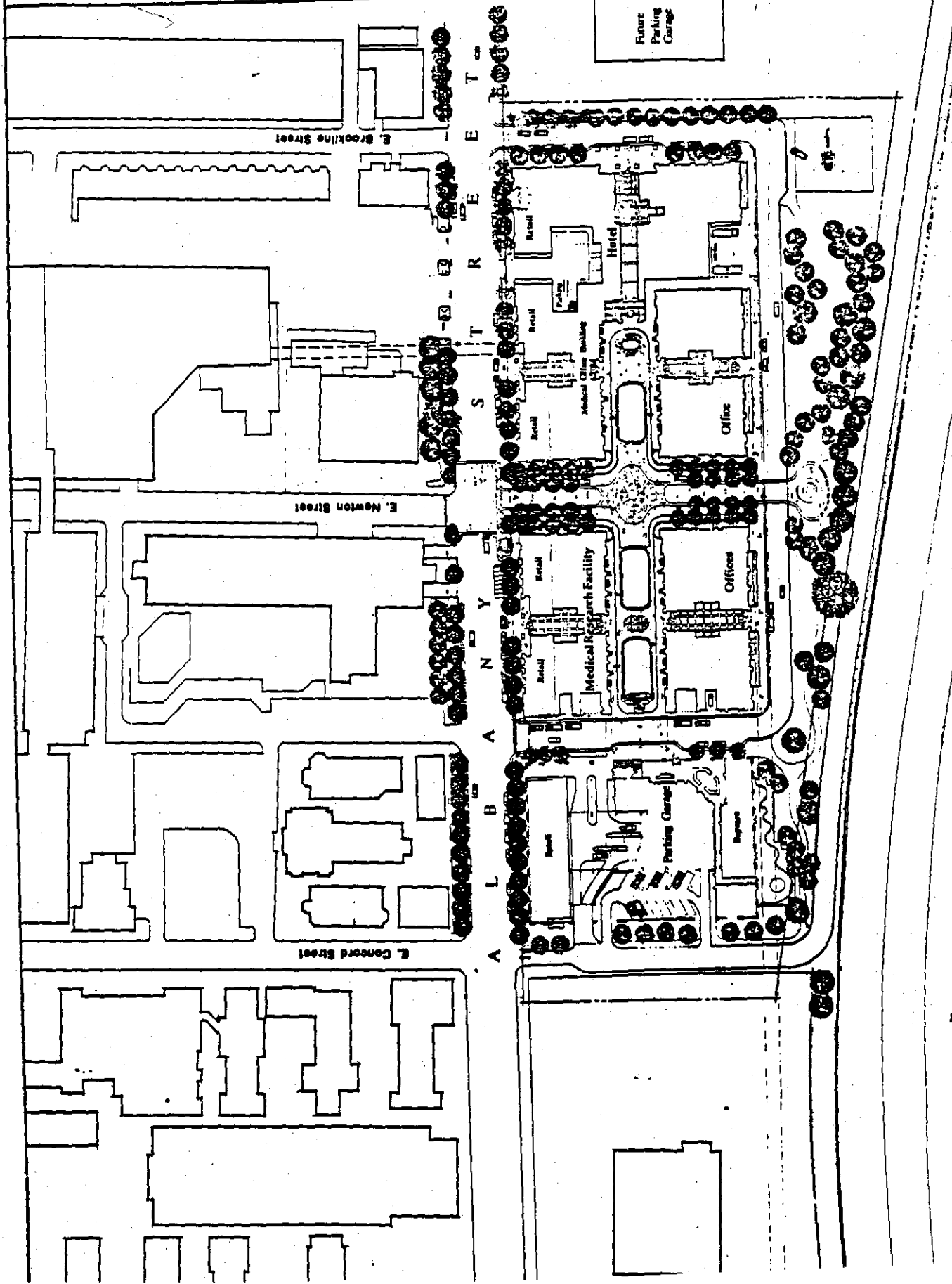
**Master Plan for Planned Development Area
South End Technology Square**

University Associates, Developer

Revisions	
1	Preliminary Circulation Plan
2	Landmarks & Features
3	Site Photographs
4	Site Photographs
5	Site Photographs
6	Site Photographs
7	Exhibits and Sections
8	Index Maps

Cambridge Science Associates, Inc.
100 Massachusetts Avenue, Cambridge, MA 02139
Tel: (617) 452-1111
Fax: (617) 452-1112
Date: 8/1/91
Sheet: 1 of 1

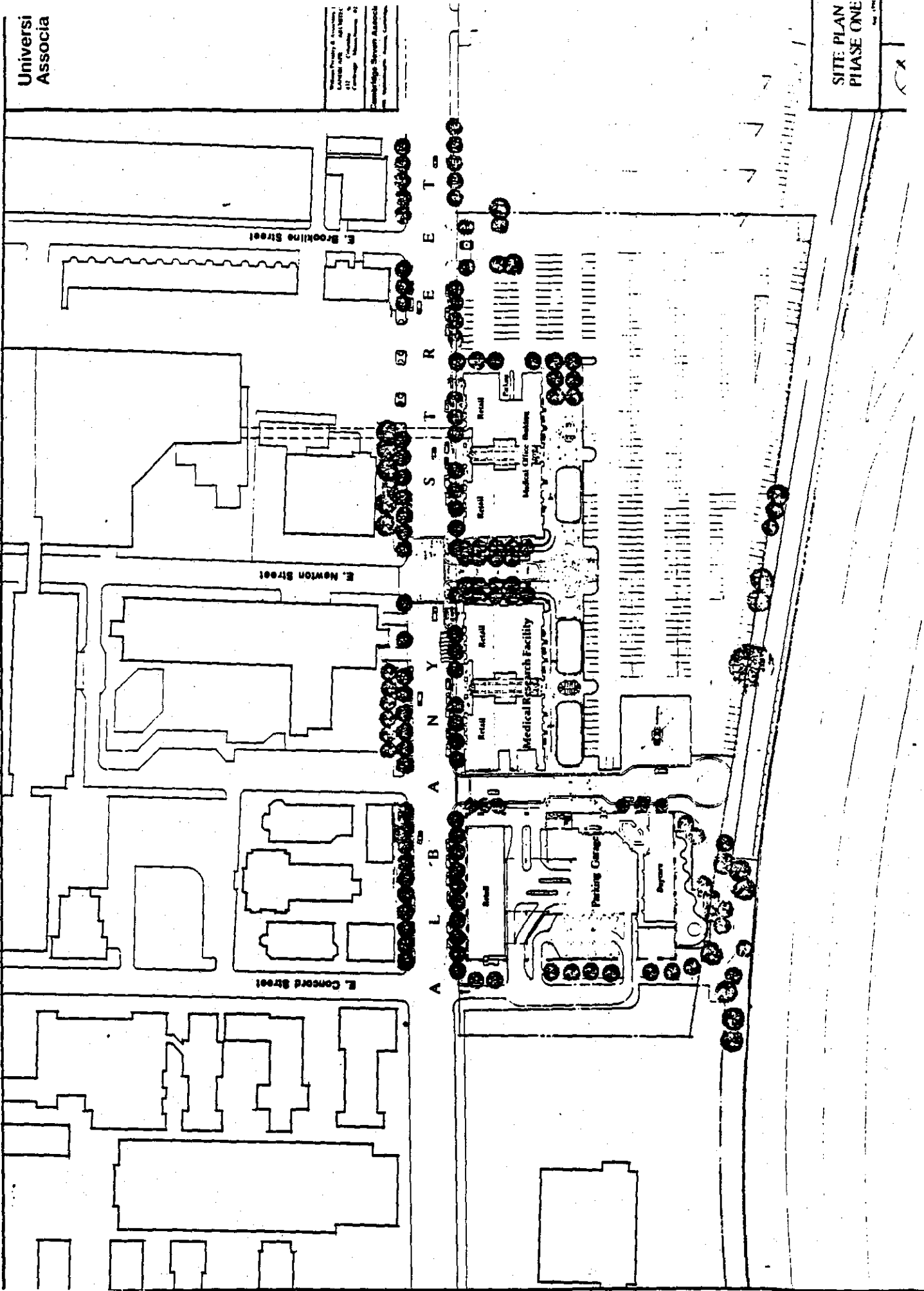
UNIVERSITY ASSOCIATES 1000 UNIVERSITY AVENUE ANN ARBOR, MICHIGAN 48106	UNIVERSITY ASSOCIATES 1000 UNIVERSITY AVENUE ANN ARBOR, MICHIGAN 48106
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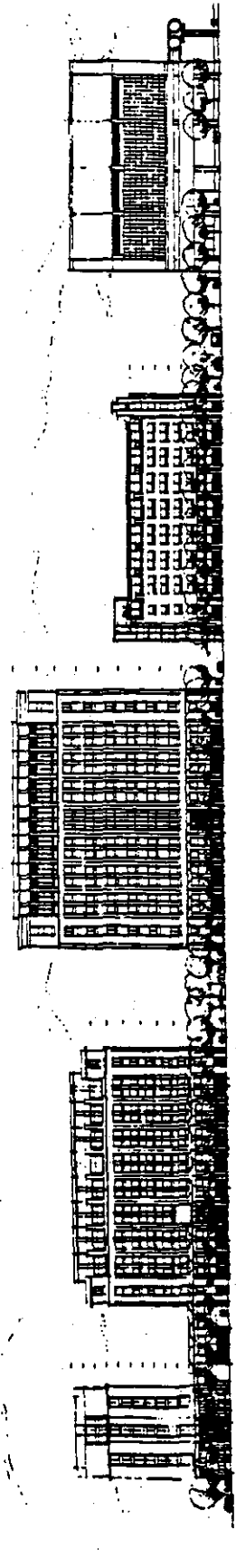
Universi
Associa

Universi Property & Associates
11000 14th Ave. S.W.
Cambridge, Minnesota 55005
Phone: (612) 835-1100
Fax: (612) 835-1101

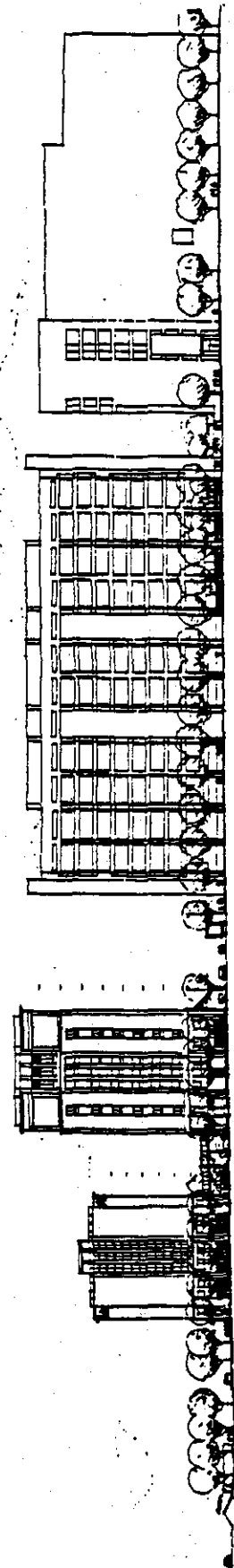
SITE PLAN
PHASE ONE



CORNING'S TOWER ASSOCIATES



Elevation @ Albany Street



Section @ E. Newton Street

MEMORANDUM

July 22, 1999

TO: BOSTON REDEVELOPMENT AUTHORITY AND
THOMAS N. O'BRIEN, DIRECTOR

FROM: JOHN F. O'BRIEN, SENIOR PROJECT MANAGER

SUBJECT: BIOSQUARE MASTER PLAN AREA
AMENDED AND RESTATED PDA MASTER PLAN FOR PLANNED
DEVELOPMENT AREA NO. 41, AND AMENDED AND RESTATED
DEVELOPMENT PLAN FOR THE BIOSQUARE GARAGE PROJECT
ALBANY STREET, SOUTH END
UNIVERSITY ASSOCIATES LIMITED PARTNERSHIP

EXECUTIVE

SUMMARY: This Memorandum seeks (1) approval of the Amended and Restated PDA Master Plan for Planned Development Area No. 41 dated July 22, 1999 submitted by University Associates Limited Partnership, (2) approval of the Amended and Restated Development Plan for the BioSquare Garage Project dated July 22, 1999 submitted by University Associates Limited Partnership, (3) authorization for the Director to petition the Boston Zoning Commission to approve said Amended and Restated PDA Master Plan for Planned Development Area No. 41 and said Amended and Restated Development Plan for the BioSquare Garage Project, (4) authorization to issue a certification, pursuant to Article 80, Section 80-5.3(a)(iv) that the BioSquare Garage Project pursuant to the Amended and Restated PDA Master Plan for Planned Development Area No. 41 and the Amended and Restated Development Plan for the BioSquare Garage Project is exempt from the requirements of Article 80, Section 80B, Large Project Review; (5) authorization to issue a Certification of Consistency pursuant to Article 80, Section 80C-8(a)(2) indicating that the BioSquare Garage Project is consistent with the Amended and Restated Development Plan for the BioSquare Garage Project and the Amended and Restated PDA Master Plan for Planned Development Area No. 41 upon approval by the Zoning Commission and completion of the Article 80 review process; (6) authorization to certify to the Commissioner of Inspectional Services Department of the City of Boston that the BioSquare Garage Project is exempt from the provisions of Section 80B and that a Certificate of Compliance may appropriately be issued under Article 31-15 for such project; (7) authorization to issue a certification pursuant to Article 80, Section 80C that the Amended and Restated Development Plan for the BioSquare Garage Project is consistent with and in compliance with the Amended and Restated PDA Master Plan for Planned Development Area No. 41 upon approval by the Zoning Commission; and (8) authorization to execute a second amendment to the December 12, 1991 Land Disposition Agreement by and between University Associates Limited Partnership and the Boston Redevelopment Authority for the BioSquare Site.

PDA MASTERPLAN BACKGROUND

On September 26, 1991 the Authority approved a PDA Master Plan submitted by University Associates Limited Partnership ("University Associates") for Planned Development Area No. 41, covering an 8.5 acre site on Albany Street, formerly known as South End Technology Square Project ("SETSA"). Simultaneous with this approval, the Authority also approved Development Plans for the construction of the Center for Advanced Biomedical Research Building (the "CABR Building") and the Technology Square Garage. The PDA Master Plan and the Development Plans were subsequently approved by the City of Boston Zoning Commission on November 6, 1991. The former SETSA Project is now known as the BioSquare I Project. The Master Plan for the BioSquare I Project contemplates the phased construction of 1.1 million square feet on six (6) development sites. The BioSquare I Area is also referred to as the Initial Development Site and includes 810,000 square feet of medical/office/research space, a 250 room hotel (166,000 square feet) and a structured parking facility with 1,000 spaces ("BioSquare Garage"). Proposals have also been made for the future expansion of the master plan area to include approximately 8.5 acres of abutting land that may become surplus upon the completion of the Central Artery Project (the "BioSquare II Area"). The development of this expansion area, also referred to as the Future Development Site, will be subject to disposition by the Commonwealth of Massachusetts and will also be subject to future PDA Master Plan submissions.

In December 1991, the Authority conveyed Parcel 46B (the BioSquare I Area) to University Associates which undertook the development and construction of the first major medical research office building in the South End district in over 20 years. The completion of the 180,000 square foot CABR Building became a catalyst for the development, expansion and strengthening of the medical institutional area in the South End. In April 1998, the Authority approved the second research building, Evans Biomedical Research Center (the "Evans Building") as part of the BioSquare I Project. This 160,000 square foot building is now under construction with occupancy scheduled for January 2000.

PROPOSED PROJECT

On May 12, 1999 the Authority received an application by University Associates, the partners of which are Boston University and Boston Medical Center, to amend and restate the PDA Master Plan for Planned Development Area No. 41 and the Development Plan for the BioSquare Garage within Planned Development Area No. 41 ("Amended and Restated Plans"), both of which were approved by the Authority and the Zoning Commission, as previously noted.

University Associates is now poised to move forward with the remaining development of the BioSquare I Project consisting of the following major uses: research/office uses of approximately 300,500 SF, structured parking for 1,000 vehicles, a hotel with approximately 166,000 SF, and retail/commercial uses with approximately 17,300 SF (the "Projects").

In particular, University Associates is set to begin construction next month on the third building, the BioSquare Garage. The BioSquare Garage is an essential component of the BioSquare Master Plan and its 1,000 parking spaces will be used by the new Ambulatory Care Center at Boston Medical Center ("BMC"), the CABR Building, the Evans Building as well as other proposed users within the BioSquare development, including the proposed hotel.

The total BioSquare I Project cost is approximately \$263 million dollars. The BioSquare I Project will generate substantial public benefits, such as: \$3,626,500 in Housing linkage, \$725,300 in Jobs linkage, 2,600 construction jobs and 2,275 permanent jobs.

In accordance with Article 3, Section 3-1A of the Boston Zoning Code and Article 80, Section 80C, the Amended and Restated Plans set forth all relevant information on the development of the BioSquare I Project. The BioSquare I Project received previous Authority approval under Article 31 of the Code. University Associates had filed a Final Project Impact Report ("FPIR") and a Final Environmental Impact Report ("FEIR") with the BRA and MEPA, which culminated in the Authority's issuance of a Final Adequacy Determination under Article 31 on May 11, 1992. The Development Impact Project Plan filed with the Master Plan PDA satisfies the requirements of Article 80, Section 80B-7 (formerly Articles 26, 26A and 26B) for the BioSquare I Project.

Modifications from the 1991 Master Plan and BioSquare Garage Projects

The Authority's review of the application filed by University Associates has resulted in a final draft of the Amended and Restated PDA Master Plan for Planned Development Area No. 41 and the Amended and Restated Development Plan for the BioSquare Garage within Planned Development Area No. 41 both dated July 22, 1999. The Amended and Restated PDA Master Plan references a reduction in the 1991 project area from 8.5 acres to 6.6 acres. The Amended and Restated Development Plan for the BioSquare Garage references the impacts of a reduced site area from 91,411 SF to 56,800 SF as a result of the delay in the conveyance of Parcel K by the Commonwealth of Massachusetts and the reduction in floor area from 370,800 SF to 303,605 SF. While the BioSquare Garage Project will still provide 1,000 parking spaces, daycare uses and approximately 1,000 square feet of retail space have been eliminated on the first level. The daycare uses will be reprogrammed in association with one of the remaining development sites within BioSquare I.

Design Element

Since the BRA's approval of the Master Plan in 1991, University Associates has undertaken the development of the CABR Building and the Evans Building, which have been subject to BRA design review. The BioSquare Garage Project and the Master plan were reviewed on July 6, 1999 by the Boston Civic Design Commission ("BCDC") and the South End Landmarks Commission ("SELC"). Such review is a continuation of the 1991 review and approval by both the BCDC and the SELC of the Master Plan PDA.

The BioSquare I Project is located within the South End Harrison/Albany Street Protection Area, and complies with the SELC's height guidelines for buildings southeast of Albany Street. The BioSquare I Project will be subject to ongoing design review by the BRA Design staff.

Development Review and Approval Process

Prior to the filing of the Amended and Restated Plans, University Associates requested confirmation that the BioSquare I Project, including the BioSquare Garage Project are exempt from Article 80, Section 80B, Large Project Review for the reason that the 1991 Master Plan PDA had been subject to a complete Environmental and Development Review pursuant to Article 31 of the Code. On October 18, 1991 the Authority had issued a Preliminary Adequacy Determination ("PAD") with respect to the Draft Project Impact Report ("DPIR") for the Master Plan PDA submitted by University Associates on June 20, 1991. Subsequent to the issuance of the PAD, University Associates submitted an FPIR as of November 1991 which was accepted by the Authority on May 11, 1992 with the issuance of the Final Adequacy Determination. The BioSquare I Project has also been reviewed by the Secretary of Environmental Affairs and benefits from the issuance of a Certificate by the Secretary dated September 30, 1991 with respect to the filing of the FEIR. Subsequent to the issuance of the Authority's Final Adequacy Determination in accordance with Article 31, Boston University commenced the development of the first medical research building on the BioSquare Master Plan Area. After the completion of the building in 1994, University Associates has continued to plan and develop the BioSquare Master Plan Area for new medical research and laboratory buildings. Beginning in 1995 and continuing through 1996 and 1997, University Associates has conducted a number of meetings with the Authority's staff and the local Project Advisory Committee ("PAC") to review plans for the BioSquare Master Plan site. The culmination of meetings with BRA staff and the PAC has resulted in the preparation of the Amended and Restated Plans. Therefore, the Authority staff recommends that further development review under Article 80 Large Project Review is not required for the BioSquare I Project nor for the BioSquare Garage Project, that both Projects be exempt from Article 80, Section 80B, Large Project Review for the reason that the Master Plan PDA had been subject to a complete Environmental and Development Review pursuant to Article 31 of the Code, that University Associates has satisfactorily complied with the requirements of Article 31 of the Code, and that there are no substantial changes in the Projects or the Master Plan PDA which would cause a further review pursuant to Article 31 or Article 80, Section 80B, Large Project Review.

The Authority staff also notes that the development review was further augmented by the issuance of an April 1, 1998 Certificate of the Secretary of Environmental Affairs confirming the ongoing development activity at BioSquare and indicating that no further MEPA review was required for the BioSquare I Project.

The PAC for the BioSquare Master Plan Area has been a participant in the on-going development review as well as other development related issues for the BioSquare Master Plan Area, including but not limited to: transportation management, biomedical safety committee reviews, construction and permanent job placements, environmental safety, and master planning

for the BioSquare Master Plan Area and the new Boston Medical Center. As a result of a series of review meetings held over the past several months and at the meeting on June 30, 1999, the PAC endorsed through consensus the BioSquare Master Plan Project (see attached letters of support).

Public Benefits

The BioSquare I Project will benefit from the medical area's Inter-Institutional Transportation Management Association ("ITMA"), which is a coordinated and comprehensive transportation and transit program for all association members, including the promotion of public transportation together with carpools, vanpools and the caravan system. The objectives of the ITMA: the implementation of measures that minimize automobile use to and from the area, are accomplished by: promoting the concept of ride sharing through project marketing efforts, implementing a computerized ride share program, establishing a public awareness program on transportation options, establishing a preferential parking program for carpools and vanpools, sponsoring a semi-annual transportation awareness day, promoting bicycle transportation and encouraging employers to implement alternative work schedules and to promote increased usage of public transportation services.

The BioSquare I Project as part of the Master Plan PDA will provide substantial public benefits to the City of Boston and the surrounding neighborhood. In accordance with the Development Impact Project Agreement dated September 26, 1991 between the Authority and University Associates, the linkage payment for the future research and development buildings and hotel will be calculated without the statutory exclusion of 100,000 SF as normally allowed pursuant to Article 80, Section 80B-7.4(a)(i) and 7.5(a)(i). Therefore, based upon a complete build-out of the BioSquare Master Plan Area, the total increased linkage payments will exceed \$2,400,000 over the statutory requirement.

In accordance with the provisions of the Land Disposition Agreement by and between University Associates and the Authority dated December 12, 1991, University Associates has complied with the requirement of entering into a PILOT (Payment In Lieu Of Tax) agreement with the City of Boston Assessing Department. Such PILOT agreements are on a project basis and PILOT agreements are in effect for the CABR Building and the Evans Building. A similar agreement will be entered into with the Assessing Department for the BioSquare Garage Project, and to the extent that any portion of the Project may be occupied by an entity not entitled to a statutory exemption from taxation, such portion shall be subject to real estate taxation. Additionally, the BioSquare project will provide daycare facilities and a permanent location for the helipad site in accordance with the provisions of the LDA which remain in full force and effect.

Not only will the Master Plan Project provide direct benefits due to the development, construction and occupancy of the Project buildings, but also the BioSquare I Project will ensure its continuation and strengthening of existing public benefits to the City and the neighborhood from the operation of the Boston Medical Center. The BioSquare I Project will generate both

direct and indirect economic benefits and directly affect the economic issues of jobs, health care, and education, which are of great importance to the City in the Millenium.

These benefits are wide-ranging and comprehensive and are directed to City of Boston residents, school children, and those in need of medical care. The additional benefits resulting from the BioSquare I Project will include a unique educational and occupational opportunity for graduates of Boston high schools in biomedical research programs and the clinical sciences of Boston University School of Medicine. The opportunity provides an opening for City of Boston residents and their children to make a contribution to the advancement of medical research in the City and to strengthen the economic fabric of the South End and the medical and institutional community.

Planned Development Area Review

In accordance with Article 80, Section 80C of the Code, the Authority has received from University Associates the Amended and Restated Plans, which are appropriately dated July 22, 1999. Pursuant to Article 80, Section 80A-2 of the Code and in accordance with Section 80C-5.3 of the Code, Notice of the Filing of the Amended and Restated Plans was published in the Boston Herald on Wednesday, May 12, 1999 with the request that public comments be filed with the Authority within 45 days thereof. The applications for the Amended and Restated Plans were distributed to all public agencies of the City, as required in accordance with Section 80A-2. On June 30, 1999, the Authority conducted a review conference of the Amended and Restated Plans with the PAC and University Associates and reviewed the size, floor area, building height, density, uses and location of the project elements in relationship to the Master Plan.

As a result of the review conference, the Authority staff notes that the Projects are described adequately in the Amended and Restated Plans, that the Projects are consistent with the Master Plan, and that the Amended and Restated Plans adequately describes the following project elements: size, including gross floor area, building height, FAR, uses and the location of projects within the Master Plan PDA. The Authority staff also notes that Amended and Restated Plans meet the requirements of Sections 64-31 and 80C-4 and provide for: (a) the diversification and expansion of Boston's economy and job opportunities through economic activity and private investment in research and development; (b) the provision of Affordable Housing available to South End and Boston residents pursuant to the DIP Agreement dated September 26, 1991; and (c) improvements to the aesthetic character of the development site and its surroundings, which includes the provision of open space connections, street trees and other improvements that enhance open space, the improvement of the urban design characteristics of the site and its surroundings, and the creation of new open space.

Land Disposition Agreement

The BioSquare Master Plan Area is subject to a Land Disposition Agreement by and between University Associates and the Authority dated December 12, 1991 ("LDA") by which the BioSquare Master Plan Area, formerly known as Parcel 46B of the South End Urban Renewal Plan Area, was conveyed to University Associates for the phased development of the BioSquare I Project.

Additionally, the LDA provided for the provision and maintenance of 600 parking spaces, which would be used by the Department of Health and Hospitals/Boston City Hospital for employees of the hospital. As a result of the healthcare initiative of Mayor Thomas M. Menino to merge Boston City Hospital and University Hospital in 1996, operational and parking requirements of Boston City Hospital and University Hospital have been subject to substantial modifications. As a result, the 1991 LDA requirement for the set aside of 600 parking spaces within the BioSquare Garage is no longer a development priority for the Authority nor the City, since the beneficiary of the parking is now a Project partner, Boston Medical Center Corporation. Therefore, the Authority and University Associates have agreed to an annual payment of \$1,000,000 to the Authority in accordance with the term sheet attached as Exhibit "A". The payments will occur over 20 years and will be secured by a new mortgage and surety agreement. Said payments being made in consideration of the buy-out of the parking obligation, the release of the existing mortgage of \$2,245,000 and the elimination of the provisions of the LDA relative to purchase price adjustments, additional value consideration and the reverter as a result of the non-conveyance of a portion of the Initial Development Site, Parcel K by the Commonwealth of Massachusetts.

Appropriate votes follow:

Voted: That the Authority hereby approves the Amended and Restated PDA Master Plan for Planned Development Area No. 41 and the Amended and Restated Development Plan for the BioSquare Garage Project in accordance with Article 3, Section 3-1.A(a), Article 64 and Article 80 of the Boston Zoning Code with provisions for: (a) the diversification and expansion of Boston's economy and job opportunities through economic activity and private investment in research and development; (b) the provision of Affordable Housing available to South End and Boston residents pursuant to the DIP Agreement dated September 26, 1991; and

(c) improvements to the aesthetic character of the development site and its surroundings, which includes the provision of open space connections, street trees and other improvements that enhance open space, the improvement of the urban design characteristics of the site and its surroundings, and the creation of new open space; and

Further

Voted: That the Authority finds that the Amended and Restated PDA Master Plan for Planned Development Area No. 41 and the Amended and Restated Development Plan for the BioSquare Garage Project, approved this date in accordance with Article 3, Section 3-1.A(a), Article 64 and Article 80 of the Boston Zoning Code, conforms to the general plan for the City as a whole and that nothing in the such plans will be injurious to the neighborhood or otherwise detrimental to the public welfare, and that such plans comply with the following standards of Article 80, Section 80C-4 of the Boston Zoning Code: (a) such plans are allowed and not forbidden within the BioSquare Economic Development Area (EDA) of the South End Neighborhood District; (b) each proposed project in such plans complies with the provisions of the underlying zoning, as modified by such plans, that establish use, dimensional, design or other requirements for proposed projects in the BioSquare EDA, (c) such plans comply with the provisions of the underlying zoning that establish planning and development criteria, including public benefits, for the BioSquare EDA, (d) such plans conform to the South End Neighborhood District zoning and to the general plan for the City as a whole, and (e) on balance, nothing in such plans will be injurious to the neighborhood or otherwise detrimental to the public welfare, weighing all the benefits and burdens; and

Further

Voted: That the Director is authorized to petition the Zoning Commission to approve the Amended and Restated Development Plan for the BioSquare Garage Project and the Amended and Restated PDA Master Plan for Planned Development Area No. 41 pursuant to Section 3-1A(a) of the Zoning Code in substantial accord with the plans and documents submitted to the Authority at its meeting on July 22, 1999; and

Further

Voted: That pursuant to Article 80, Section 80-5.3 of the Boston Zoning Code, the Director be, and hereby is, authorized to issue a certification indicating that the BioSquare Garage Project pursuant to the Amended and Restated PDA Master Plan for Planned Development Area No. 41 and the Amended and Restated Development Plan for the BioSquare Garage Project has satisfactorily complied with the requirements of Article 31, that no further review pursuant to Article 31 is required, and that the BioSquare Garage Project is exempt from Article 80, Large Project Review; and

Further

Voted: That the Director be, and hereby is, authorized to issue a Certification of Consistency pursuant to Article 80, Section 80C-8(a)(2) of the Boston Zoning Code, along with any and all other documents which the Director in his sole discretion deems appropriate and necessary, indicating that the BioSquare Garage Project is consistent with the Amended and Restated Development Plan for the BioSquare Garage Project and the Amended and Restated PDA Master Plan for Planned Development Area No. 41 upon approval by the Zoning Commission and completion of the Article 80 review process; and

Further

Voted: That the Director be and hereby is authorized to certify to the Commissioner of Inspectional Services Department of the City of Boston that the BioSquare Garage Project is exempt from the provisions of Section 80B and that a Certificate of Compliance may appropriately be issued under Article 31-15 for such project;

Further

Voted: That the Director be, and hereby is, authorized to issue a certification that the Amended and Restated Development Plan for the BioSquare Garage Project is consistent with and in compliance with the provisions of the Amended and Restated PDA Master Plan for Planned Development Area No. 41 upon approval by the Zoning Commission; and

Further

Voted: That the Director be, and hereby is, authorized to execute a second amendment to the Land Disposition Agreement, along with any and all other documents which the Director in his sole discretion deems appropriate and necessary, in connection with the modification of such Land Disposition Agreement.

**Stephen Greene
652 Massachusetts Ave.
Boston, MA 02118
617-353-0825**

By Fax

1 page Fax No. 617-742-4464

7/21/99

Clarence Jones, Chairman
Boston Redevelopment Authority
One City Hall Square
Boston, MA 02201

Re: Article 80 Review, Bio Square Parking Garage (710 Albany Street) and Master Plan, Area No. 41

Dear Mr. Jones:

I write to indicate my support of the proposed garage at Bio Square and ask for the Board's prompt approval. The success of Bio Square and the Boston Medical Center rests on accessibility. Parking is one element of making the facilities accessible.

Secondly, I support the amendments to the original master plan and its restart. I look forward to the continued opportunity to work design and project issues through the Bio Square Project Advisory Committee.

Should you have any questions, please feel free to contact me at 781-386-6214.

Sincerely,



Stephen Greene



**Worcester Square Area
Neighborhood Association**
P.O. Box 180564
Boston, Ma. 02118

Herman W. Daley President
Carol Davis Vice-President
Stephen Greene Treasurer
Rene Mahagan President Elect

By Fax

1 page Fax No. 617-742-4464

7/21/99

Clarence Jones, Chairman
Boston Redevelopment Authority
One City Hall Square
Boston, MA 02201

Re: Article 80 Review, Bio Square Parking Garage (710 Albany Street) and Master Plan, Area No. 41

Dear Mr. Jones:

On behalf of the Worcester Square Area Neighborhood Association, I am writing to inform you of our support for the proposed parking garage at Bio Square. Parking is a problem in our neighborhood. This garage will help reduce the pressure we feel from the numerous cars that need to access BMC and Bio Square. Additionally, the success of Bio Square and the Boston Medical Center rests on accessibility. Parking is one element of making the facilities accessible.

We also support the amendments to the original master plan and its restart. We will continue to work design and project issues through the Bio Square Project Advisory Committee.

Should you have any questions, please feel free to contact me at 781-386-6214.

Sincerely,

Stephen Greene, Co-Chair
WSANA Development Committee

CC Herman Daley, President, WSANA
Council President, James Kelley fax 617-635-4203

ALBANY LLC
P.O. Box 157
Wayland, MA 01778
(617) 890-3033

July 20, 1999

Mr. Edward Downs
Mr. Robert F. Walsh
R.F. Walsh Company
307 West First Street
South Boston, MA 02127-1342

Gentlemen,

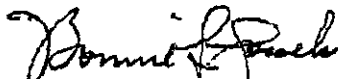
I am writing to you to offer my support for the Biosquare Master Plan especially for the new parking garage which you plan to build. After attending many of your Project Advisory Committee meetings, listening to diverse members of the community, and reviewing the design documents that you shared with us, I am confident that your project is a plus to the entire neighborhood in many ways.

The 1000 car parking garage will be an immediate benefit to the neighborhood. I echo those of other businesses and residents in the neighborhood who say "the sooner you can build it the better!".

Your project is extremely well thought out and an ambitious one. It will probably take over a decade to complete. I hope that the local officials that have to approve the development plan at each step will have the same enthusiasm for your long range vision for this neighborhood and will work to expedite the permitting process.

If it would be helpful to appear at a hearing to speak in favor of the Biosquare, please let me know.

Sincerely,


Bonnie L. Gossels

ALBANY LLC
P.O. Box 157
Wayland, MA 01778
(617) 890-3033

July 20, 1999

Mr. Edward Downs
Mr. Robert F. Walsh
R.F. Walsh Company
307 West First Street
South Boston, MA 02127-1342

Gentlemen,

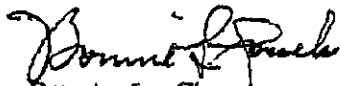
I am writing to you to offer my support for the Biosquare Master Plan and especially for the new parking garage which you plan to build starting this fall. After attending many of your Project Advisory Committee meetings, along with diverse members of the community, and reviewing the design and planning documents that you shared with us, I am confident that your project will be a major plus to the entire neighborhood in many ways.

The 1000 car parking garage will be an immediate benefit to the area: my thoughts echo those of other businesses and residents in the neighborhood when we say, "the sooner you can build it the better!".

Your project is extremely well thought out and an ambitious undertaking which will probably take over a decade to complete. I hope that the various City of Boston officials that have to approve the development plan at each stage share my enthusiasm for your long range vision for this neighborhood and do what they can to expedite the permitting process.

If it would be helpful to appear at a hearing to speak in favor of the parking garage or Biosquare, please let me know.

Sincerely,


Bonnie L. Gossels



By FAX
July 21, 1999

Clarence Jones, Chairman
Boston Redevelopment Authority
One City Hall Square
Boston, MA 02201

Re: Amended and Restated Development Plan and Garage
Biosquare, South End

Dear Chairman Jones and Board Members:

Washington Gateway Main Street supports the changes to Biosquare's Master Plan and its construction of a 1,000 car parking garage. The developers of Biosquare have been good neighbors, involving the community in their plans.

The South End is very concerned about the lack of parking in the neighborhood. Washington Gateway supports the construction of parking garages, particularly ones like this that has street level retail.

We are delighted that Biosquare has made parking a priority. In addition, the immediate access to this parking, without traversing neighborhood streets, is an excellent design.

Gateway urges your approval of the Biosquare plans.

Very truly yours,

Sheila Grove
Program Manager



South End Neighborhood Action Program
 South End Neighborhood Service Center of ABCD
 554 Columbus Avenue Boston MA 02118-1116
 Phone: (617) 287-7400 Fax: (617) 536-8578

July 22, 1999

Clarence Jones
 Chairman, Board of Directors
 Boston Redevelopment Authority (BRA)
 One City Hall Square
 Boston, MA 02203

Attn: John O'Bryant
 (Project Manager)

Dear Chairman Jones,

On behalf of the South End Neighborhood Action Program (SNAP) and as a 10 year member of the Project Area Committee of BioSquare, I am presenting recommendations for the Amended and Restated Master Plan which was submitted by University Associates Limited Partnership in May for the amendment of Planned Development Area No. 14, known as BioSquare in the South End.

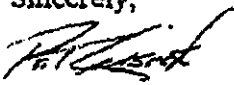
The proposed project consists of four major uses: research/office, structured parking, retail/commercial uses, and ancillary uses incidental and integral to the BioSquare I Project.

We recommend that you approve, pursuant to Article 80, Section 80C, the Amended and Restated Master Plan, and the approval of a petition to the Zoning Commission for the Amended and Restated Master Plan and the issuance of the Certification of Consistency by the Director of the B.R.A.

It is our opinion that BioSquare, will be the largest development of the new millenium and a "linchpin" in the Crosstown Corridor, stretching from the Longwood Medical Complex through Newmarket Square.

Your consideration is appreciated.

Sincerely,


 Pat Cusick

President:
 Jeanette Boone
 Vice President:
 Ralph Cooper

Members:
 Mary Chin
 Veronica Collier
 Mark Glover
 Marilyn Hicks
 Dr. Muriel Knight
 Marilyn Poston

Executive Director:
 Pat Cusick

cc. Jeanette Boone, President, SNAP Advisory Committee
 Michael Vance, Director, Community Coordination, ABCD

