

BRA Approval: Feb. 25, 1999

ZC Approval: March 24, 1999

Effective Date: March 26, 1999

DEVELOPMENT PLAN
for
PLANNED DEVELOPMENT AREA NO. 46
BRIGHTON LANDING
Dated: February 25, 1999

Developer: B.V. Development, LLC (the "Developer") is a Limited Liability Company formed under the laws of the State of Delaware, and is qualified to do business in the Commonwealth of Massachusetts. The business address and telephone number for the Developer is: B.V. Development, LLC, 77 Guest Street, Brighton, Massachusetts, 02135, Telephone: 617-787-2000. The managing members of the Developer are Grant M. Wilson and John E. Moravec. The designated contact for the Developer is Robert B. Eckstein, P.E., Executive Vice President. The Developer proposes to redevelop the former Honeywell-Bull HN property (the "Site"), located in the Brighton section of Boston, as Brighton Landing ("Brighton Landing", also referred to herein as the "Project"), a multi-use business center to be used for office, research and development, manufacturing and retail, as well as accessory, ancillary and incidental uses related thereto, in accordance with this Development Plan (this "PDA Plan") for Planned Development Area No. 46 (the "Brighton Landing PDA"). The development team for the Project includes Architects: ADD Inc., 80 Prospect Street, Cambridge, MA, (617) 234-3100, Designated Contact -- Frederick A. Kramer; Project Planning, Engineering and Transportation: Vanasse Hangen Brustlin, Inc., 101 Walnut Street,

Watertown, MA, (617) 924-1770, Designated Contact -- Mr. Robert M. Kaye; and Attorneys: Eckert Seamans Cherin & Mellott, LLC, One International Place, 18th Floor, Boston, MA 02110, (617) 342-6800, Designated Contact -- Stephen I. Burr. The combined experience of the Developer and the Project Team includes such significant Boston projects as: The Fleet Center, Millennium Place, Lafayette Corporate Center (f/k/a Lafayette Place), and the Harvard Business School Executive Housing Educational Facility.

Site Description and History: The Site is comprised of two parcels of land consisting of a total of approximately 5.68 acres, all as more particularly described and shown on the ALTA/ASCM Land Title Survey (the "Survey"), prepared by Harry R. Feldman, Inc., dated September 28, 1995, revised May 7, 1998, attached hereto as Exhibit A and made a part hereof. The parcel defined in Exhibit A as Lot 3, which consists of approximately 2.64 acres, is referred to hereinafter as the "North Parcel." The parcel defined in Exhibit A as Lot 2, which consists of approximately 3.04 acres, is referred to hereinafter as the "South Parcel." The Site is owned by the Developer.

The Site is located east of the intersection of Guest Street at Market Street, and is highly visible from both Market Street and Interstate 90, also known as the Massachusetts Turnpike (the "Turnpike"). The North Parcel and the South Parcel are separated by Guest Street which is a public right-of-way owned and maintained by the City. The North Parcel has approximately 190 feet of frontage on Market Street. The north side of the North Parcel is separated from the Turnpike by a Boston Edison Co. transformer substation and Conrail/MBTA rail lines that parallel the Turnpike, and the east side is bounded by Boston Super L.P.S., otherwise known as Barry Controls ("Barry Controls"). The east side of the South Parcel is

bounded by Life Street and the south and west sides are bounded by properties owned and occupied by Cort Furniture Company and Browning-Ferris Industries, Inc. ("BFI") respectively. The west side of the South Parcel is separated from Market Street by the BFI facility. The surrounding neighborhood is one of primarily commercial and industrial land uses. Residential neighborhoods are located south of North Beacon Street and north of Lincoln Street which is north of the Turnpike.

The North Parcel and the South Parcel have been linked since they were held by the Boston & Albany Railroad (the "B&A") in the 19th century. Following the evolutionary pattern of development in the surrounding area, the Site eventually became part of the Brighton Stockyards. In 1946, the B&A land was sold to the Hathaway Bakery, which built the existing building currently located on the South Parcel (the "Existing Building") and operated there until the mid-1950's. The Site was then bought by Minnesota Honeywell, a company that was subsequently acquired by Bull HN, and was used for manufacturing electronics and computer circuit boards until 1997 when the plant was closed. At its peak of operations, the Bull HN plant employed up to approximately 1,800 persons. Since 1997, the Bull HN Plant has been vacant. The Developer acquired the Site in 1998 for the purpose of developing Brighton Landing. The Existing Building, which served as the former Bull HN manufacturing plant, is a two-story building consisting of approximately 258,000 square feet, and is shown in further detail on the Survey attached hereto as Exhibit A. The North Parcel is presently a surface parking lot which can accommodate approximately 315 vehicles.

Proposed Development: Brighton Landing will involve construction of two new mid-rise commercial buildings on the North Parcel (the "East Building" and the "West Building",

sometimes referred to collectively herein as the "North Parcel Buildings"), and the demolition to grade-level of the Existing Building on the South Parcel and construction of a new building (the "South Building") on the existing foundation and basement of the Existing Building.

The North Parcel Buildings will have a total combined floor area of approximately 425,840 square feet to be used for office, research and development and retail, as well as accessory, ancillary and incidental uses related thereto. In addition, there will be approximately 25,200 square feet at ground-level within the structure of the West Building to be used for approximately 50 accessory off-street parking spaces for the Project, and the East Building and the West Building will be connected by an enclosed lobby at ground-level consisting of approximately 3,115 square feet. The East Building will consist of ten stories at approximately 242,600 square feet, and the West Building will consist of seven stories at approximately 183,240 square feet plus the approximately 25,200 square feet of parking within the structure at ground-level. The East Building will have a building height of approximately 150 feet, and the West Building will have a building height of approximately 102 feet. Pursuant to the Zoning Code, these building heights are measured from grade and do not include the Penthouses which will be used for housing mechanical equipment. The lobby area of each of these buildings will be at the ground-level with access from the parking area. It is anticipated that New Balance will occupy approximately 100,000 square feet of office space in the East Building.

The South Building will have approximately 100,000 square feet of floor area located on the ground floor and the basement to be used for manufacturing and retail, as well as accessory, ancillary and incidental uses related thereto, and approximately 420,000 square feet

of floor area to be used for approximately 1,200 accessory off-street parking spaces for the Project, which parking will be located in four stories above grade plus a fifth level on the roof. The South Building will have a building height of approximately sixty-three feet to the top of the roof-level parking barrier wall.¹ It is anticipated that New Balance will occupy approximately 65,000 square feet of floor area in the ground-level and basement of the South Building for manufacturing and retail uses, as well as accessory, ancillary and incidental uses related thereto.

Location and Appearance of Structures: Brighton Landing will be visible from the Turnpike as one enters the City from the west and will therefore reflect a sense of "gateway" or entry into the City. The three main structures comprising Brighton Landing are arranged around a central urban plaza and will be characterized by compatible architectural styles, materials, and details to visually join and unify the entire development. This architectural unity, along with consistent landscape and streetscape improvements, will serve to establish a uniform identity for the Project and compatibility with the surrounding area, thereby enhancing the image of the Site and the surrounding area. The design of Brighton Landing will also provide safe and functional pedestrian links between the three structures. The East Building and the West Building will be connected by an enclosed lobby at the ground-level, and the North Parcel and the South Parcel will be connected by a clearly marked crosswalk across Guest Street. The proposed location and appearance of the structures is shown in greater detail on the plans and drawings (the "Drawings") listed in Exhibit B attached hereto and made a part hereof, as said Drawings may be further refined, revised, amended and approved pursuant to

¹ The elevator lobbies on the roof-level and the stairwell penthouses located on the roof level of the South Building shall not be included in the building height for the purposes of the dimensional requirements set forth in this PDA Plan.

review by the Boston Redevelopment Authority (the "BRA") and other appropriate agencies and authorities.

Location and Appearance of Open Spaces and Landscaping: The landscape design for the Site's open spaces and street-edges is shown on the Landscaping Plans listed on Exhibit B, as said Landscaping Plans may be further refined, revised, amended and approved pursuant to review by the BRA and other appropriate agencies and authorities. The landscaping for the project has been designed to (a) improve the character of the existing Guest Street corridor in the Project area, (b) improve the character of the Market Street edge in the Project area, and (c) screen areas such as the BFI facility to the southwest and the Boston Edison facility to the northwest as viewed from within the Project site.

On Market Street, there will be a tree-lined terrace at the building edge to introduce a pedestrian scale and provide direct access to the West Building. From there, new sidewalks and planting wrap around to the Guest Street corridor. A fourteen foot wide sidewalk on the north side of Guest Street will have trees planted at approximately thirty foot intervals. A regularly spaced bosque of trees greets the vehicular and pedestrian visitor, and provides a sense of entry to the large plaza situated between the West and East Buildings. The plaza accommodates pedestrian activity by providing seating in appropriately scaled spaces within the larger scale plaza. The landscaping within the plaza becomes denser as it approaches the Turnpike edge. Public seating is also provided in the front of the East Building along Guest Street. The service entrances along Guest Street are screened with trees and planting areas. New sidewalks and street trees will also be installed along the west edge of Life Street.

Underlying Zoning and PDA Designation: The Site is located in the Guest Street

Local Industrial Subdistrict (the "Guest Street District") of the Allston-Brighton Neighborhood District (the "Allston-Brighton Subdistrict"), as set forth in Article 51 of the Zoning Code and Boston Zoning Maps Number 7A through 7D.

Proposed Uses of the Area: New Balance, a manufacturer of athletic footwear, and an important employer and corporate citizen in the Allston-Brighton community and the City, will relocate to Brighton Landing from its current headquarters and manufacturing operations located nearby at 61 North Beacon Street. New Balance intends to use its new home at Brighton Landing to expand both its manufacturing and business operations. New Balance will occupy approximately 100,000 square feet of office space in the East Building and approximately 65,000 square feet of floor area on the ground-level and basement of the South Building for manufacturing and retail uses, as well as accessory, ancillary and incidental uses related thereto. The ground-level and second floor of the East building will be used for lobby area, a cafeteria and some retail or office use. The remaining floor area of the East Building not occupied by New Balance will be used for office and/or research and development use, as well as accessory, ancillary and incidental uses related thereto. Approximately 25,200 square feet of the ground floor of the West Building will be used for accessory off-street parking for the Project. There will also be lobby area and some retail and office use located on the ground-level and second floor. The floor area of the West Building will be used for office and/or research and development use, as well as accessory, ancillary and incidental uses related thereto. The remaining floor area in the basement of the South Building not occupied by New Balance, consisting of approximately 35,000 square feet, will be used for light industrial use, or as a fitness center.

Dimensions and Densities: The proposed dimensions and densities for the Brighton Landing PDA shall be as set forth in the Zoning Calculations attached hereto as Exhibit C and made a part hereof. The actual dimensions and densities of the Project, as such dimensions may be further refined, revised, amended and approved pursuant to review by the BRA and other appropriate agencies and authorities, may differ slightly from the permitted dimensions and densities set forth in Exhibit C. However, in no event shall the actual dimensions and densities of the Project exceed the permitted dimensions and densities set forth in Exhibit C. The dimensions and densities of the Brighton Landing development are shown in further detail, and will conform with the Drawings listed in Exhibit B, as they may be further refined, revised, amended and approved pursuant to review by the BRA and other appropriate agencies and authorities.

Traffic and Pedestrian Circulation: Regionally, the Site is accessible from the Turnpike, Soldiers Field Road, and North Beacon Street, all of which are important links to downtown Boston, the surrounding metropolitan area, and the southern New England region. Locally, the Site has direct access to Life Street, and to Guest Street which connects to Market Street directly to the west. Direct vehicular and pedestrian access to Brighton Landing will be via Guest Street. A landscaped pedestrian plaza on the Guest Street parcel is shaped by the East Building and the West Building, and is located directly across Guest Street from the parking lobby of the South Building. The pedestrian entrance to the South Building to service the retail use of New Balance will be located on Life Street. Access to the New Balance manufacturing space will be located on the west side of the South Building via Guest Street. Entrances for parking and off-street loading areas for both the South Parcel and the North

Parcel will be from Guest Street. There will also be an off-street loading facility at the southeast corner of the South Parcel which will be accessed via Life Street. Separate driveways will provide access to each of the ground level parking areas of the East Building and the West Buildings respectively, and for off-street loading areas at each building. The Developer is working with the BRA through the Large Project Review process to develop a program of improvements for area roadways designed to mitigate unsatisfactory existing conditions and project impacts.

Parking and Loading Facilities: The Site will contain a total of approximately 1,250 off-street parking spaces. The demand for parking at Brighton Landing was calculated based on national parking demand rates, the Zoning Code requirements for parking in Local Industrial Subdistricts, and certain programs expected to be implemented to reduce traffic to the Site, as discussed below in the "Proposed Access to Public Transportation" section of this PDA Plan. According to these calculations, it is presently anticipated that the proposed number of approximately 1,250 off-street parking spaces will be sufficient to satisfy the parking demands for the Project.

Approximately 50 off-street parking spaces will be located on the North Parcel within the West Building at ground-level. This parking will have direct access to the building lobby, and to the East Building via the enclosed lobby. This parking will occupy approximately 25,200 square feet. The remaining approximately 1,200 off-street parking spaces will be located in the South Building on the four stories above grade and on the roof. This parking will occupy approximately 420,000 square feet. Elevators will be located at the northwest corner of the South Building and will be accessed via a parking lobby on the first floor located

directly across the street from the pedestrian plaza on the North Parcel. People who park in the South Building will have safe and efficient access to the North Parcel Buildings via a clearly marked pedestrian crossing at this location. In order to promote more efficient use of the off-street parking facilities, all or any portion of the parking may be professionally operated by an entity independent of the owner of the Project, and may be operated as valet or attendant parking with tandem parking spaces. In addition, the parking facilities may be rented during evenings and weekends for off-site events.

There will be off-street loading facilities at each of the three buildings with up to two bays at each facility. It is anticipated that the frequency of project-generated truck traffic will be low, and that all truck loading activities will occur off-street at these loading facilities. Therefore, there will be no idling of trucks on the street. Entrances for parking and off-street loading areas for both the North Parcel and the South Parcel will be located on Guest Street. There will also be an off-street loading facility at the southeast corner of the South Parcel which will be accessed via Life Street.

The parking and loading facilities are shown in greater detail, and will conform with the Drawings listed in Exhibit B, as they may be further refined, revised, amended and approved pursuant to review by the BRA and other appropriate agencies and authorities.

Proposed Access to Public Transportation: Public transportation to Brighton Landing is provided by bus and train service operated by the Massachusetts Bay Transit Authority (the "MBTA"). Two MBTA bus routes travel past the site as follows: (a) Route # 64, Oak Square - Central Square, Cambridge, and (b) Route # 86, Sullivan Square Station - Cleveland Circle. Several other MBTA bus routes also operate within 1/2 mile of the Site, including the #70 bus

on Arsenal Street and the #57 bus at Brighton Center. There are several connecting points between most MBTA bus routes, allowing the potential for the Site to be reached by bus from within the City and the surrounding suburbs.

The closest MBTA rapid transit route is the Boston College branch of the Green Line, which travels along Commonwealth Avenue, approximately 0.6 miles east of Union Square. Additionally, the Cleveland Circle area, which is approximately 1.5 miles south of the Site, is serviced by three Green Line branches: the Boston College Line, the Cleveland Circle Line, and the Riverside Line. The closest MBTA commuter rail station is the Newtonville Station on the Framingham/Worcester line, located along Washington Street, approximately three miles west of the Site. The location of the above-noted public transportation facilities are shown on the Public Transportation Access Plan attached hereto as Exhibit D and made a part hereof.

A Transportation Demand Management ("TDM") program will be implemented at Brighton Landing to encourage the use of public transportation as a commuting option to the Site. The design of the TDM program will consider several strategies related to the use of public transportation, including providing information on bus schedules and assisting and encouraging major tenants at Brighton Landing to design and implement appropriate TDM programs.

Proposed Building Elevations: The proposed building elevations will conform with the Drawings listed in Exhibit B, as they may be further refined, revised, amended and approved pursuant to review by the BRA and other appropriate agencies and authorities.

Drawings: The Brighton Landing Development project will conform with the Drawings listed in Exhibit B, as they may be further refined, revised, amended and approved

pursuant to review by the BRA and other appropriate agencies and authorities.

Exterior Building Materials and Structure: The exterior of both the North Parcel Buildings and the South Building will be comprised of either pre-cast or brick, or a combination of both. The exterior building structure is shown in greater detail, and will conform with the Drawings listed in Exhibit B, as they may be further refined, revised, amended and approved pursuant to review by the BRA and other appropriate agencies and authorities.

Signage: Signage for the Project shall include (a) those permitted by Article 11 and 51 of the Zoning Code; and (b) any additional signs as may be approved by the Authority under its Development Review Procedures.

Public Benefits: Development of the Project represents a substantial investment by the Developer that will provide significant benefits to the Allston Brighton community and the City of Boston. As result of this investment, a formerly abandoned and blighted property will be replaced by a vibrant, attractive and highly visible commercial complex that will enhance the economy, appearance and image of the site and the surrounding area. By providing sufficient expansion space for New Balance, which has outgrown its current corporate headquarters at 61 North Beacon Street, Brighton Landing will allow New Balance to relocate and remain within the Allston Brighton community. Keeping New Balance means that approximately 280 manufacturing and professional jobs will be preserved, and it is anticipated that New Balance will add additional jobs over the next several years as the company grows. Once the Project is fully occupied, approximately 1,600 people will work at Brighton Landing, including New Balance employees. These jobs, as well as the indirect benefits they will bring to local

businesses and shops, represent significant economic opportunities for the people of the Allston Brighton community. In addition, development of Brighton Landing will create approximately 150 construction jobs. Brighton Landing will also provide a substantial increase to the property tax revenues for the City, and the Development Impact Exactions required under Article 80 will provide substantial revenue for low income housing creation and job training programs.

Other Approvals and Review Procedures: The Project is subject to Large Project Review under Article 80 of the Zoning Code, and to MEPA review by the Massachusetts Executive Office of Environmental Affairs ("EOEA"). A Project Notification Form ("PNF") relating to the Project was filed on August 21, 1998, to formally commence the Large Project Review process, and the BRA issued its Scoping Determination on October 9, 1998. Approval of the Schematic Design for the Project was approved by the Boston Civic Design Commission as of October 6, 1998. The Draft Project Impact Report was filed with the BRA on December 4, 1998. An Environmental Notification Form was filed with the EOEA on September 30, 1998, and a Determination that no EIR and no further MEPA review is required was issued on November 9, 1998. Also, the Developer is seeking certain tax incentives available under the Economic Development Incentive Program ("EDIP") established by G.L. c. 23A, because the Brighton Landing Site is located within an area that has been designated as an Economic Opportunity Area under the EDIP. In order to obtain said tax incentives, the Developer is submitting an application to the BRA and the City Council to become a Certified Project under the EDIP, in accordance with the terms set forth in G.L. c. 23A and the Allston-Brighton Industrial Economic Opportunity Area Agreement between the City and the Commonwealth.

Various other permits and approvals may also be required for the Project and will be obtained at the appropriate time.

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

MEMORANDUM

February 25, 1999

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

**FROM: ROBERT BALDWIN, DEPUTY DIRECTOR, INDUSTRIAL
DEVELOPMENT
PRATAAP PATROSE, ASSISTANT DIRECTOR, URBAN DESIGN**

**SUBJECT: BRIGHTON LANDING, 38 LIFE STREET/14 GUEST STREET,
BRIGHTON**

SUMMARY: This memorandum seeks authorization for the Director to (1) petition the Zoning Commission to permit the establishment of a Planned Development Area within the Guest Street Local Industrial Subdistrict, (2) recommend that the Zoning Commission approve the PDA Development Plan submitted by BV Development, LLC for the proposed mixed use commercial development at 38 Life Street and 14 Guest Street in Brighton; (3) issue a Preliminary Adequacy Determination waiving further review of the proposed project, pursuant to Article 80B, Large Project Review, of the Zoning Code; (4) enter into a Cooperation Agreement, a Development Impact Project Agreement, a Boston Residents Construction Employment Plan, and any and all other appropriate and necessary agreements in connection with the project which, in the Director's sole discretion, are in the best interests of the Authority; and (5) issue a Certification of Compliance and a Certification of Consistency for the project.

Background

The property located at 38 Life Street (the "Site") was vacated by Bull HN approximately three years ago when the remaining manufacturing functions were transferred to Lowell. Since that time, several brokerage firms have attempted to market the 257,000 square foot building and adjoining parking lot. The building proved unsuitable for modern manufacturing purposes and the floor plates were too large for office use.

New Balance Athletic Shoes ("New Balance"), a prominent Boston corporation experiencing rapid sales growth, has its office headquarters and 30,000 square feet of manufacturing space nearby at 61 North Beacon Street. The Boston Redevelopment Authority ("BRA") has been working closely with New Balance for several years in its search for a new site to accommodate expanded office and manufacturing uses. At a

press conference attended by Mayor Thomas Menino and Governor Paul Cellucci on June 18, 1998, New Balance confirmed that it would remain in Boston when its Chairman, Jim Davis, announced his intention to move the company to the Site.

Project Description

The developer of the Site is B.V. Development, LLC ("BV"), a firm that has been closely associated with New Balance for a number of years. BV proposes to demolish the old Bull building and develop a new mixed use commercial project (the "Proposed Project") on the Site. New Balance will be the lead tenant in the Proposed Project and occupy just under one third of the leasable space. All of the approximately 300 New Balance employees currently at 61 North Beacon Street will be relocated to the Proposed Project and an additional 100 employees are expected to be hired.

The Proposed Project consists of three new buildings located on 5.7 acres of land. Two of the buildings, totaling approximately 425,840 SF, will be predominantly for office use, while the third building, totaling 520,000 SF, will house New Balance manufacturing and retail along with 1,200 parking spaces to serve the project tenants. In total, New Balance will occupy approximately 100,000 SF of office, 50,000 SF of industrial and 15,000 SF of retail space. A more detailed description follows:

- **North Parcel:** The North Parcel contains 2.64 acres of vacant land and is bounded (clockwise from the north) by the Massachusetts Turnpike and property owned by the Boston Edison Co., property occupied by Barry Controls, Inc., Guest Street, and Market Street. BV proposes to construct two new office buildings on the North Parcel that will contain a total of approximately 425,840 SF of commercial space, and 50 grade level parking spaces. The west building will be seven stories high and the east building, which will carry the New Balance logo, will be ten stories high. A landscaped entry plaza will front onto Guest Street and include historic markers commemorating the former stockyards on the Site. In order to enliven the streetscape, a retail space will front onto Market Street.
- **South Parcel:** The South Parcel contains 3.04 acres of land and is bounded by Guest Street, Life Street, a rail line, and property owned and occupied by BFI, Inc. BV proposes to demolish the former Bull building and construct a new 520,000 SF building on the existing foundation. This building will consist of four levels above grade plus rooftop parking and contain approximately 50,000 SF of industrial space, a 15,000 SF New Balance retail outlet, and 1,200 parking spaces.

Public Process

The public review process began informally on June 18, 1998 when the Mayor, the Governor, BV, and New Balance were joined by numerous elected officials and community leaders at a press conference held on the Site. Immediately following the press announcement, BV began a series of presentations to direct abutters, neighborhood residents, community leaders and civic associations.

Formal BRA review commenced on August 21, 1998 with the submission of an expanded Project Notification Form ("PNF"). During the public comment period the BRA received one comment from a community resident in addition to those received from City of Boston agencies. Also during this period, BV and its architects met with the Boston Civic Design Commission and received a positive vote from that body on October 6, 1998. On October 9, 1998, the BRA issued a Scoping Determination requiring a Draft Project Impact Report ("DPIR") providing further information and analysis, particularly concerning transportation impacts.

Following submission of the PNF, BV formed a community task force (the "Task Force") to provide input on the Proposed Project. In addition to several area residents, the Task Force consists of representatives from the Allston Civic Association, Brighton Neighborhood Association, Brighton Board of Trade, Brighton/Allston Improvement Association, Aberdeen and Reservoir Civic Association, and the Allston Brighton Community Development Corporation. The Task Force, which has met no less than once per month since its formation last October, has served as a productive forum to discuss issues related to transportation, building massing and design, treatment of street frontage, enhancement of historical resources, and community benefits. The use of housing linkage funds towards the creation and stabilization of housing in the Allston/Brighton neighborhood has been a key concern of the Task Force. BV has agreed to work with the community and the BRA to identify appropriate neighborhood projects to benefit from the Proposed Project's linkage funds.

On December 4, 1998, BV submitted the DPIR. Written comments on the DPIR have been received from the Boston Water and Sewer Commission, the Boston Transportation Department, and the Boston Environment Department. The commentors felt that the information provided in the DPIR was responsive enough not to warrant a Final Project Impact Report. There were, however, a few remaining questions concerning parking demand, transportation management, wind and daylight impacts, and recycling. Prior to issuance of a Certification of Compliance, BV will provide supplemental information that responds to these questions.

The Proposed Project has gone through extensive Design Review by the BRA Urban Design staff resulting in significant improvements to the overall massing, scale and architectural design of the proposed buildings. BRA design review will continue to address these issues through Design Development and Contract Document stages of the Proposed Project.

Zoning

The Proposed Project is located in the Guest Street Local Industrial Subdistrict. The existing zoning for this subdistrict allows for industrial and R&D uses, along with limited office and retail uses. The zoning provides for a maximum Floor Area Ratio (FAR) of 2.0 and a maximum building height of 45 feet, reflecting the existing building pattern of low-rise industrial buildings and large parking lots. The Proposed Project would include manufacturing, R&D, office, and retail uses in three buildings of four, seven and ten stories,

with heights of 63, 102, and 150 feet, for a total FAR of 2.25. The Proposed Project exceeds the underlying FAR and building height in part because it places most of the parking within the buildings, rather than at grade.

The Guest Street Local Industrial Subdistrict, which was the historic home of the Brighton stockyards, is predominantly occupied by low-rise industrial buildings and parking lots, most noticeably the Barry Controls building, Crystal Bus Transport, and the BFI truck lot. Some of the industrial properties in this area are functionally obsolete, and opportunities for redevelopment of these properties may include a mix of industrial and other uses. In addition to the Proposed Project, the most recent redevelopment to take place in the District was the construction of a Super Stop and Shop on the site of the former Ryerson Steel warehouse. Future development opportunities include the BFI property on Market Street and New Balance's current headquarters on North Beacon Street.

Careful planning is needed to ensure that development of commercial uses on the sites of some formerly industrial properties does not overburden the transportation infrastructure or otherwise negatively impact the neighborhood. For this reason, the BRA has agreed to work with the community to perform a planning study for the District. [As part of the mitigation measures for the Proposed Project,] BV has agreed to contribute to this long-range planning effort.

In the absence of an existing plan for the area, BV has proposed the establishment of a Planned Development Area (PDA) for the Site and has submitted a proposed PDA Development Plan describing the Proposed Project. The PDA Review process, required by Article 80 of the Zoning Code, provides for extensive review and comment by the public and the City to ensure that the project will not adversely affect the surrounding neighborhood, and it requires that any project in a PDA provide appropriate public benefits. Approval of the Development Plan by the BRA and the Zoning Commission, and the establishment of a PDA for the Site, would allow for the development of the Proposed Project as described in the plan and would provide the necessary zoning relief for the proposed FAR and building heights.

Approval of the PDA Development Plan requires a vote of both the BRA and the Zoning Commission, in each case after a public comment period and a public hearing as required by the PDA Review process. The establishment of the PDA also would require a text amendment to the Allston-Brighton Neighborhood District zoning, Article 51 of the Zoning Code, to allow for the establishment of PDAs in this location. At present, the Allston-Brighton Neighborhood District zoning does not provide for the establishment of PDAs in Local Industrial subdistricts, though it does provide for them in Conservation Protection Subdistricts, in the Western Avenue/Soldiers Field Road Community Commercial Subdistrict, and in the Allston-Landing North and South Economic Development Areas. Because the PDA Review process provides for appropriate development in the context of thorough community review, staff recommends that the zoning be amended to add the Guest Street Local Industrial Subdistrict to the list of subdistricts where PDAs may be established.

BV submitted the PDA Development Plan to the BRA on December 14, 1999. The description of the Proposed Project in that plan is consistent with the description contained in the DPIR. The BRA published notice of receipt of the Development Plan on December 11, 1999. To date, the BRA has received no comments on the Development Plan.

Development Impact Project (DIP) Exactions

Based upon the present plans for the proposed Project, BV will provide estimated linkage funds of \$1,644,775 for Housing and \$328,955 for Jobs pursuant to the provisions of Article 80, Section 80B-7 of the Zoning Code. These estimated linkage payments are calculated as follows:

Housing Linkage	
DIP Uses	428,955 square feet
Exclusion	<u>-100,000</u>
	328,955
	<u>x\$5.00/square foot</u>
	\$1,644,775

Jobs Linkage	
DIP Uses	428,955 square feet
Exclusion	<u>-100,000</u>
	328,955
	<u>x\$1.00/square foot</u>
	\$328,955

Recommendations

The Proposed Project will replace a vacant, obsolete building with a modern mixed-use project marking the western gateway to the city; retain New Balance, one of Boston's pre-eminent corporations and a major employer in Brighton; provide space for approximately 1,600 employees; and substantially increase city tax revenue. BV has provided comprehensive project impact information and undergone a thorough and inclusive public review process lasting approximately eight months. The Proposed Project has been generally received with favor. It is, therefore, staff's recommendation that in connection with the Proposed Project:

- The BRA authorize the Director to petition the Zoning Commission to amend the Allston-Brighton Neighborhood District Zoning, Article 51 of the Zoning Code, to allow for the establishment of PDAs in the Guest Street Local Industrial Subdistrict;
- The BRA recommend that the Zoning Commission approve the attached Development Plan for Planned Development Area No. 46 Brighton Landing;
- The BRA authorizes the Director to issue a Preliminary Adequacy Determination waiving further project review consistent with Section 80B-5.4(c)(iv) of the Zoning Code; and

- The BRA authorize the Director to execute, a Cooperation Agreement, a Development Impact Project Agreement, a Boston Resident Construction Employment Plan, and any other documents appropriate for the Proposed Project and in the best interests of the Authority; and
- The BRA authorize the Director to issue a Certification of Compliance and a Certification of Consistency.

Appropriate votes follow:

VOTED: That the Director be, and hereby is, authorized to issue a Preliminary Adequacy Determination which finds that the Draft Project Impact Report adequately describes the potential impacts arising from the proposed Brighton Landing project and waives further review of the proposed Brighton Landing project, in accordance with Section 80B-5.4(c)(iv) of the Boston Zoning Code; and

FURTHER VOTED: That the Director be, and hereby is, authorized to issue a Certification of Compliance for the Brighton Landing project upon the successful completion of all Article 80 processes for the Brighton Landing project, subject to continuing design review by the Boston Redevelopment Authority provisions of supplemental environmental impact information; and

FURTHER VOTED: That the Director be, and hereby is, authorized to execute a Cooperation Agreement, a Boston Residents Construction Employment Plan and any and all other agreements and documents which the Director deems appropriate and necessary in connection with the Brighton Landing project, all upon terms and conditions to be determined in the best interests of the Boston Redevelopment Authority; and

FURTHER VOTED: That the Boston Redevelopment Authority finds that the Brighton Landing project conforms to the general plan for the City of Boston as a whole and that nothing in said proposed project will be injurious to the neighborhood or otherwise detrimental to the public welfare; and

FURTHER VOTED: That the Director be, and hereby is, authorized to execute a Development Impact Project Agreement for the Brighton Landing project in accordance with Article 80, Section 80B-7 of the Boston Zoning Code; and

**FURTHER
VOTED:**

That the Director be, and hereby is, further authorized to petition the Zoning Commission to amend Article 51, Allston-Brighton Neighborhood District zoning, in Section 51-37, Establishment of Areas Within Which Planned Development Areas May Be Permitted, to add the Guest Street Local Industrial Subdistrict to the areas where Planned Development Areas may be permitted, in substantial accord with text amendment application presented to the Authority at its meeting of February 25, 1999; and

**FURTHER
VOTED:**

That the Authority recommend for approval to the Zoning Commission the Development Plan for a Planned Development Area for Brighton Landing that was submitted to the Authority on December 11, 1998; and

**FURTHER
VOTED:**

That the Director be, and hereby is, authorized to issue a Certification of Consistency for the Brighton Landing project pursuant to Article 80, Section 80C-8 of the Boston Zoning Code upon the approval by the Boston Zoning Commission of the Development Plan for Planned Development Area No. 46 approved in accordance with Article 80 and Article 3, Section 3-1.A(a) of the Boston Zoning Code and the completion of the BRA design review.

BV Development, LLC

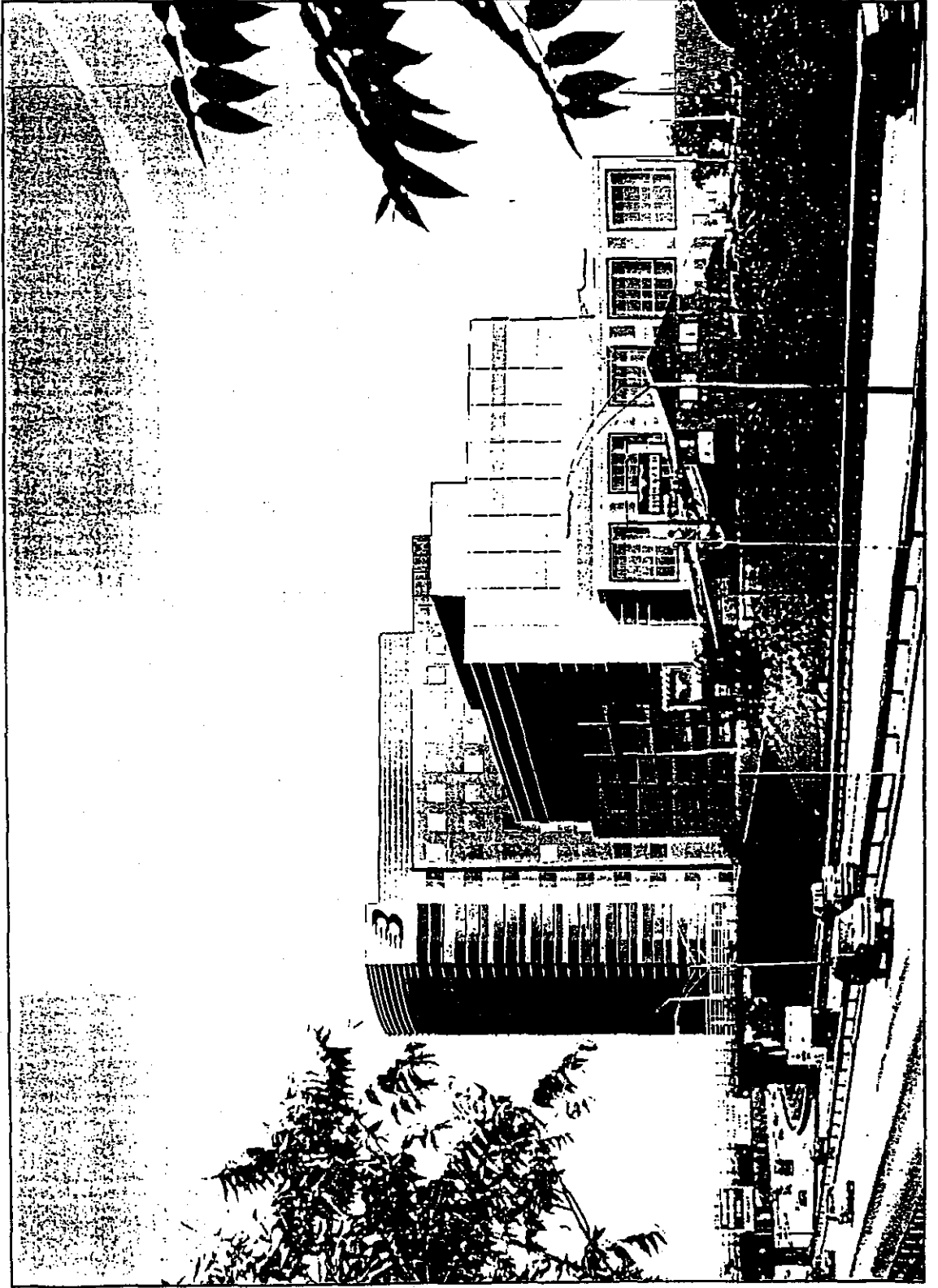
ANDERSON-NICHOLS
Company, Inc.

Vermont-Hampden-Bristol, Inc.

Figure 1.2

Site Location Map
Brighton Landing





BV Development, LLC

ADD Inc

ANDERSON-NICHOLS
Company, Inc.

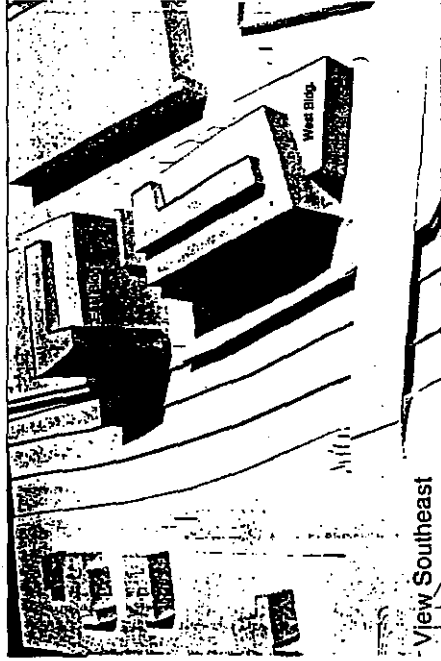
Vinassa Emagosa Dracalla, Inc.

O'Connor
Constructors

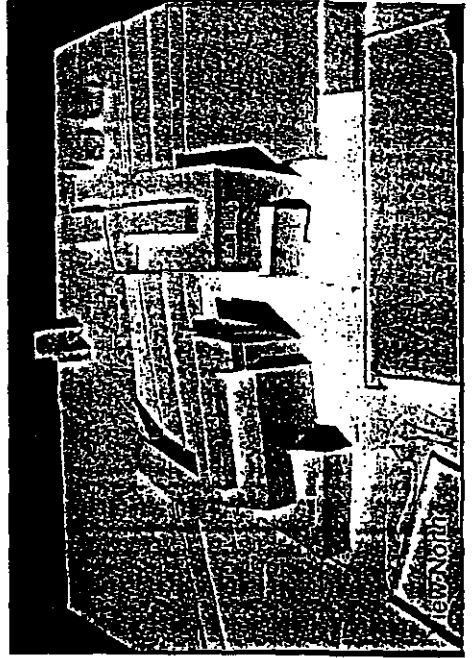
Figure • 11

Illustrative View
East to Downtown

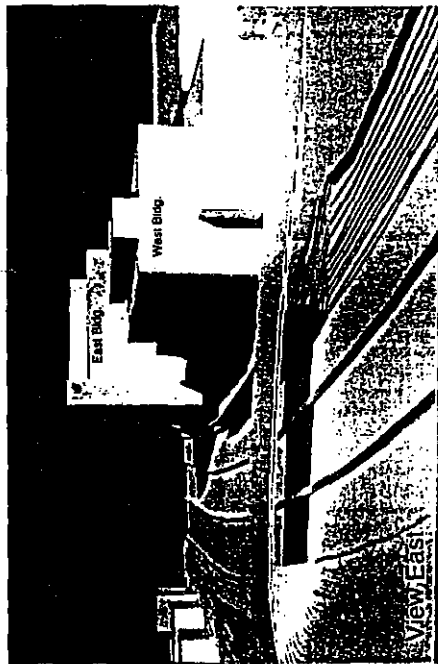
Brighton Landing
Brighton, MA



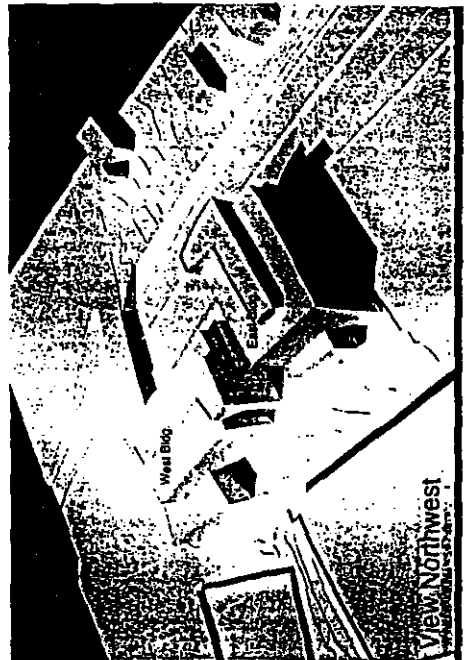
View Southeast



View North



View East



View Northwest

BV Development, LLC

ADD Inc

ANDERSON-NICHOLS
A Company, Inc.

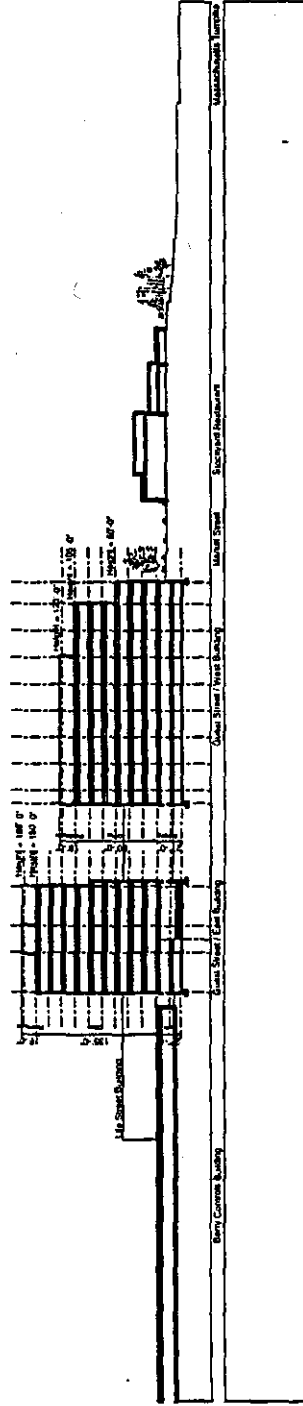
Vannese Haggan Brattlin, Inc.

O'Connor
Constructors

Figure • 4.2

Model Photos

Brighton Landing
Brighton, MA



BV Development, LLC

ADD Inc

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A COMPANY OF

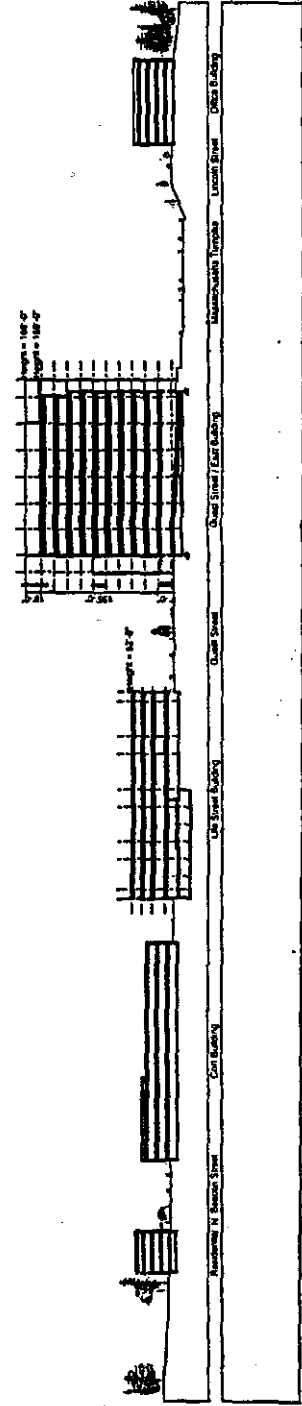
Vannasse Hangen Brustlin, Inc.

O'Connor
Constructors

Figure • 4.1

Site Sections

Brighton Landing
Brighton, MA



Map Amendment Application No. 416
Planned Development Area No. 46
Brighton Landing
Boston Redevelopment Authority on
behalf of B.V. Development, LLC
Maps 7A and 7B, Allston-
Brighton

MAP AMENDMENT NO. 354

*Effective:
March 26, 1999

THE COMMONWEALTH OF MASSACHUSETTS

CITY OF BOSTON

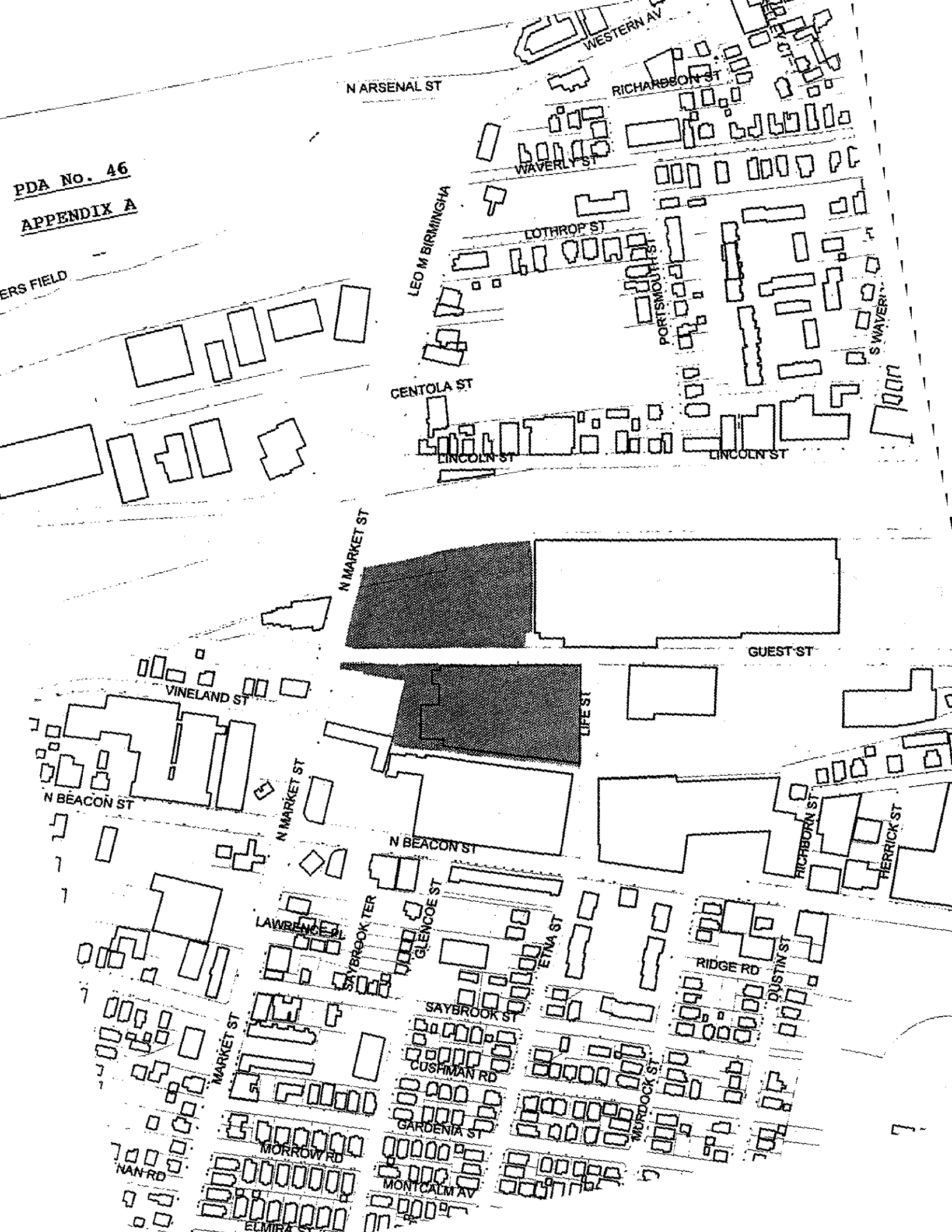
IN ZONING COMMISSION

The Zoning Commission of the City of Boston, acting under Chapter 665 of the Acts of 1956, as amended, after due report, notice and hearing does hereby approve the Development Plan for Planned Development Area No. 46, and amend "Map 7A, Allston-Brighton Neighborhood District," and "Map 7B, Allston-Brighton Neighborhood District," of the series of maps entitled "Zoning Districts City of Boston," dated August 15, 1962, as amended, as follows:

By adding the designation "D", indicating a Planned Development Area overlay district, to the parcels of land located at 38 Life Street and 14 Guest Street, comprising 2.64 and 3.04 acres respectively, in the Allston Brighton Neighborhood District as shown on Appendix A.

*Date of public notice: March 1, 1999 (see St. 1956, c. 665, s. 5)

PDA No. 46
APPENDIX A



ERS FIELD

N ARSENAL ST

WESTERN AV

RICHARDSON ST

WAVERLY ST

LEO M BIRMINGHA

LOTHROP ST

PORTSMOUTH ST

S WAVERLY

CENTOLA ST

LINCOLN ST

LINCOLN ST

N MARKET ST

GUEST ST

VINELAND ST

N BEACON ST

N MARKET ST

N BEACON ST

LIFE ST

RICHBORN ST

HERRICK ST

LAWRENCE ST

SAYBROOK TER

GLENCOE ST

ETINA ST

RIDGE RD

DUSTIN ST

SAYBROOK ST

CUSHMAN RD

GARDENIA ST

MORROW RD

MONTCALM AV

NAN RD

ELMIRA ST

MURDOCK ST

R. H. Man

Chairman

Robert Jordan

Vice Chairman

James C. Clark
Ralph Coon
M. G. Carney
John Bean
Jill Hatton

In Zoning Commission

Adopted: March 24, 1999

Attest: *[Signature]*
[Signature]
Secretary

Development Plan for Planned Development Area No. 46, Brighton Landing

R. G. Mew

Chairman

Robert Jordan

Vice Chairman

James C. Clark

Philip Coy

John G. Jerny

John Beard

Gill S. Hutton

In Zoning Commission

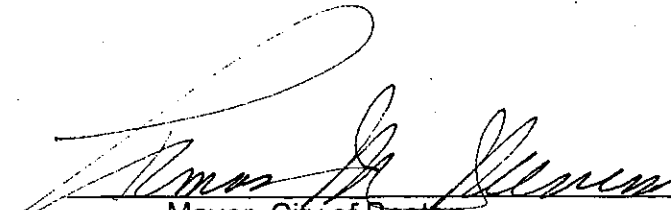
Adopted: March 24, 1999

Attest:

[Signature]

[Signature]

Secretary




Mayor, City of Boston

Date: 3/26/99

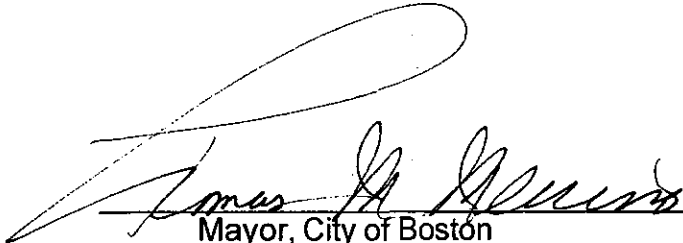
The foregoing amendment was presented to the Mayor on MARCH 25, 1999, and was signed by him on MARCH 26, 1999, whereupon it became effective on MARCH 26, 1999, in accordance with Section 3 of Chapter 665 of the Acts of 1956, as amended.

Attest:



Secretary to the Zoning Commission

Development Plan for Planned Development Area No. 46, Brighton Landing

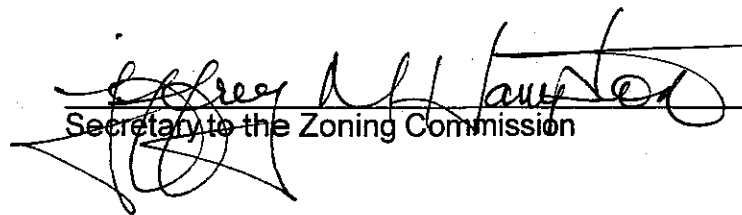


Mayor, City of Boston

Date: 3/26/99

The foregoing amendment to the development plan was presented to the Mayor on MARCH 25, 1999, and was signed by him on MARCH 26, 1999, whereupon it became effective on MARCH 26, 1999, in accordance with Section 3 of Chapter 665 of the Acts of 1956, as amended.

Attest:



Secretary to the Zoning Commission

TEXT AMENDMENT NO. 258

THE COMMONWEALTH OF MASSACHUSETTS

*Effective:
March 26, 1999

CITY OF BOSTON

IN ZONING COMMISSION

The Zoning Commission of the City of Boston, acting under Chapter 665 of the Acts of 1956, as amended, after due report, notice and hearing does hereby amend the Boston Zoning Code as follows:

By amending **Article 51, Allston-Brighton Neighborhood District**, in the manner described below.

1. In Section 51-37, Establishment of Areas Within Which Planned Development Areas May be Permitted:

- (a) in the first sentence of this section, immediately before the final period (.), insert the following text :

, and the Guest Street Local Industrial Subdistrict

and delete the word : "and" immediately preceding the words: "the Allston Landing South Economic Development Area".

- (b) In the second paragraph of this subsection, in the following text:

and the Western Avenue/Soldiers Field Road Community Commercial Subdistrict

replace the word: "and" with a comma (,) and, after said text, insert the following text:

, and the Guest Street Local Industrial Subdistrict

Text Amendment Application No. 296

Text Amendment No. 258

R. L. Mann

Chairman

Robert Jordan

Vice Chairman

James C. Clark

Ralph Cook

M. J. [unclear]

John Beam

Jill Stratton

In Zoning Commission

Adopted: March 24, 1999

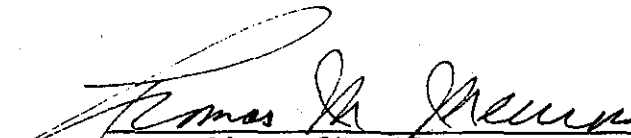
Attest:

[Signature]

Secretary

Text Amendment Application No. 296

Text Amendment No. 258

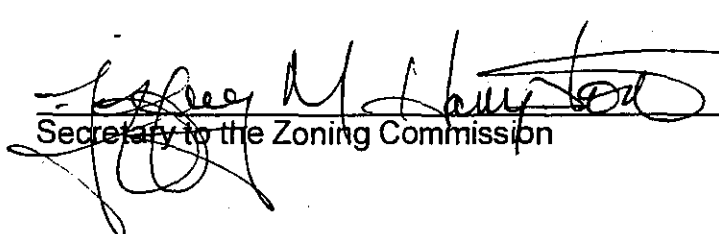


Mayor, City of Boston

Date: 3/26/99

The foregoing amendment was presented to the Mayor on MARCH 25, 1999, and was signed by him on MARCH 26, 1999, whereupon it became effective on MARCH 26, 1999, in accordance with Section 3 of Chapter 665 of the Acts of 1956, as amended.

Attest:



Secretary to the Zoning Commission