

BRA APPROVAL: 9/7/0
ZC APPROVAL: 10/18/0
EFFECTIVE: 10/18/0

BOSTON REDEVELOPMENT AUTHORITY
AMENDED AND RESTATED
DEVELOPMENT PLAN
FOR
THE RESIDENCES AT 371-401 D STREET
SOUTH BOSTON
WITHIN
PLANNED DEVELOPMENT AREA NO. 50
INTERCONTINENTAL FUND IV 371-401 D STREET, LLC, DEVELOPER

September 7, 2006

1. Development Plan: In accordance with Article 3, Section 3-1A and Article 80, Section 80C of the Boston Zoning Code (the “Code”), this development plan sets forth information on the development of the project at 371-401 D Street, South Boston (“Site”), including the proposed location and appearance of structures, the proposed uses, the proposed dimensions of structures, the proposed density, the proposed parking and loading facilities, access to public transportation and other major elements of the development (the “Amended and Restated Development Plan”). This Amended and Restated Development Plan amends and restates the Development Plan for the Residences at D Street, South Boston, approved by the Boston Redevelopment Authority (“BRA”) on September 21, 2000, approved and adopted by the Zoning Commission of the City of Boston on October 20, 2000, and approved by the Mayor on October 20, 2000 (“2000 Development Plan”).

2. Proponent: The proponent is Intercontinental Fund IV 371-401 D Street, LLC, Intercontinental Real Estate Fund IV, LLC, manager, (“Intercontinental”), a Massachusetts limited liability company, its successors and assigns.

3. Site: The development site is a parcel of land known as 371-401 D Street, consisting of approximately 243,195 SF (approximately 5.583 acres) located on D Street, South Boston, Suffolk County, Massachusetts, as more particularly bounded and described in Exhibit A attached hereto and as shown on the plan entitled: "ALTA/ACSM LAND TITLE SURVEY", prepared by Daylor Consulting Group, Inc., scale: 1"=40 feet, dated October 20, 2005 ("Site Plan"). The Site is currently a vacant and fenced site with frontage of approximately 1,100 feet on D Street. The Site Plan is included in the set of plans referenced on Appendix A.

4. Project: The development consists of a multi-unit residential complex comprising approximately 690,000 square feet of gross floor area ("gsf") with up to 585 residential units within four buildings and parking for up to 724 vehicles (approximately 222 surface spaces and approximately 502 structured spaces). The proposed development consists of a single Proposed Project, which will be developed in separate phases within the Planned Development Area. The Proposed Project's phases are as follows:

Phase I: Phase I consists of two buildings: 401 D Street, consisting of up to 265 dwelling units within approximately 324,362 gsf, and 391 D street, consisting of up to 112 dwelling units within approximately 127,520 gsf with up to 478 structured and surface parking spaces.

The 401 D Street building has 2 mid-rise elements; one element on a north-south axis with 12-stories, and the other element on an east-west axis with 17-stories. The height of the 12-story element is not greater than 140 feet, while the height of the 17-story element is not greater than 197 feet (approximately 215 feet with mechanical penthouse). The total gross square footage would equal approximately 324,362 gsf, consisting of approximately 256,788 gsf of dwelling unit space and approximately 67,574 gsf of common area space. The plans also include

up to 478 parking spaces, consisting of approximately 406 structured spaces and approximately 72 surface spaces.

The building at 391 D Street is a low-rise building of 6 stories with a height of not greater than 70 feet (approximately 82 feet with mechanical penthouse). The total gross square footage would equal approximately 127,520 gsf, consisting of approximately 101,725 gsf of dwelling unit space and approximately 25,795 gsf of common area space.

Phase II: Phase II consists of two buildings: 381 D Street, consisting of up to 104 dwelling units within approximately 111,995 gsf, and 371 D street, consisting of up to 104 dwelling units within 111,995 gsf with up to 246 structured and surface parking spaces.

The building at 381 D Street is a low-rise building of 6 stories with a height of not greater than 70 feet (approximately 82 feet with mechanical penthouse). The total gross square footage would equal approximately 111,995 gsf, consisting of approximately 92,537 gsf of dwelling unit space and approximately 19,458 gsf of common area space.

The building at 371 D Street is a low-rise building of 6 stories with a height of not greater than 70 feet (approximately 82 feet with mechanical penthouse). The total gross square footage would equal approximately 111,995 gsf, consisting of approximately 92,537 gsf of dwelling unit space and approximately 19,458 gsf of common area space. Buildings 371 D Street and 381 D Street are identical in design and compliment each other with an interior court yard.

5. Proposed Location and Appearance: The Proposed Project addresses the aim expressed in The Seaport Public Realm Plan (TSPRP) of prohibiting uses incompatible with the nearby residential neighborhood and encouraging the extension of community housing. As a development of substance in this so-called 'enhancement zone', the Proposed Project mitigates the visual/urban design impacts of the new Boston Convention & Exhibition Center ("BCEC"),

recently constructed by the MCCA on D Street opposite this Site, by occupying a considerable portion of the intended buffer area. The buildings have been designed to create and maintain a street wall on most of its D Street property line, with significant deviation only where a quasi-public open space is planned. The block sizes established by a series of access points and internal drives conform to the scale of the residential blocks beginning at Cypher Street. The massing and materials are intended as respectful of the area in its evolving state, with a clear nod toward the new architectural scale of the South Boston Waterfront neighborhood. The Site is a rectangular shape, which occupies approximately 1,100 linear feet of frontage along D Street and is approximately 220 linear feet deep with a total site area of approximately 243,195 square feet (5.583 acres). The Proposed Project location is viewed as a transition area between the BCEC and the residential areas of South Boston. In addition, the project's design will be consistent with the new roadway improvements along D Street and the soon to be started public open space improvements being planned between D Street and the BCEC.

A summary of the proposed uses follows:

- The Proposed Project contain up to 585 residential units of which up to 377 units will be developed in Phase I and up to 208 units will be developed in Phase II. The total area of the residential use is approximately 690,000 square feet of which approximately 123,235 square feet is common area (i.e. corridors, utility rooms, trash and recycling rooms, stairs, and elevators). The average unit size is approximately 928 square feet.
- The Proposed Project contains approximately 9,050 square feet of programmed common space which includes lobby with concierge and sitting area, a community room with outdoor terrace, a fitness center, and a building management office.

- The Proposed Project contains a parking garage designed for approximately 502 vehicles, vehicular circulation space, a loading zone for trash and recyclable materials, and trash and utility rooms. In addition, there are approximately 222 at grade surface spaces.
- The ground level contains the first floor of the residential buildings totaling approximately 90,500 square feet. In addition, vehicular circulation and parking occupies another 47,000 square feet. The remaining 105,000 square feet consists of pedestrian ways and landscaped open space, which is easily accessible to local area residents.

The Proponent has engaged the architectural firm of ADD Inc to design the Proposed Project. The preliminary architectural drawings are referenced on Appendix A.

6. Proposed Uses: The proposed zoning uses for the Site and for the Proposed Project may include one or more of the following uses:

<u>Use No.</u>	<u>Description</u>
7	Multi-family Housing
29	Community center uses
34	Local retail store
38	Recreational or sports center
40	Real estate, insurance or other agency office
43	Barber/beauty/shoe shop services establishments
44	Tailor/Dry Cleaning
59	Parking Garage
71	Ancillary Uses
72	Accessory parking garage

Any other commercial uses that are allowed in local retail districts.

7. Proposed Dimensions: The Proposed Project consists of a multi-unit residential complex of up to 585 residential units in four buildings comprising approximately 690,000 square feet of gross floor area with parking for up to 724 vehicles (approximately 222 surface spaces and approximately 502 structured spaces).

8. Dimensions for Phase I and Phase II:

Combined - Phase I and II

Lot Area 243,195 S.F. (5.583 acres)

Square Footage 690,000 gross square feet

Floor Area Ratio (FAR) - Maximum 2.84 (excluding parking)

Parking Spaces:

At-grade (surface): 222 spaces

Structured (garage): 502 spaces

Total 724 spaces

Street Wall: 70 feet to 197 feet

Building Heights: 70 feet to 197 feet

Phase I:

Lot Area 130,680 S.F. (3.0 acres)

Square Footage 460,000 gross square feet

Floor Area Ratio (FAR) - Maximum 3.52 (excluding parking)

Parking Spaces:

At-grade (surface): 72 spaces

Structured (garage): 406 spaces

Total 478 spaces

Street Wall: 70 feet to 197 feet

Building Heights:	70 feet to 197 feet
<u>Phase II:</u>	
Lot Area	112,515 S.F. (2.583 acres)
Square Footage	230,000 gross square feet
Floor Area Ratio (FAR) - Maximum	2.04 (excluding parking:)
Parking Spaces:	
At-grade (surface):	150 spaces
Structured (garage):	96 spaces
Total	246 spaces
Street Wall:	70 feet
Building Height:	70 feet

9. Zoning District: The Site is presently situated within the Underlying Zoning district of South Boston, shown on Map 4 of the Zoning Maps of the City of Boston, which is an H-4-D Apartments District with a Floor Area Ratio (FAR) of 4.0 with use and dimensional requirements subject to the 2000 Development Plan. Residential uses are allowed uses in an H District. In addition to the Underlying Zoning district, the Site is situated within the Restricted Parking District and, to the extent parking is provided for non-residential uses, the Amended and Restated Development Plan addresses both the existing traffic conditions and impacts as well as proposed transportation management and mitigation measures to be undertaken by the Proponent. The Site was formerly within the Enhancement Zone subdistrict (Study Area) of the South Boston Waterfront Interim Planning Overlay District (IPOD), Article 27P of the Boston Zoning Code (“Code”). Article 27P provides that the Zoning Commission may adopt amendments to the Underlying Zoning pertaining to land use within the IPOD, and such

amendments shall govern the zoning within such area. In accordance with the general land use objectives of Section 27P-7, the approval of the Planned Development Area by the BRA and the Zoning Commission in 2000 constituted planning and rezoning actions within the Enhancement Zone subdistrict of the IPOD, which actions provided appropriate buffering between the residential community and the adjacent BCEC. The approval of the Planned Development Area and the 2000 Development Plan fulfilled the goals and planning objectives of the Seaport Public Realm Plan, which encouraged the development of moderate-income housing in the South Boston Waterfront, including the development within the Enhancement Zone along D Street of affordable and community housing.

On October 20, 2000, the Zoning Commission adopted and the Mayor approved the petition of the BRA to amend the Zoning Map 4, South Boston, by changing the Underlying Zoning district from an I-2 (Industrial District) to an H-4-D District and to approve the 2000 Development Plan submitted to the Commission, as amended. This Amended and Restated Development Plan incorporates the 2000 Development Plan approval and amends and restates those underlying zoning requirements in accordance with Article 80, Section 80C of the Code and establishes the development and dimensional controls of this Amended and Restated Development Plan for the Site.

In accordance with the applicable provisions of the Code, including Section 80C, the Amended and Restated Development Plan herein addresses the Underlying Zoning requirements by setting forth the following applicable standards and controls in lieu of the Underlying Zoning requirements for the Proposed Project:

<u>Regulation</u>	<u>PDA Standard</u>	<u>Project</u>	<u>Phase I</u>	<u>Phase II</u>
Min. Lot Area	1 acre (43,560 SF)	5.583 acres (243,195 SF)	3.0 acres (130,680 SF)	2.583 acres (112,515 SF)

Min. Lot Frontage	200 ft	1,100 ft.	592 ft.	512 ft
FAR	4.0	2.84	3.52	2.04
Max. Height	200 feet	197 feet	197 feet	70 feet
Parapet Setback	BRA design review	BRA design review	BRA design review	
Yard Setback	BRA design review	BRA design review	BRA design review	

In addition to addressing the above-referenced zoning provisions, the Proposed Project is also subject to a Notice of Project Change (“NPC”). In accordance with the requirements set forth in Section 80A-6, the Proponent has filed an NPC with the BRA and, in response to the issuance of a Scoping Determination/ Director’s Determination, the Proponent has also filed a Draft Project Impact Report “(DPIR)” (the NPC, Scoping Determination/Director’s Determination and DPIR are herein referred to as the “Article 80B Documents”). Subject to BRA and Zoning Commission approval, the Site will be subject to the use and dimensional controls set forth herein, which are comprehensive development controls delineating the uses and dimensions for the Proposed Project.

10. Projected Construction Employment: It is anticipated that the Proposed Project will generate approximately 400 to 550 construction jobs over a 36 month period.

11. Parking, Loading and Access to Transportation: The area of the parking garage is approximately 171,935 square feet and consists of parking for approximately 502 cars, vehicular circulation space, a loading zone for trash and recyclable materials, and trash and utility rooms. There are also a total of approximately 222 surface parking spaces.

The Proposed Project is expected to generate 1,572 automobile trips on a daily basis, with 116 automobile trips during the weekday morning peak hour and 140 automobile trips during the weekday evening peak hour.

The Proposed Project has been designed to provide an inviting pedestrian and bicycle environment following the principles outlined in the *Seaport Public Realm Plan*, as well as the streetscape environment developed as a part of the BCEC project along D Street. The Proposed Project is expected to generate 414 pedestrian trips on a daily basis as well as a significant number (1,314) of transit trips, which, upon arrival at a transit station, most likely will become pedestrian trips between the station and the project site. In order to reduce any potential impacts of the planned residential community, a transportation mitigation plan has been proposed to require the property management team to encourage the use of public transportation by posting transit schedules in a central location and by coordinating car/vanpool options. This plan also calls for advocating the development of a MBTA surface bus route along D Street to serve the proposed residential community and link the South Boston neighborhood with the new Silver Line and Airport Intermodal Transit Connector.

12. Public Benefits: The direct public benefits of the Proposed Project are many.
 - Replacement of an underutilized, vacant parcel of land with an attractive residential development;
 - Contribution of affordable housing opportunities for area residents;
 - Creation of approximately 400 to 550 new construction jobs over a 36 month period;
 - Generation of new tax revenue for the City of Boston;
 - Upgrade of an existing industrial neighborhood to residential use;
 - Streetscape, landscape and pedestrian improvements in coordination with the BCEC;
 - Improvements to neighborhood safety and security; and

- Catalyst for future development compatible with the neighborhood plans for the area.

13. Phasing of Proposed Projects: Nothing in this Amended and Restated Development Plan shall be construed as an undertaking by the Proponent to construct or complete the Proposed Project. If and to the extent that Proposed Project Phase I, on a portion thereof, is undertaken by Proponent, the sole obligation of the Proponent is to adhere to the provisions of the Amended and Restated Development Plan and the Article 80B Documents applicable to the Proposed Project Phase I, on a portion thereof, to the extent provided herein. If and to the extent that Proposed Project Phase II, or a portion thereof, is undertaken by Proponent, the sole obligation of the Proponent is to adhere to the provisions of the Amended and Restated Development Plan and the Article 80B Documents applicable to the Proposed Project Phase II, or a portion thereof, to the extent provided herein.

14. Article 80 and Development Review Procedures: The approval of the Amended and Restated Development Plan is subject to Section 80C and the Proposed Project is subject to Section 80B, Large Project Review.

15. Affordable Housing Goal: In accordance with the provisions of Article 80 of the Code, the Proponent will enter into a Cooperation Agreement with the Authority and an Affordable Housing Agreement, which agreements will include, inter alia, the implementation of the Mayor's Affordable Housing Goal as outlined in the Executive Order entitled: "An Order Relative to Affordable Housing" issued by Mayor Thomas M. Menino on February 29, 2000 ("Executive Order"), as amended by An Order Relative to the Affordable Housing Cost Factor, dated February 3, 2005 and An Order Relative to the Inclusionary Development Policy, dated May 16, 2006.

16. Development Review Guidelines: All design plans for the Proposed Project or any phase thereof 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 Guidelines, dated 2006.

LIST OF EXHIBITS AND APPENDICES
TO
AMENDED AND RESTATED DEVELOPMENT PLAN
FOR
RESIDENCES AT 371-401 D STREET

EXHIBIT A SITE PLAN – PLAN OF LAND-LEGAL DESCRIPTION

APPENDIX A PROJECT DRAWINGS AND PHOTOGRAPHS

<u>Item No.</u>	<u>Description</u>
1.	Perspective - 401 D Street Looking North
2.	Perspective - 401 D Street Looking South
3.	Perspective - 391 D Street
4.	Perspective - 391 D Street from Courtyard
5.	Perspective - Looking South From Summer Street
6.	Aerial Photograph Montage
7.	Elevations - D Street (West)
8.	Elevation – Street Between 391 and 381 D Street
9.	Site Location Plan
10.	Site Plan - Landscape Plan
11.	Floor Plans - Basement and First Floor
12.	Floor Plans - Second Floor and Third Floor
13.	Floor Plans - Fourth Floor and Fifth Floor
14.	Floor Plans - Sixth Floor and Seventh through Eleventh Floor
15.	Floor Plans - Twelfth Floor and Thirteenth Floor
16.	Floor Plans - Fourteenth through Seventeenth Floor
17.	Vignette – Walk Up Entrance
18.	Vignette – Courtyard 1
19.	Vignette – Courtyard 2
20.	Vignette – Lobby Exterior

The above-listed plans were prepared by ADD, Inc.

Amendments, additional drawings, perspectives and plans of the Proposed Project described in the Amended and Restated Development Plan will be provided to the Authority for Authority review in compliance with the Design Review Guidelines.



D street

THE RESIDENCES AT 371-401 D STREET

SOUTH BOSTON, MA

Intercontinental Real Estate Corp. | ADD Inc

October 18, 2006

Perspective - 401 D Street looking north | EXHIBIT 1



THE RESIDENCES AT 371-401 D STREET

SOUTH BOSTON, MA

Intercontinental Real Estate Corp. | ADD Inc

October 16, 2006

Perspective - 401 D Street looking south | EXHIBIT 2



THE RESIDENCES AT 371-401 D STREET

SOUTH BOSTON, MA

Intercontinental Real Estate Corp. | ADD Inc

October 13, 2006

D Street

Perspective - 391 D Street | EXHIBIT 3



D street

THE RESIDENCES AT 371-401 D STREET

SOUTH BOSTON, MA

Infercontinental Real Estate Corp. | ADD Inc

October 18, 2006

Perspective - 391 D Street from courtyard | EXHIBIT 4



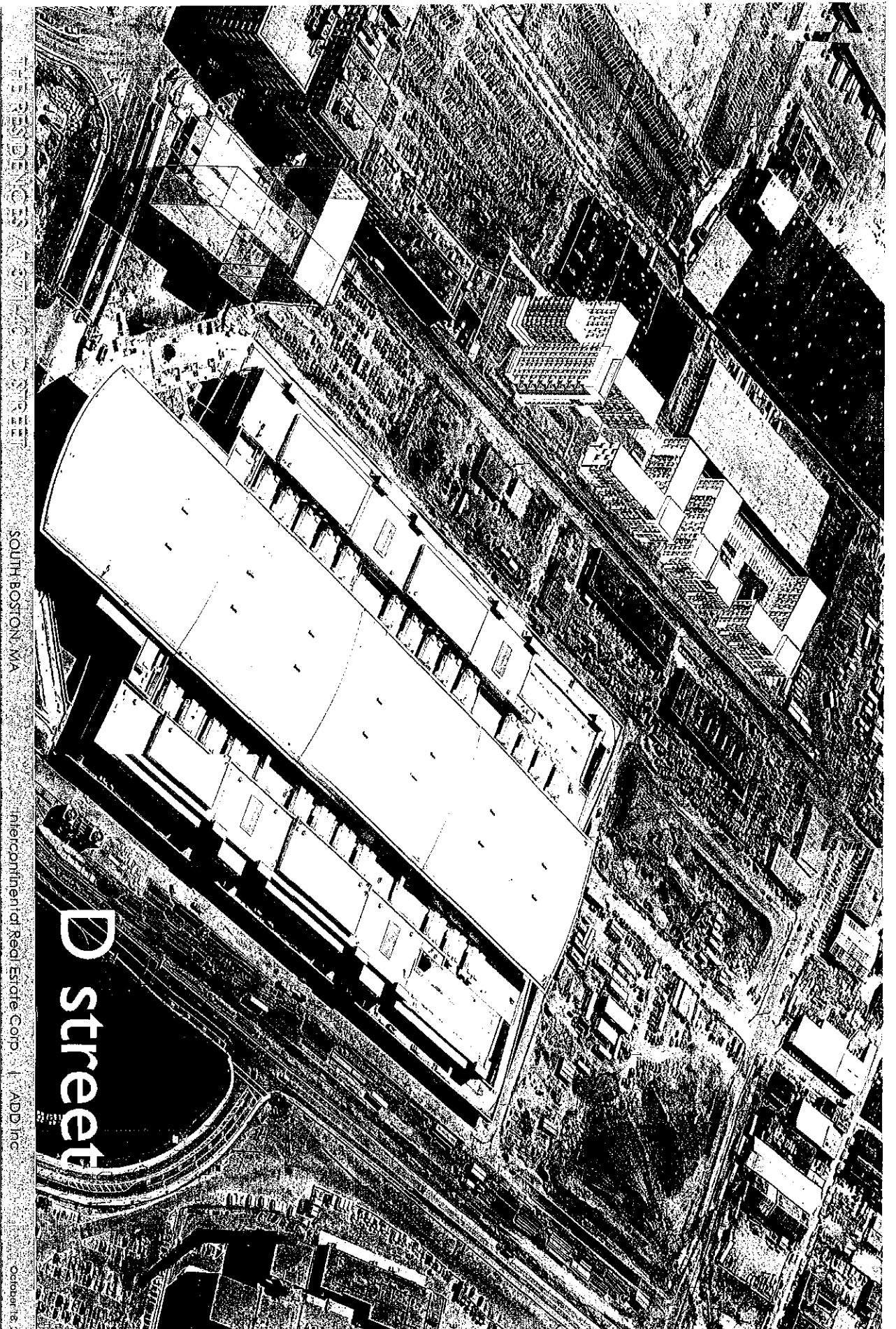
THE RESIDENCES AT 371-401 D STREET

SOUTH BOSTON, MA

Intercontinental Real Estate Corp. | ADD Inc

October 18, 2006

Perspective - Looking south from Summer Street | EXHIBIT 5



THE RESIDENCES AT 100 D STREET

SOUTH BOSTON, MA

InterContinental Redd Estate Corp. | ADD Inc

October 18, 2006

D Street

D street



THE RESIDENCES AT 371-401 D STREET

SOUTH BOSTON, MA

Intercontinental Real Estate Corp. | ADD Inc

October 16, 2006

Elevation - D street (West) | EXHIBIT 7

D street



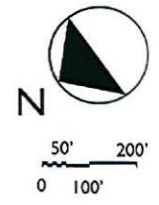
THE RESIDENCES AT 371-401 D STREET

SOUTH BOSTON, MA

Intercontinental Real Estate Corp. | ADD Inc

October 18, 2006

Elevation - between 391 and 381 D street | EXHIBIT 8



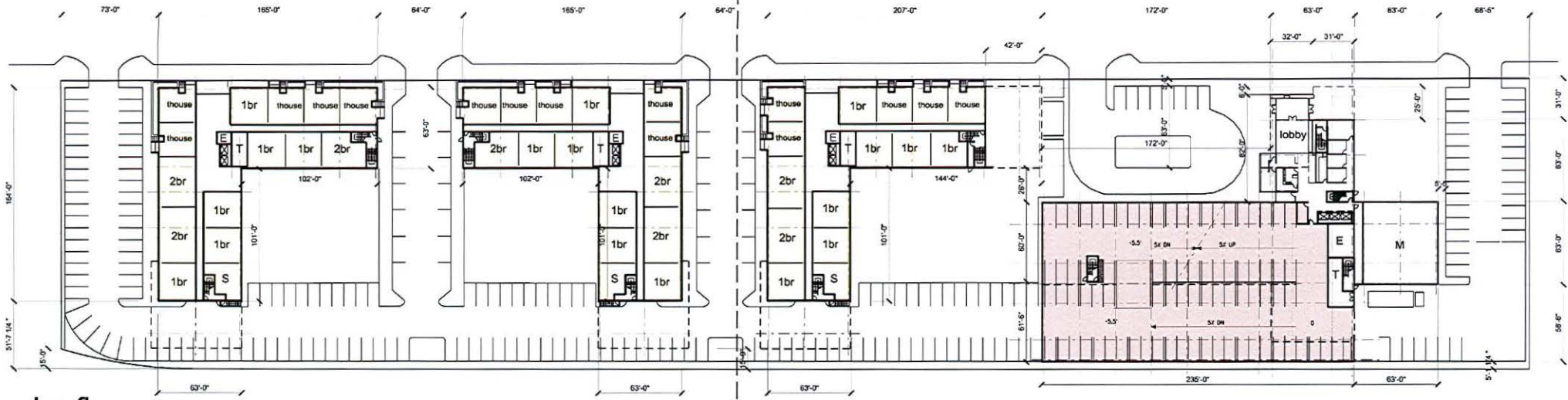
01 green space 02 drop off 03 public space 04 structured parking

D street

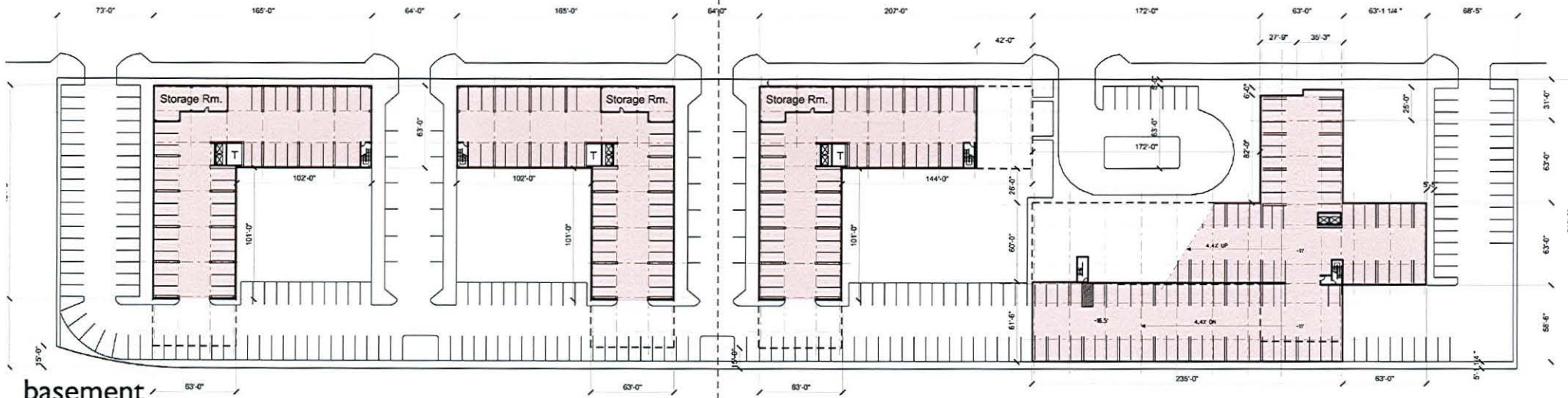


Proposed Phase II

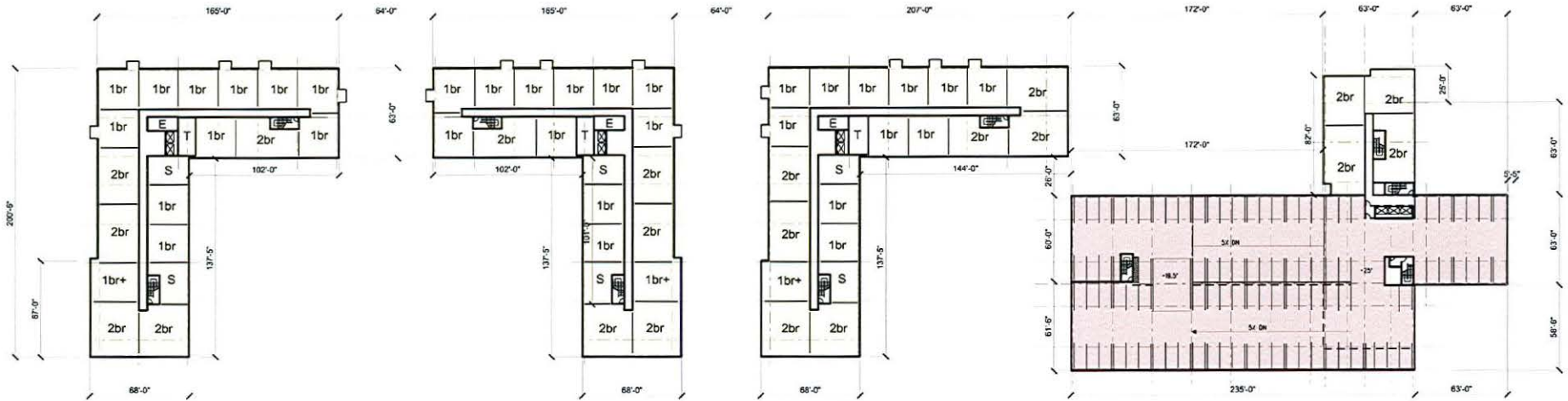
Proposed Phase I



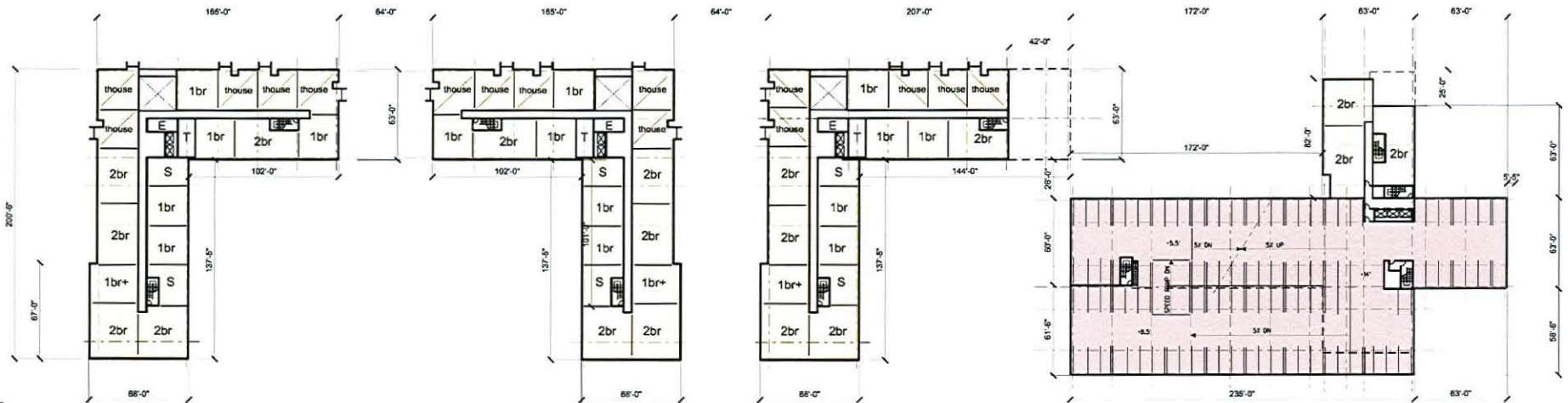
1st floor



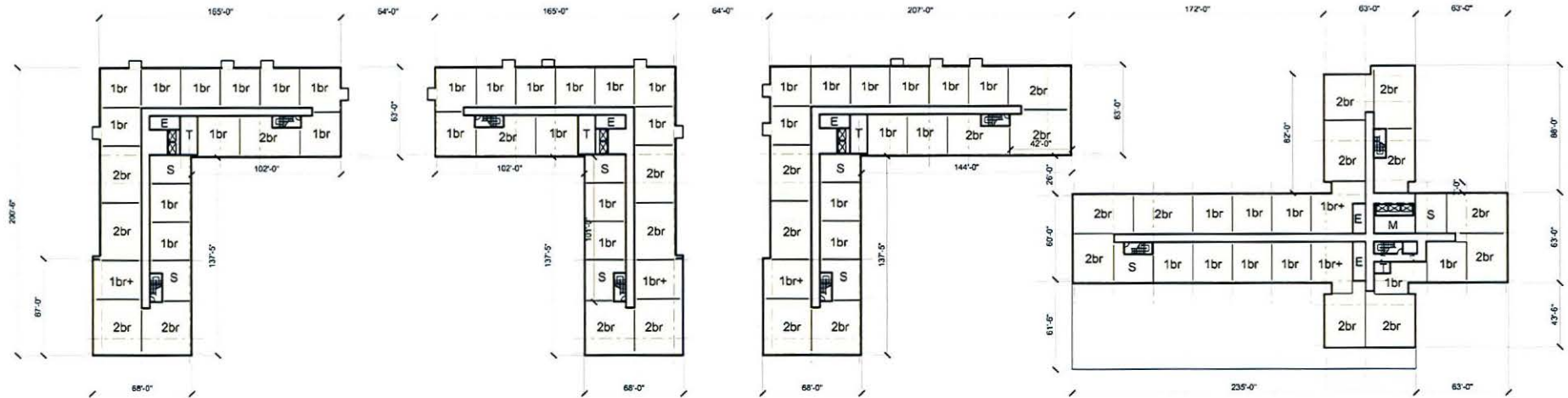
basement



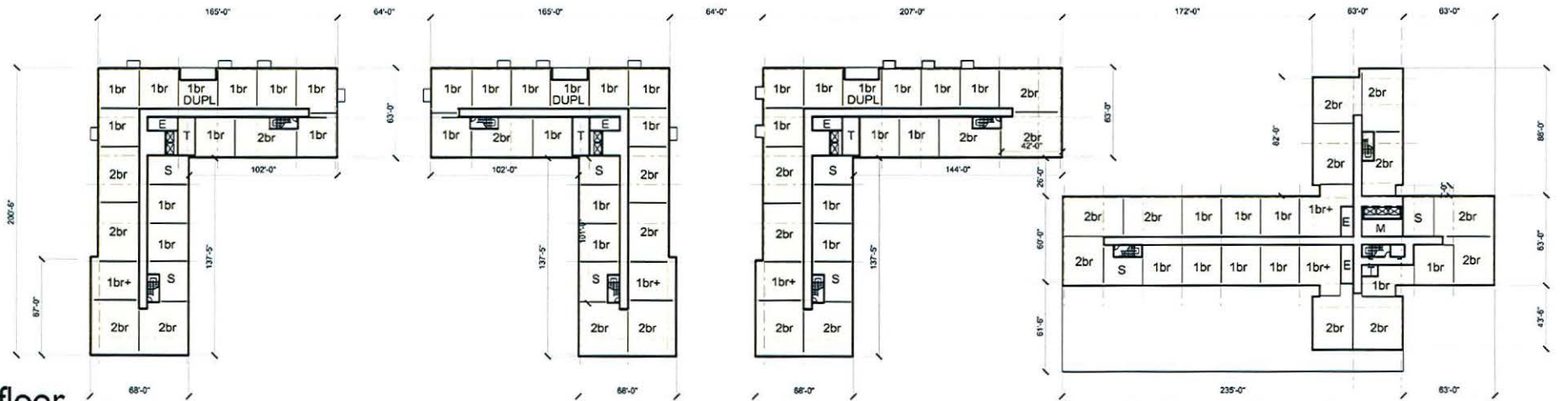
3rd floor



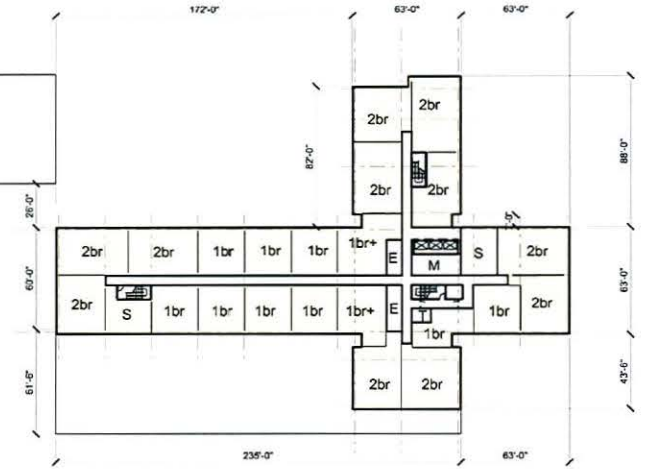
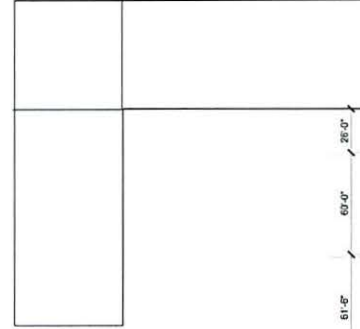
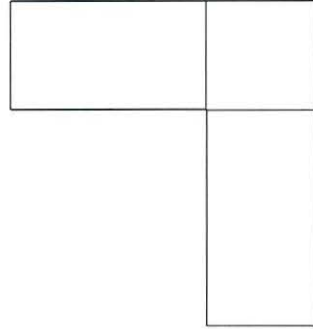
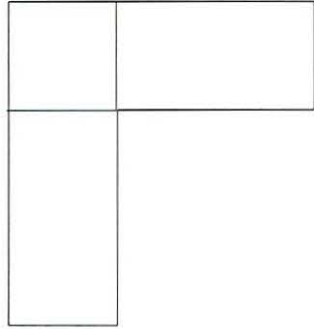
2nd floor



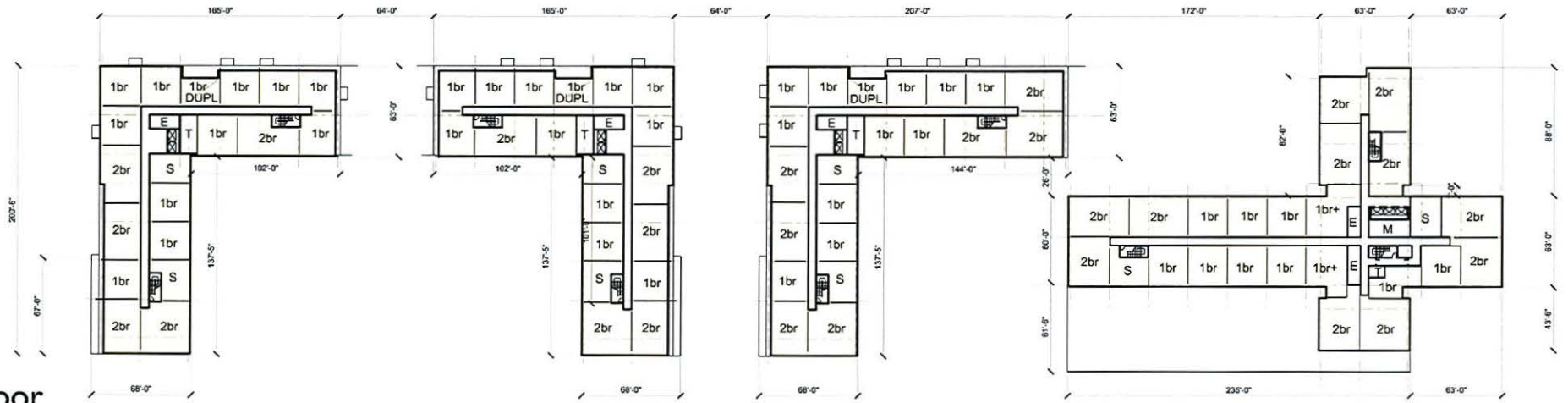
5th floor

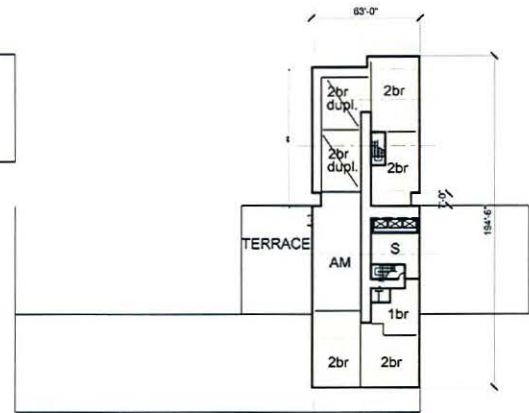
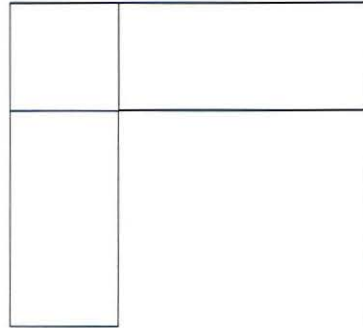
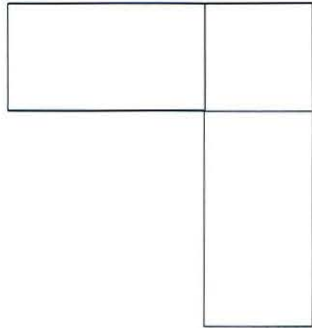
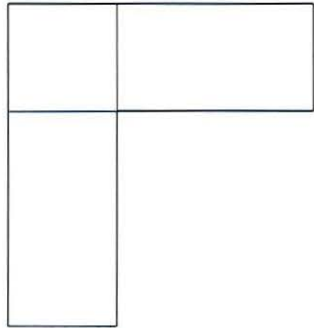


4th floor

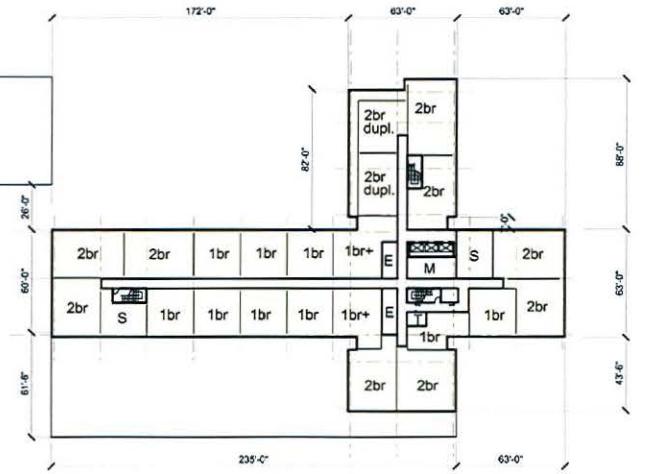
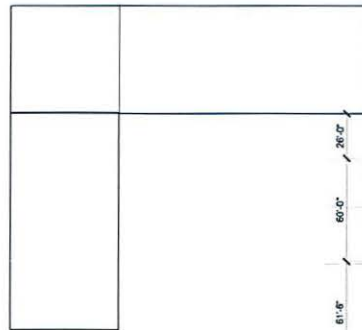
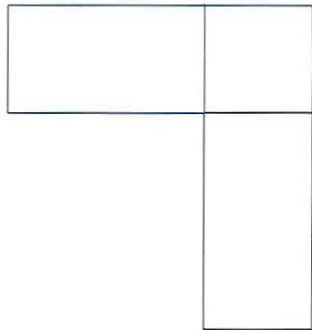
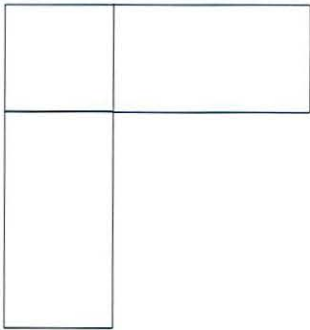


7-11th floors

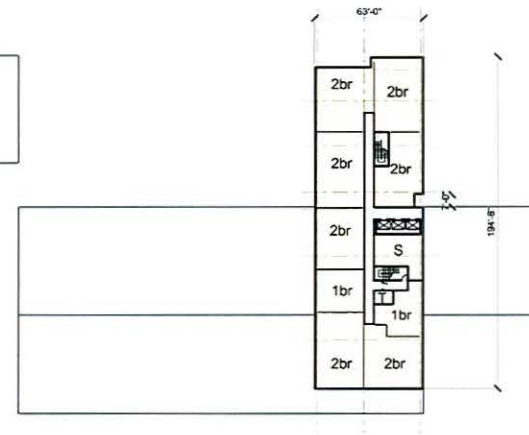
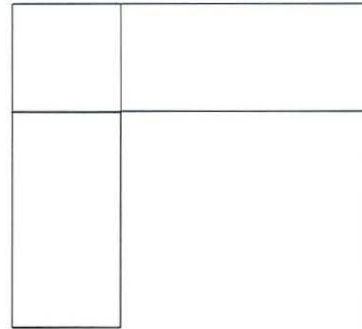
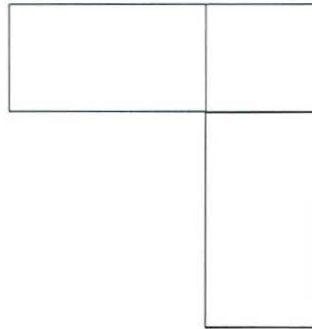
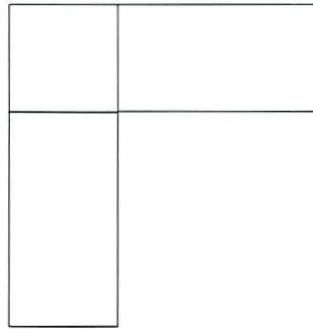




13th floor



12th floor



14-17th floor



THE RESIDENCES AT 371-401 D STREET

SOUTH BOSTON, MA

Intercontinental Real Estate Corp. | ADD Inc

October 18, 2006

Vignette - Walk Up Entrance | EXHIBIT 17

D street



D Street

THE RESIDENCES AT 371-401 D STREET

SOUTH BOSTON, MA

Intercontinental Real Estate Corp. | ADD Inc

October 18, 2006

Vignette - Courtyard 1 | EXHIBIT 18



D Street

THE RESIDENCES AT 371-401 D STREET

SOUTH BOSTON, MA

Intercontinental Real Estate Corp. | ADD Inc

October 18, 2016

Vignette - Courtyard 2 | EXHIBIT 19



D Street

THE RESIDENCES AT 371-401 D STREET

SOUTH BOSTON, MA

Intercontinental Real Estate Corp. | ADD Inc

October 18, 2006

Vignette - Lobby Entrance | EXHIBIT 20

Amended and Restated Development Plan for
Planned Development Area No. 50,
The Residences at D Street

Boston Redevelopment Authority on behalf of
Intercontinental Fund IV 371-401 D Street, LLC

**AMENDED AND RESTATED DEVELOPMENT PLAN FOR THE RESIDENCES
AT 371-401 D STREET, SOUTH BOSTON, WITHIN PLANNED
DEVELOPMENT AREA NO. 50**

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 Amended and Restated Development Plan for Planned Development Area No. 50, The Residences at D Street, dated September 7, 2006, and approved by the Boston Redevelopment Authority on September 7, 2006.

Said Amended and Restated Development Plan amends "Development Plan for The Residences at D Street, South Boston, within Planned Development Area No. 50," approved by the Authority on September 21, 2000, and approved by the Zoning Commission on October 20, 2000, effective, October 20, 2000.

Planned Development Area No. 50 was designated on "Map 4, South Boston" of the series of maps entitled "Zoning Districts City of Boston" dated August 15, 1962, as amended, by Map Amendment No. 383, adopted by the Zoning Commission on October 20, 2000, effective October 20, 2000.

Amended and Restated Development for Planned Development Area No. 50, The Residences at 371-401 D Street, South Boston

R. L. Marc

Chairman

Robert Foubert

Vice Chairman

Myron

Michael J. Long

Lynne Bernard

John G. Bray

James Clark

William Talbot

In Zoning Commission

Adopted: October 18, 2006

Attest:

Joseph A. Hunter

Secretary

Amended and Restated Development Plan for Planned Development Area No. 50, The Residences at D Street, 371-401 D Street, South Boston

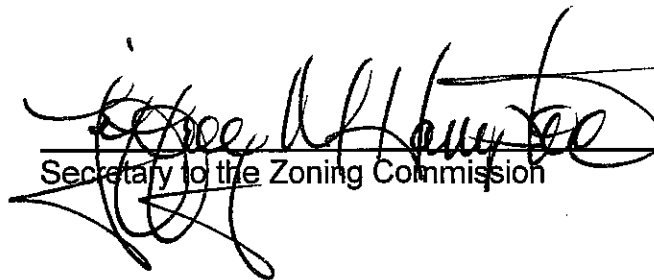


Mayor, City of Boston

Date: 10/18/06

The foregoing Amended and Restated Development Plan was presented to the Mayor on ~~OCTOBER 18, 2006~~, and was signed by him on ~~OCTOBER 18, 2006~~, whereupon it became effective on ~~OCTOBER 18, 2006~~ in accordance with Section 3 of Chapter 665 of the Acts of 1956, as amended.

Attest:



Secretary to the Zoning Commission

Amended and Restated Development Plan for
Planned Development Area No. 50,
The Residences at D Street

Boston Redevelopment Authority on behalf of
Intercontinental Fund IV 371-401 D Street, LLC

TO THE ZONING COMMISSION OF THE CITY OF BOSTON:

The Boston Redevelopment Authority, acting under Section 3-1A of the Boston Zoning Code, hereby petitions the Zoning Commission of the City of Boston for its approval of the Amended and Restated Development Plan for Planned Development Area No. 50, The Residences at D Street, dated September 7, 2006, and approved by the Boston Redevelopment Authority on September 7, 2006.

Said Amended and Restated Development Plan amends "Development Plan for The Residences at D Street, South Boston, within Planned Development Area No. 50," approved by the Authority on September 21, 2000, and approved by the Zoning Commission on October 20, 2000, effective, October 20, 2000. Planned Development Area No. 50 was designated on "Map 4, South Boston" of the series of maps entitled "Zoning Districts City of Boston" dated August 15, 1962, as amended, by Map Amendment No. 383, adopted by the Zoning Commission on October 20, 2000, effective October 20, 2000.

Petitioner: Boston Redevelopment Authority

By: _____
Mark Maloney, Director

Address: City Hall/9th Floor
Boston, MA 02201-1007

Tel. No.: 722-4300, ext. 4308

Date: _____
as authorized by the BRA Board on September
7, 2006

BOARD APPROVED

MEMORANDUM

SEPTEMBER 7, 2006

TO: BOSTON REDEVELOPMENT AUTHORITY AND
MARK MALONEY, DIRECTOR

FROM: TOM MILLER, DIRECTOR OF ECONOMIC DEVELOPMENT
HEATHER CAMPISANO, DEPUTY DIRECTOR FOR DEVELOPMENT
REVIEW
DAVID CARLSON, SENIOR ARCHITECT, URBAN DESIGN
MARK MCGOWAN, SENIOR PROJECT MANAGER

SUBJECT: PUBLIC HEARING - THE RESIDENCES AT 371-401 D STREET
PROJECT, SOUTH BOSTON

SUMMARY: This Memorandum requests, as a part of the scheduled Public Hearing concerning The Residences at 371-401 D Street project, to be located in the South Boston, that the Boston Redevelopment Authority ("BRA" or "Authority") [A] approve the Amended and Restated Development Plan for The Residences at 371-401 D Street project, South Boston within Planned Development Area No. 50 ("Amended and Restated PDA Plan"), substantially in the form presented to the BRA Board on September 7, 2006; and [B] authorize the Director to (1) issue a Determination pursuant to Section 80A-6 of the Boston Zoning Code (the "Code") which finds that the NPC adequately describes the impacts arising from changes to The Residences at 371-401 D Street project and determines that no further review is required; (2) issue a Certification of Compliance under Section 80B-6 upon successful completion of the Article 80 review process; (3) execute and deliver a Cooperation Agreement, an Affordable Housing Agreement and a Boston Residents Construction Employment Plan; (4) authorize the Director to petition the Zoning Commission for the approval of the Amended and Restated Development Plan for Planned Development Area No. 50, The Residences at 371-401 D Street project, South Boston, substantially in the form presented to the BRA Board on September 7, 2006, and (5) issue a Certification of Consistency under Section 80C of the Code.

PROJECT BACKGROUND

On September 2, 1999, Cathartes/AEW 37 1-40 1 D Street, LLC ("Prior Proponent") submitted a Project Notification Form ("PNF") to the Boston Redevelopment Authority ("BRA" or "Authority") in accordance with the provisions for Large Project Review under Article 80 of the Code for a 650-unit residential development. On November 15, 1999, the BRA issued a Scoping Determination pursuant to Article 80 that required the preparation of a Draft Project Impact Report ("DPIR").

A DPIR was filed with the BRA on May 26, 2000, describing the project and providing an analysis of transportation, environmental protection, historic resources, infrastructure, and other components as contained in the Scoping Determination in order to assess potential impacts and possible mitigation.

After the issuance of the DPIR, and, as a result of numerous meetings with City departments, community groups, and elected officials, the building program was modified by the Prior Proponent, and, with BRA approval, a revised plan for the provision of affordable housing units was established.

On June 30, 2000, a Development Plan to establish a Planned Development Area was filed with the BRA. This was followed, on August 25, 2000, by the submittal of a Notice of Project Change ("NPC") to the BRA describing the proposed changes and increasing the number of residential units from 650 to 715 for the revised project (comprising approximately 726,000 square feet of gross floor area) and increasing parking from 761 spaces, as described in the DPIR, to approximately 778 spaces.

Based on the revised design and building program, the BRA Board voted on September 21, 2000 to approve the project as changed by the NPC, comprising 715 residential units, and authorized the issuance of a Preliminary Adequacy Determination ("PAD") Waiving Further Review under Article 80B. As part of its vote, the BRA Board also petitioned the Boston Zoning Commission for approval of the Development Plan.

On October 20, 2000, the Boston Zoning Commission adopted, and the Mayor approved, the petition of the BRA to amend Zoning Map No. 4, South Boston, by changing the underlying zoning district from an I-2 (Industrial District) to an H-4-D District, and to approve the Development Plan for Planned Development Area No. 50 for the Residences at D Street Project, as amended. The PDA plan allowed a total of 695 residential units, comprising 726,000 square feet, and parking for approximately 778 vehicles (surface and sub-grade parking for 78 and 700 vehicles, respectively), to be constructed on the parcel of land known as 371-401 D Street in South Boston.

This project, as approved by the BRA Board on September 21, 2000, was never constructed, and in 2005, the site was subsequently sold to Intercontinental Real Estate Corporation.

PROPOSED PROJECT

On June 5, 2006, Intercontinental Fund IV 371-401 D Street, LLC c/o Intercontinental Real Estate Corporation (the "Developer") filed a Notice of Project Change ("NPC") and an Amended and Restated Planned Development Area Plan ("PDA Plan") with the BRA for a project to be located at 371-401 D Street in South Boston on three parcels of land totaling approximately 243,195 square feet (the "Project Site").

The NPC and Amended and Restated PDA Plan propose a residential development that consists of the construction of approximately 585 residential units, comprising approximately 690,000 square feet of gross floor area, in four buildings on an approximately 5.583 acre rectangular parcel generally bounded by D Street, Fargo Street, Butler Street, and Cypher Street. A total of approximately 724 parking spaces will be provided (502 structured spaces and 222 surface parking spaces). The buildings at 391 and 401 D Street (a total of 377 units) will be constructed initially, to be followed by the construction of the buildings at 371 and 381 D Street (a total of 208 units) (the "Proposed Project").

The most significant changes from the previously approved project are as follows:

- Reduction in the total number of residential units from 695 units to 585 units.
- Reduction in the total gross square footage from approximately 726,000 to 690,000 gross square feet.
- Minor modifications to the proposed building massing, resulting in the design of *371, 381, and 391 D Street* buildings at 6 stories (formerly ranging from 5 to 9 stories), and increasing the height of the building elements at *401 D Street* by 3 stories (this building formerly had a 9- and 14-story element and currently has a 12- and 17-story element).
- Reduction in the number of residential units allowing for a corresponding reduction in the total number of parking spaces from 778 to 724.
- Redesign of the proposed parking plan through the elimination of the single level of parking that formed a "plinth" under the approved design. In the present plan, parking is provided in structured parking spaces closer to the residences they serve and with more surface parking than the previous proposal.
- Substantial addition of open space including courtyards, sidewalk trees, green walls, and planters at-grade rather than above the garage roof.

DEVELOPMENT TEAM

The development team consists of Intercontinental Fund IV 371-401 D Street, LLC, care of Intercontinental Real Estate Corporation, as Developer, ADD Inc. as project architects, Daylor Consulting Group, Inc. as permitting consultants, Howard/Stein-Hudson Associates, Inc. as transportation consultants, and Rubin and Rudman LLP serving as legal counsel.

ARTICLE 80 REVIEW

The Developer filed a NPC and an Amended and Restated PDA Plan on June 5, 2006. Notice of the receipt by the BRA of the NPC and the Amended and Restated PDA Plan was published in the *Boston Herald* on June 6, 2006, which initiated a 45-day public comment period with a closing date of July 24, 2006.

The Developer has requested that the BRA issue a Determination waiving further review.

The Notice, the NPC and the Amended and Restated PDA Plan were sent to the City's public agencies pursuant to Section 80A-2 of the Code. The Developer conducted a public meeting on June 20, 2006, at the Boston Convention and Exhibition Center for the community's review and comments.

The Developer seeks to achieve zoning compliance for the Proposed Project by submitting an Amended and Restated Planned Development Area Development Plan pursuant to the Planned Development Area Review procedures set forth in Article 80 C of the Code. To initiate Planned Development Review under Article 80C of the Code, the Developer submitted its proposed Amended and Restated Development Plan for Planned Development Area No. 50 to the BRA on June 5, 2006, and notice of the receipt by the BRA of the Plan was published in the *Boston Herald* on June 6, 2006. The public review and comment period for the PDA Plan ended on July 24, 2006. The PDA Plan sets forth, with respect to the Proposed Project, the proposed location, appearance and dimensions of structures, open spaces and landscaping, proposed uses, densities, traffic circulation, parking and loading facilities, and access to public transportation and outlines the zoning requirements applicable to the Proposed Project. Attached to this Board Memorandum as Attachment A is the proposed form of the Amended and Restated PDA Development Plan for The Residences at 371-401 D Street.

The Developer made a presentation to the Boston Civic Design Commission ("BCDC") on July 11, 2006 and BCDC voted to approve the Proposed Project.

The Developer is currently working with the Boston Transportation Department to develop a Construction Management Plan and a Transportation Access Plan Agreement.

AFFORDABLE HOUSING

Approximately seventy-six (76) of the five hundred eighty-five (585) residential units within the Proposed Project will be created as affordable housing (the "Affordable Units"). The Inclusionary Development Policy, effective May 16, 2006, is applicable to the Proposed Project and requires that the Affordable Units be made available to households earning between 130% and 160% of the Boston Median Household Income as determined by the American Community Survey conducted by the US Census Bureau ("BMI").

Phase I, consisting of the 401 and 391 D Street buildings, will include approximately forty-nine (49) Affordable Units. Phase II, consisting of the 381 and 371 D Street buildings, will include approximately twenty-seven (27) Affordable Units. The Affordable Units will be representative of the overall mix of units.

Preference for the Affordable Units will be given to applicants who meet the following criteria, weighted in the order below:

- (1) Boston resident;
- (2) Household Size (a minimum of (1) person per bedroom); and
- (3) First-time homebuyers (if applicable).

The Developer will enter into an Affordable Housing Agreement and Restriction with the Authority for the Affordable Units. The Developer has agreed to submit a Marketing Plan (the "Plan") to the Boston Fair Housing Commission and the Authority for the Affordable Units, which shall be approved prior to the execution of the Affordable Housing Agreement. The Affordable Units will not be marketed prior to the submission and approval of the plan. A deed restriction will be placed on the Affordable Units to maintain affordability for a period of fifty (50) years (thirty years plus a BRA twenty-year extension option). Any subsequent purchaser of an Affordable Unit during this fifty (50) year period must fall within 130% and 160% of BMI.

MITIGATION AND PUBLIC BENEFITS

The Proposed Project will yield a number of public benefits and mitigation measures, including but not limited to:

- The provision of five hundred and eighty five (585) units of housing, seventy (76) of which will be designated as affordable;

- The reactivation of the now vacant Project Site to an active pedestrian environment that is compatible with existing uses in the neighborhood;
- The enhancement of the Project Site with new landscaping that will complement area improvements;
- Completion of the urban streetscape where a large gap currently exists;
- Increased annual real estate tax payments for the Project Site;
- Creation of approximately 550 construction jobs over a 36 month period;
- Creation of a 24-hour day/7 day-a-week residential environment within the South Boston neighborhood.

RECOMMENDATIONS

BRA staff believes that the NPC, project design changes, and accompanying mitigation commitments meet the criteria for the issuance of a Determination under Article 80A-6. It is therefore recommended that the Authority approve the Residences at 371-401 D Street project and authorize the Director to (1) issue a Determination pursuant to Section 80A-6 of the Code which finds that the NPC adequately describes the impacts arising from changes to the Residences at 371-401 D Street project and determines that no further review is required; (2) issue a Certification of Compliance under Section 80B-6 upon successful completion of the Article 80 review process; (3) execute and deliver a Cooperation Agreement, an Affordable Housing Agreement, and a Boston Residents Construction Employment Plan; (4) issue a Certification of Consistency for the Proposed Project, pursuant to Section 80C-8 of the Code, upon successful completion of the Article 80 Large Project Review and Planned Development Area Review processes; and (5) petition the Zoning Commission to approve the Amended and Restated PDA Plan.

Appropriate votes follow:

VOTED: That the Director be, and hereby is, authorized to issue a Determination under Section 80A-6 of the Boston Zoning Code (the "Code"), which finds that the Notice of Project Change submitted by Intercontinental Fund IV 371-401 D Street, LLC, adequately describes the potential impacts arising from the development of an approximately 585 unit residential project, comprised of approximately 690,000 square feet of gross floor area, in four buildings on an approximately 5.583 acre rectangular parcel with approximately seven hundred twenty-four (724) parking spaces ("Proposed Project") and that there are no material changes to the project, and waives further review of the Proposed Project, subject to continuing design review by the Boston Redevelopment Authority ("BRA"); and

FURTHER

VOTED: That the Director be, and hereby is, authorized to issue a Certification of Compliance for the Residences at 371-401 D Street project upon the successful completion of all applicable Article 80 processes; and

FURTHER

VOTED: That the Director be, and hereby is, authorized to execute a Cooperation Agreement, an Affordable Housing 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 Residences at 371-401 D Street project, all upon terms and conditions determined to be in the best interests of the Boston Redevelopment Authority; and

FURTHER

VOTED: That the Authority hereby finds and determines that the Amended and Restated Development Plan for The Residences at 371-401 D Street, South Boston within Planned Development Area No. 50 complies with Section 80C-4(a)-(e), Standards for Planned Development Area Review Approval of the Boston Zoning Code; and


FURTHER

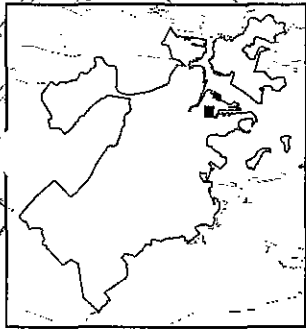
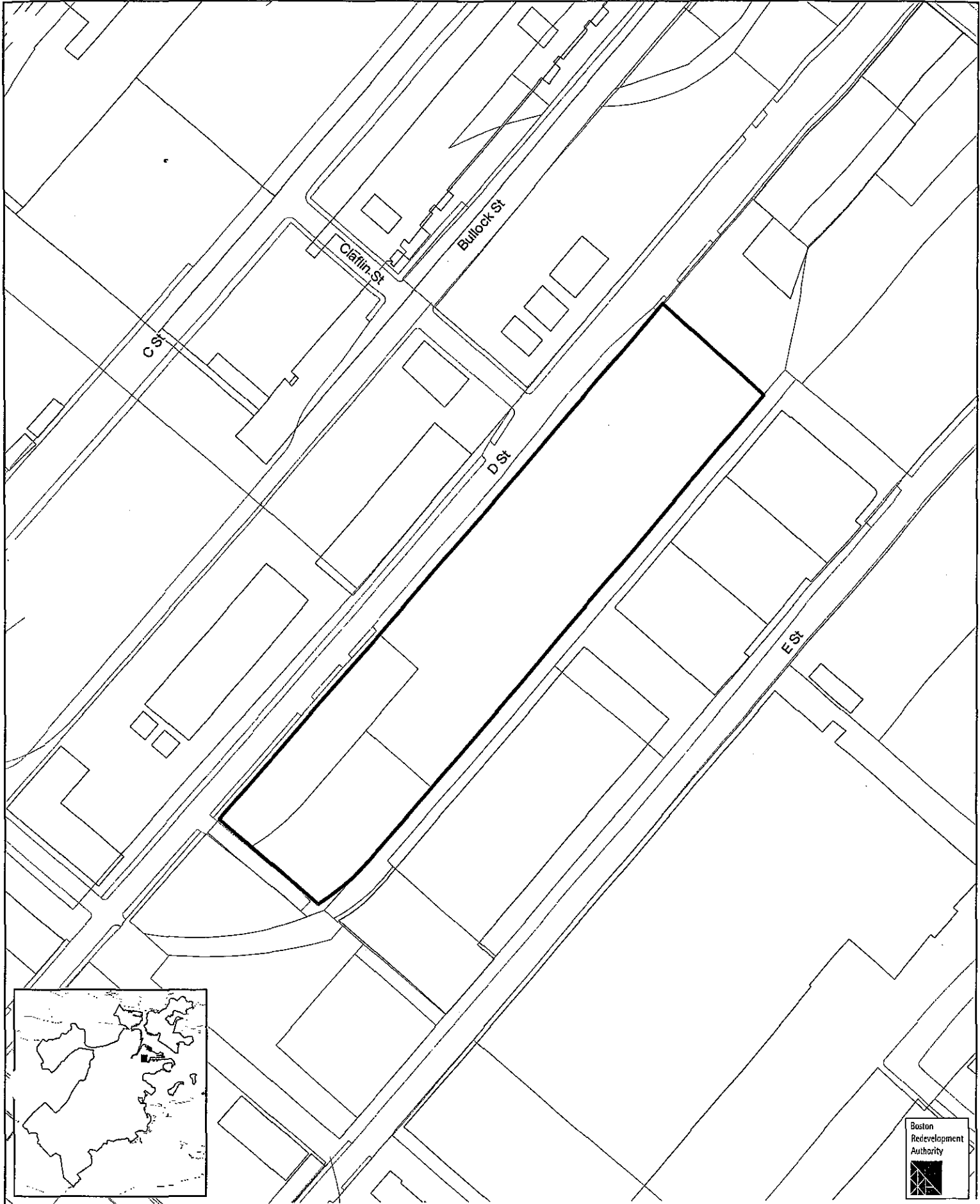
VOTED: That pursuant to the provisions of Section 3-1A.a and Article 80C of the Boston Zoning Code, the Authority hereby approves the Amended and Restated Development Plan for The Residences at 371-401 D Street, South Boston within Planned Development Area No. 50, and authorizes the Director to petition the Zoning Commission for approval of the Amended and Restated Development Plan for The Residences at 371-401 D Street, South Boston within Planned Development Area No. 50, in substantial accord with the form of Development Plan submitted to the Authority and attached hereto; and

FURTHER


VOTED: That upon approval of the Amended and Restated Development Plan for The Residences at 371-401 D Street, South Boston within Planned Development Area No. 50 by the Zoning Commission, the Director be, and hereby is, authorized to issue one or more Certifications of Consistency for The Residences at 371-401 D Street project under Section 3-1A.a and Article 80C of the Code.

Residences at 371-401 D Street

1:2,400 



Residences at 371-401 D Street

1:2,400 
2005 MassGIS aerial

