

BRA APPROVAL: 1/13/09
ZC APPROVAL: 2/4/09
EFFECTIVE: 2/5/09

FIRST AMENDMENT TO DEVELOPMENT PLAN
FOR
PLANNED DEVELOPMENT AREA NO. 66

RUSSIA WHARF REDEVELOPMENT PROJECT
530 Atlantic Avenue and 270-286 Congress Street
Boston, Massachusetts

Dated: January 13, 2009

Pursuant to Section 3-1A and Article 80C of the Zoning Code of the City of Boston ("Zoning Code"), this plan constitutes the First Amendment to Development Plan for Planned Development Area No. 66 (the "First Amendment").

I. THE EXISTING PDA DEVELOPMENT PLAN FOR PDA NO. 66

Pursuant to Section 3-1A of the Zoning Code, the Boston Redevelopment Authority (the "Authority") by a vote taken on December 1, 2005 approved the Development Plan (the "Original Development Plan") for Planned Development Area No. 66 ("PDA No. 66") in connection with the development of a mixed-use project to be known as Russia Wharf (the "Project"). On January 11, 2006 the Zoning Commission of the City of Boston (the "Commission") approved the Original Development Plan and Map Amendment No. 452 (the "Map Amendment") establishing PDA No. 66, which Original Development Plan and associated Map Amendment were effective January 12, 2006.

The Original Development Plan encompasses approximately 95,131 square feet (the "Site") bounded by the Fort Point Channel to the east, Congress Street to the south, the Rose Kennedy Greenway to the west, and 500 Atlantic Avenue to the north, as further described in the Original Development Plan.

Subsequent to approval of the Original Development Plan by the Authority and the Commission, on October 3, 2007 the BRA Board authorized the Director to approve certain design changes (the "Design Modification") including: reduction in the total size of the Project from approximately 861,000 square feet to approximately 854,000 square feet; increase in the office space in the tower above the Graphic Arts and Tufts Building from approximately 500,000 square feet to approximately 517,500 square feet on floors 9 through 31; decrease of residential space from approximately 330,00 square feet to approximately 304,500 square feet; an increase from approximately 31,000 square feet to approximately 32,500 square feet of the aggregate of retail, restaurant, performance, civic and cultural uses; the enclosure of the Nelson Court atrium to create a winter garden, and the re-introduction of a corner element to create a grander entrance to the office building and to establish a significant urban gesture towards the Rose Kennedy Greenway, both of which had been previously proposed in the Final Project Impact Report; and minor architectural and design changes reflecting more detailed engineering of the building, including a shift of the tower element fifteen (15) feet towards Fort Point Channel, the "tilting" of the design exterior facing Fort Point Channel, a peaked enclosure rooftop mechanical penthouse, the elimination of cross-bracing at the base of the tower, and the elimination of the 8th residential floor of the Graphic Arts and Tufts Buildings due to the fact that the plumbing and mechanical exhaust risers would have had to transfer horizontally under the 7th floor ceiling to

align with the 8th floor locations. The Design Modification resulted in an increase in residential units from approximately 135 residential units in the Graphics Arts and Tufts Building, as provided in the Original Development Plan, to approximately 150 units. The Project continued to include approximately 65 residential units in the Russia Building and 650 below grade parking spaces.

II. FIRST AMENDMENT TO DEVELOPMENT PLAN FOR PDA NO. 66

This First Amendment amends the Original Development Plan to provide for a change of the use in floors 2-7 of the Graphic Arts/Tufts Building from residential (approximately 135 units as provided in the Original Development Plan and as increased by the Design Modification to approximately 150 units) to office use (the "Change of Use") and to provide for other minor changes as described herein. The Original Development Plan is hereby amended by this First Amendment as set forth below. (The First Amendment and the Original Development Plan are hereinafter collectively referred to as the "Development Plan"). Section references and section titles set forth below shall refer to sections and section titles of the Original Development Plan. Other relevant Sections of the Development Plan shall be deemed modified in a consistent manner.

The Project, as modified by the Change of Use, will contribute to the city's economic well-being through the provision of construction and permanent jobs, create new housing opportunities in the Russia Building and increase benefits for the public through enhancement of special destination facilities and provide a work studio/gallery space for artists.

1. Developer: BP Russia Wharf LLC is the successor to MA-Russia Wharf, L.L.C., as developer of the Project.

2. Project Description and Proposed Uses. With respect to the adaptive reuse of the Graphic Arts Building and the Tufts Building, this Plan approves the use of floors three through seven for office use, in lieu of residential units, the use of the ground floor for retail, restaurant, civic space, pedestrian circulation and other special public destination facilities, and use of the second floor for retail/restaurant, and/or office, pedestrian circulation and other special public destination facilities, including studio space for use by artists,

In total, the Project will now include up to approximately 854,000 square feet of floor area, including approximately 698,000 to 709,500 square feet of office space, approximately 92,000 square feet of residential space, which will include approximately 65 residential units, approximately 52,500 to 64,000 square feet of retail/restaurant/civic space, and approximately 5,000 square feet of artist work space. Although a range of certain uses is allowed for herein, in no event may the Project exceed 854,000 square feet of floor area.

A revised site plan is attached hereto as Exhibit B, and a revised illustrative elevation is attached hereto as Exhibit C.

3. Project Elements--Parking. The underground parking garage to be constructed in connection with the Project will contain multiple levels and will have a maximum total capacity of up to 650 cars, serving both public and tenant parking needs. No conditional use permit shall be required for the parking spaces as approved by the Boston Air Pollution Control Commission.

4. Ground Floor Elements and Second Floor Elements.

The ground floor of the Project, except for ancillary back-of-the-house space and access and loading areas, will be publicly accessible and will include the following:

- A "Town Square," consisting of civic gathering space in the Graphic Arts and Tufts Building, with programming and promotions to be provided by the Developer
- A "Channel Concierge" providing information, maps, ticketing, and details on current events
- A waterfront restaurant, part of the Fort Point Channel "Restaurant Row"

The second floor of the Project, except for ancillary back-of-the-house space, will include the following:

- Upper level of the "Town Square" space
- A Multi-Media Performance Area, approximately 3,600 square feet, providing a destination location for visitors and city residents to learn about Boston's history, culture, diversity and future, and including possible uses for exhibition space for artists, program space affiliated with the Boston Tea Party and Ship Museum, and/or educational or gathering space for the Rose Kennedy Greenway Conservancy and its proposed programs.
- Artists' Studio and Community Art Gallery Space, approximately 5,000 square feet
- Retail/restaurant or office space, approximately 11,500 square feet

5. Zoning, Proposed Density and Proposed Uses. In accordance with Section 80C-9 of the Code, consistency of the Project or any component or subcomponent thereof with this Plan constitutes compliance with the density, dimensional, use and other requirements of the Code to the extent such requirements have been addressed in this Development Plan. To the extent that any aspect of the Project is in conflict with any requirement of Code applicable in the underlying M-4 Zoning District, such requirement shall be deemed inapplicable to the Project and shall be deemed waived upon approval of this Development Plan. No Interim Planning Permit shall be necessary for any work at the Site done in accordance with this Plan.

The Project will include approximately 854,000 square feet of gross floor area, of which approximately 103,000 square feet is located in the Russia Building and 751,000 square feet will be located in the Graphic Arts and Tufts Building and the new office structure.

The proposed use of the Graphic Arts and Tufts Building is modified by the Change of Use from residential use to office use as set forth above. A mix of uses will occupy the ground level and second level locations, including office/residential lobbies, restaurant, retail spaces, gallery and civic spaces, artist work space, pedestrian circulation, loading, other special destination facilities. With respect to the second level only, office use may be included not to exceed approximately 11,500 SF.

6. Public Benefits.

The following are substituted for the 3rd and 4th bullet points of Public Benefits in the Original Development Plan:

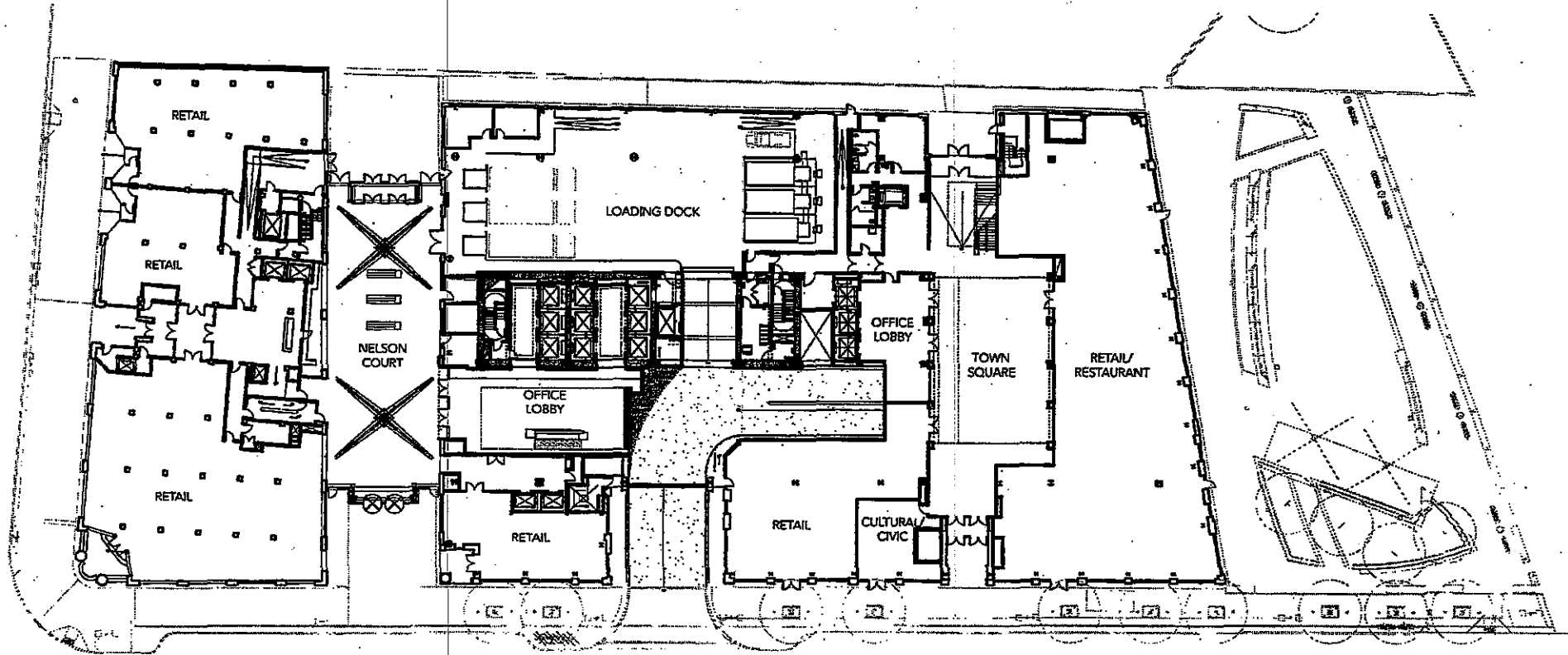
- Providing a substantial monetary contribution to the creation of affordable housing the City of Boston through the Housing Contribution Grant in the approximate amount of \$4,561,160 as well as satisfying the requirements of the City's policy on Inclusionary Zoning by (a) providing 4 affordable housing units on-site in the Russia Building, and (b) making a payment to the BRA in the amount equal to 3 units, multiplied by the affordable housing cost factor of \$97,000.
- Providing a substantial monetary contribution to the creation of job opportunities through the Jobs Contribution Grant in the approximate amount of \$913,180.
- Providing studio work space for artists at a below-market rental level.

7. Development Schedule and Phasing of the Project. The Developer commenced initial construction work in April of 2007 and construction of the Project is in progress. The target date for completion of the Project is February 2011, but completion of the Project, or any Project Component, will depend upon continued market demand for the uses contemplated, the availability of construction labor and materials, and stability in the larger economy.

8. 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.

EXHIBIT B: Revised Site Plan

[attached behind]



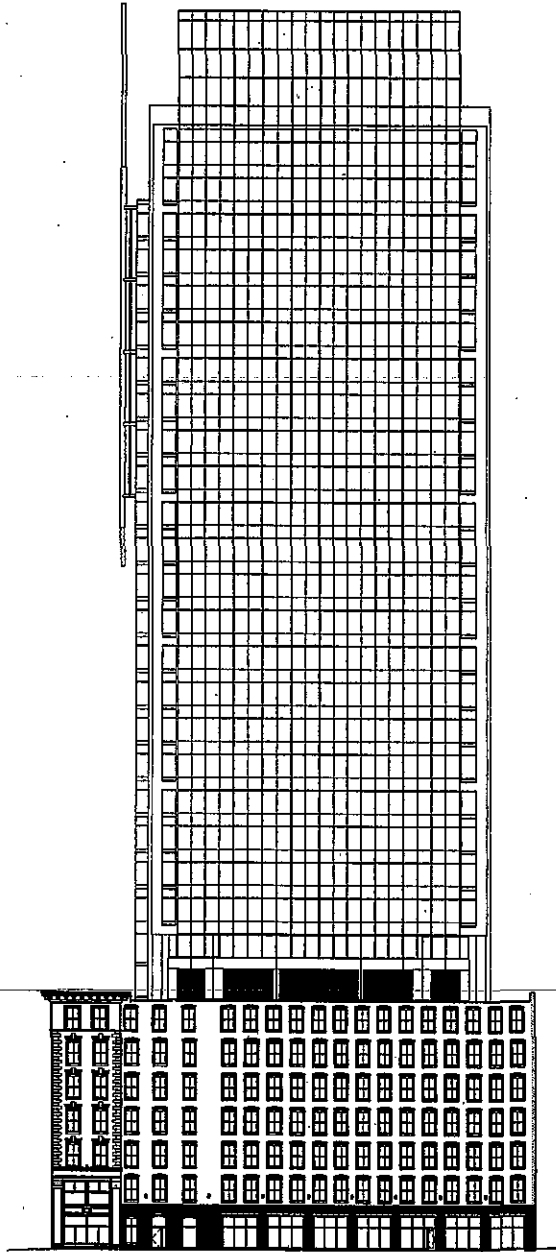
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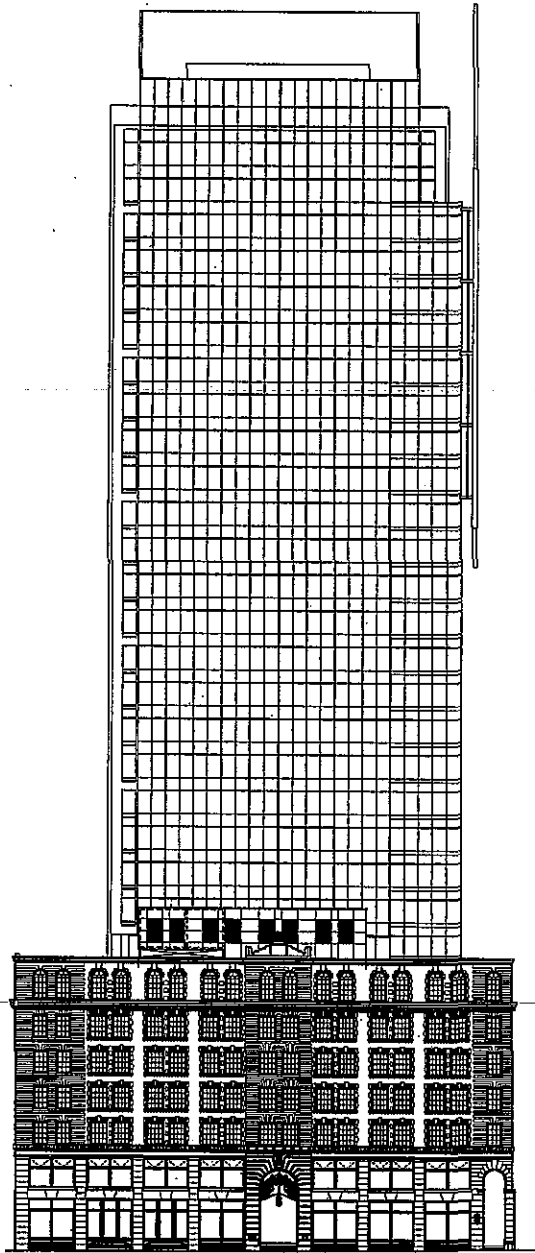
Ground Floor Plan

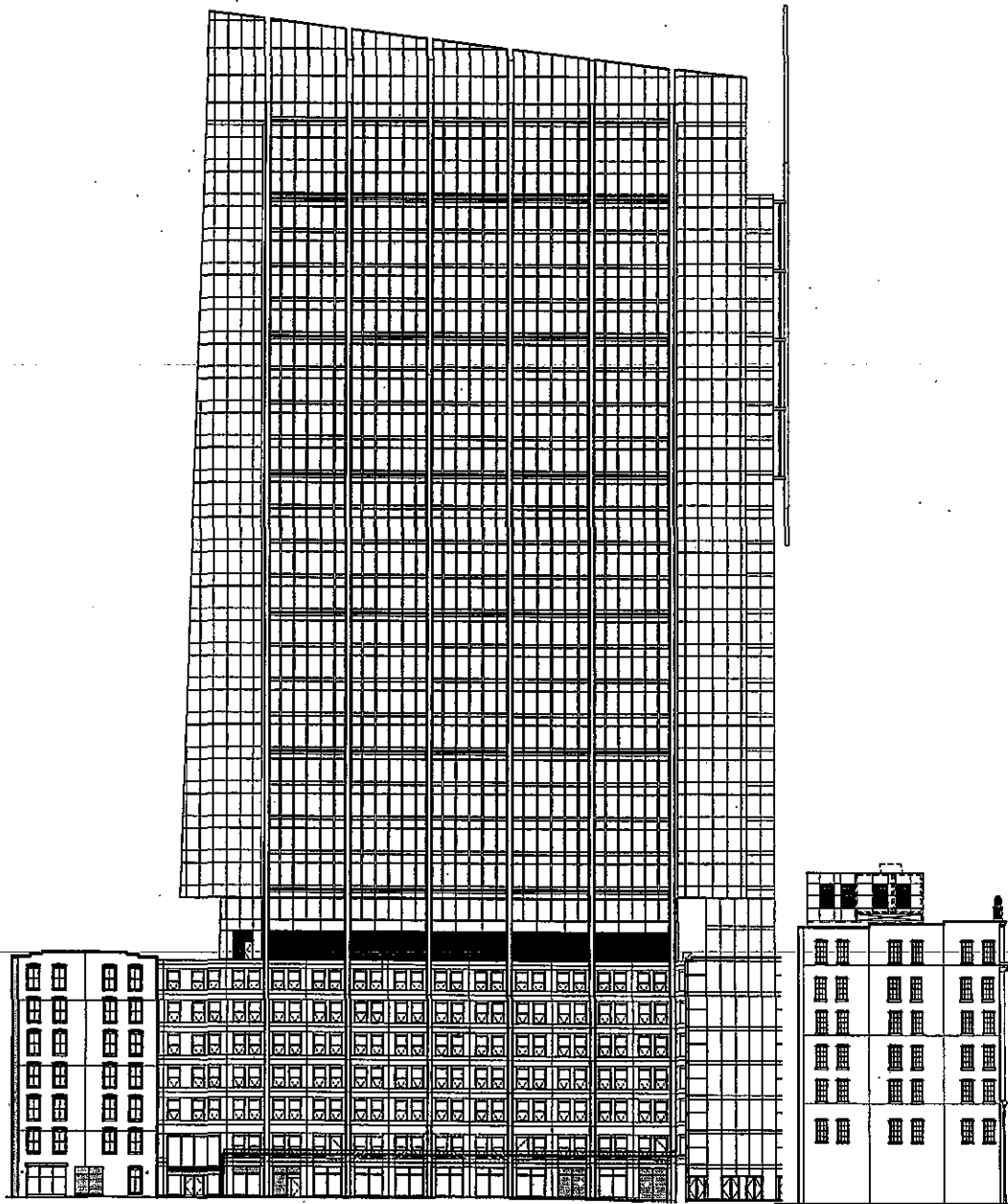
Boston Properties

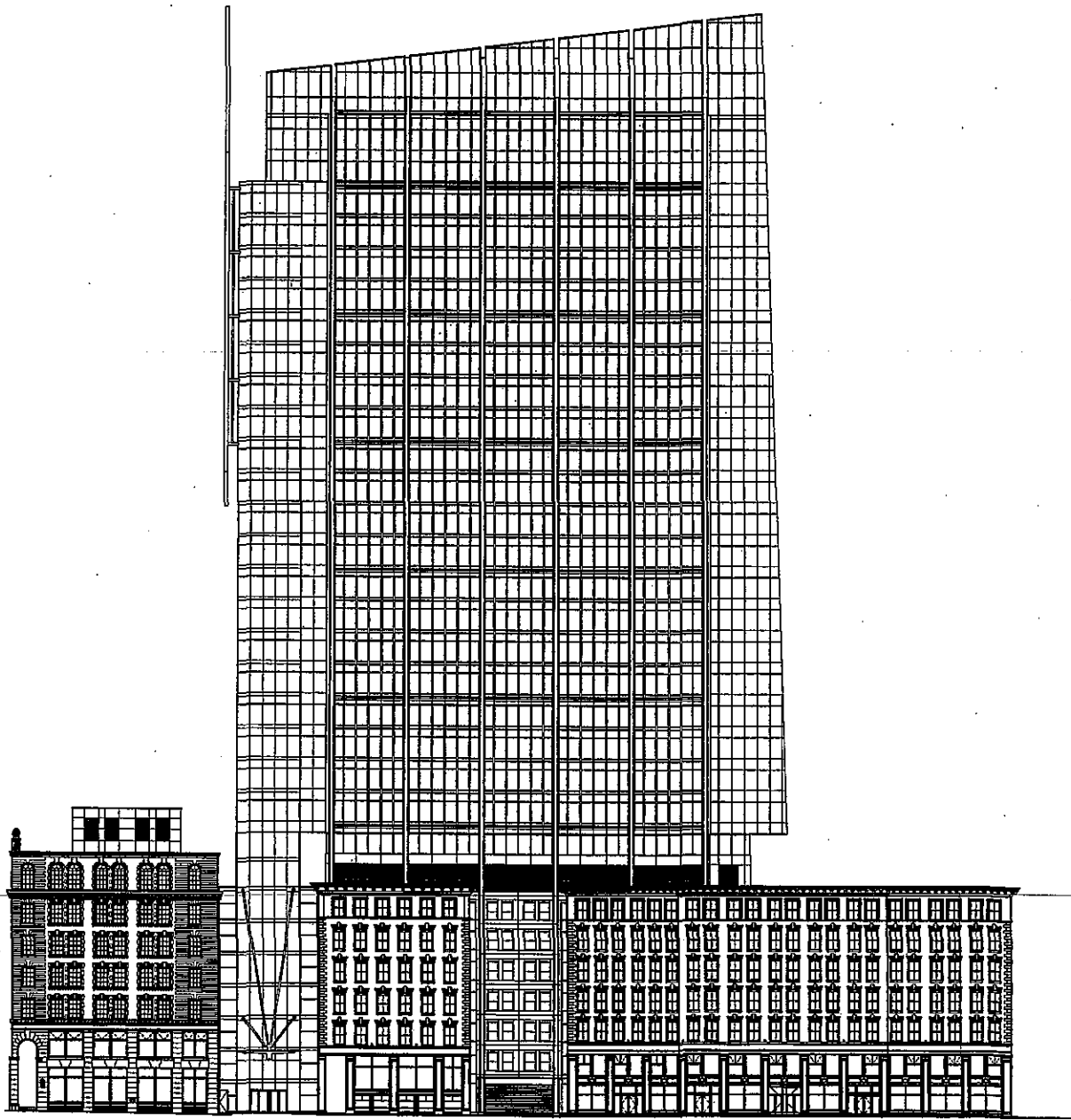
EXHIBIT C: Revised Illustrative Elevation

[attached behind]









First Amendment to the Development Plan for
Planned Development Area No. 66,
Russia Wharf Redevelopment Project

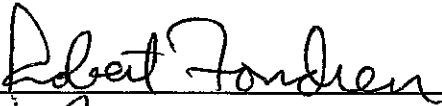
Boston Redevelopment Authority on behalf of
BP Russia Wharf, LLC


FIRST AMENDMENT TO THE DEVELOPMENT PLAN FOR PLANNED
DEVELOPMENT AREA NO. 66, RUSSIA WHARF REDEVELOPMENT

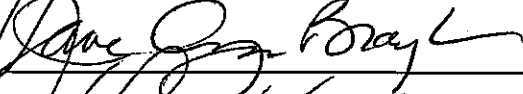
The Zoning Commission of the City of Boston, acting under Chapter 665 of the Acts of 1956, as amended, after due report, notice and hearing, does hereby approve the First Amendment to the Development Plan for Planned Development Area No. 66, Russia Wharf Redevelopment Project, dated January 13, 2009, and approved by the Boston Redevelopment Authority on January 13, 2009.

Said First Amendment amends "Plan for Planned Development Area No. 66, Russia Wharf Redevelopment Project," approved by the Authority on December 1, 2005, and approved by the Zoning Commission on January 11, 2006, effective, January 12, 2006. Planned Development Area No. 66 was designated on "Map 1, Boston Proper" of the series of maps entitled "Zoning Districts City of Boston" dated August 15, 1962, as amended, by Map Amendment No. 452, adopted by the Zoning Commission on January 11, 2006, effective January 12, 2006.

First Amendment to Planned Development Area No. 66, Russia Wharf Redevelopment



Chairman

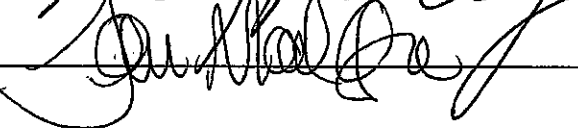

Vice Chairman










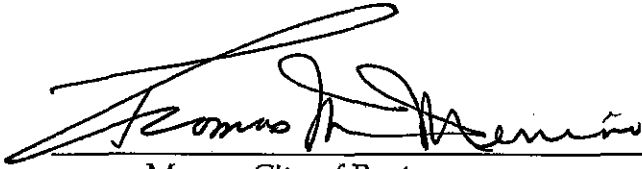


In Zoning Commission

Adopted: February 4, 2009

Attest: 
Secretary


First Amendment to Planned Development Area No. 66, Russia Wharf Redevelopment



Mayor, City of Boston

Date: 2/5/09

The foregoing First Amendment to Planned Development Area No. 66, Russia Wharf Redevelopment, was presented to the Mayor on ~~FEBRUARY 5, 2009~~ and was signed by him on ~~FEBRUARY 5, 2009~~ whereupon it became effective on ~~FEBRUARY 5, 2009~~ in accordance with Section 3 of Chapter 665 of the Acts of 1956, as amended.

Attest: 

Secretary to the Zoning Commission

MEMORANDUM

JANUARY 13, 2009

TO: BOSTON REDEVELOPMENT AUTHORITY
JOHN F. PALMIERI, DIRECTOR

FROM: BRENDA MCKENZIE DIRECTOR OF ECONOMIC DEVELOPMENT
HEATHER CAMPISANO, DEPUTY DIRECTOR OF DEVELOPMENT
REVIEW
DAVID CARLSON, SENIOR ARCHITECT
RICHARD MCGUINNESS, DEPUTY DIRECTOR FOR WATERFRONT
PLANNING
GEOFFREY LEWIS, SENIOR PROJECT MANAGER

SUBJECT: PUBLIC HEARING REGARDING THE FIRST AMENDMENT TO
PLANNED DEVELOPMENT AREA NO. 66 FOR THE RUSSIA WHARF
REDEVELOPMENT PROJECT, 270-286 CONGRESS STREET AND 530
ATLANTIC AVENUE IN DOWNTOWN BOSTON/FORT POINT
CHANNEL.

SUMMARY: This Memorandum requests that the Boston Redevelopment Authority (the "BRA") approve a First Amendment to the Development Plan for Planned Development Area No. 66, Russia Wharf Redevelopment Project (the "PDA Amendment"), pursuant to Section 80C of the Boston Zoning Code (the "Code"); and authorize the Director to (1) petition the Zoning Commission of the City of Boston for approval of the PDA Amendment for the Russia Wharf Redevelopment Project pursuant to Article 80, Section 80C-5.4 and Article 3-1(A)(a) of the Code; (2) issue a Scoping Determination waiving further review on the Second Notice of Project Change for the Russia Wharf Redevelopment Project dated December 17, 2008 ("NPC"), pursuant to Article 80A-6.2 of the Code; (3) execute amendments to the Cooperation Agreement, Amended and Restated Development Impact Project Agreement, and Boston Residents Construction Employment Plan, a new Affordable Housing Agreement, and any and all other documents deemed appropriate and necessary by the Director in connection within the NPC and PDA Amendment; (4) issue a Certification of Compliance for the Russia Wharf Redevelopment Project as described in the NPC; and (5) issue a Certification of Consistency pursuant to Article 80C-8 for the Russia Wharf Redevelopment Project.

PROJECT STATUS AND TEAM

The Russia Wharf Redevelopment Project is currently under construction. The Graphic Arts and Tufts Buildings have been demolished, retaining their facades, the foundation has been poured and the construction of the building is underway. Additionally, the Proponent has pre-leased nearly all of the commercial office space. However, since the residential market in Boston is not as strong as it was when the Project was first proposed, and since the lower levels of the Graphic Arts and Tufts Buildings presented particular design constraints for residential uses, the approval for the currently-approved changes regarding the residential uses in the Graphic Arts and Tufts Building is being sought in order to continue the financial viability of the Project. Also, approvals are being sought to reflect further design work regarding the first and second floor space.

BP Russia Wharf LLC, an affiliate of Boston Properties (the "Proponent") acquired the Russia Wharf Redevelopment Project (the "Project") from MA-Russia Wharf, L.L.C, an affiliate of Equity Office Properties. The Senior Vice President of Development for the Proponent is Michael Cantalupa. The Project architect is Robert Brown of CBT Architects. Project counsel is Marilyn Sticklor of Goulston & Storrs, P.C.

PROJECT HISTORY

The Project, as originally approved and described in the Final Project Impact Report ("FPIR"), involved the development of approximately 942,000 square feet of rehabilitation and new construction including approximately 50 new loft-style residential units in the Russia Building, an approximately 300-room suites-style hotel in and above the Graphic Arts and Tufts Buildings, an approximately 500,000 square foot office building with twenty-two stories above the Graphic Arts and Tufts Buildings on Congress Street, and 512 below-grade parking spaces. On May 13, 2004, the BRA approved the FPIR and authorized the Director to issue an Adequacy Determination.

MA-Russia Wharf, L.L.C, submitted a Notice of Project Change to the BRA on July 8, 2005, which requested a series of relatively minor design and programmatic modifications to the original Russia Wharf Redevelopment Project. The proposed changes in program were to adaptively reuse the Graphic Arts and Tufts Buildings for approximately 135 residential units instead of the 300 room suites hotel as submitted in the FPIR and to increase the number of residential units in the Russia Building to 65 units from the original submission of 50 units. There was an increase in the number of parking spaces from 512 in the FPIR to not more than 650 spaces. The Project was to retain the approximately 500,000 square foot office building with twenty-two stories above the Graphic Arts and Tufts Buildings on Congress Street with minor design changes proposed. On August 11, 2005, the BRA approved the Notice of Project

Change for the Russia Wharf Redevelopment Project and authorized the Director to issue an Adequacy Determination.

On December 1, 2005, the BRA approved a Development Plan for Planned Development Area No. 66 for the Russia Wharf Redevelopment Project (the "PDA Development Plan"), which was approved by the Boston Zoning Commission on January 11, 2006 and by the Mayor on January 12, 2006.

On October 30, 2007 the BRA confirmed the approval by the Director of certain design changes including omission of an additional new floor above the Graphic Arts Building and the Tufts Building. The Project was then contemplated to include approximately 854,000 square feet of floor area, including approximately 517,500 square feet of office space, approximately 304,000 square feet of residential space (and, potentially, hotel space), including a maximum of 215 residential units, and approximately 32,500 square feet of retail/restaurant/civic space, in addition to a multi-level garage with parking for up to 650 spaces.

PROPOSED CHANGES

On November 21, 2008, the Proponent submitted a proposed First Amendment to the Development Plan for Planned Development Area No. 66-Russia Wharf Redevelopment Project (the "PDA Amendment") under Article 80C, which is required to allow the proposed changes described in more detail in the NPC.

On December 17, 2008 the Proponent submitted a Second Notice of Project Change ("NPC") under Section 80A-6 requesting that the BRA approve several changes to the Project. The changes include:

- Conversion of approximately 190,000 square feet consisting of floors three through seven and a portion of floor two of the Graphic Arts and Tufts Buildings previously approved for residential use to commercial office use;
- Reconfiguration of the northeast ground floor entrance to improve the visitor experience and further encourage public use of the Town Square space;
- Expansion and minor reconfiguration of the ground floor restaurant to include approximately 9,200 square feet, and
- Reconfiguration of the second floor of the Graphic Arts and Tufts Buildings from the previously approved residential use to the following mix of uses:
 - Creation of a new second floor "Town Square" space to include a balcony overlooking the ground floor with the opportunity for gallery space within;
 - Relocation of 3,600 square foot multi-media presentation area to the second floor with a direct connection to an outdoor terrace;
 - Creation of approximately 5,000 square feet of artist work space; and

- o Use of approximately 11,500 square feet as either office or retail/restaurant space.

The only exterior change proposed is the relocation of the Town Square entrance from the northeast corner of the Graphic Arts and Tufts Buildings to the northern façade. No changes in the physical structure or program of the Russia Building, office tower, or waterfront plaza are proposed.

The Project will now include up to approximately 854,000 square feet of total floor area, including approximately 698,000 to 709,500 square feet of office space, approximately 92,000 square feet of residential space, which will include a maximum of 65 residential units in the Russia Building, approximately 52,500 to 64,000 square feet of retail/restaurant/civic space, approximately 5,000 square feet of artist work space and approximately 650 below-grade parking spaces.

PROJECT BENEFITS

The original project's approvals already included a significant and comprehensive public benefits package, some of which have been completed as of this date. In addition to the benefits the Proponent has already agreed to (enumerated below), the Proponent has agreed to the following as they relate to the NPC:

- Four affordable residential units within the Russia Building;
 - A payment to the Inclusionary Development Fund of \$291,000
 - An additional Housing Linkage Payment of \$1,495,300 (190,000 SF @ \$7.87/SF) for a total Housing Linkage Payment of \$4,561,160
 - An additional Jobs Linkage Payment of \$298,300 (190,000 SF @ \$1.57) for a total Jobs Linkage Payment of \$913,180
 - 5,000 square feet of work space for artists
-
- A voluntary contribution of approximately \$5M to be used for either the City's traditional Affordable Housing Program, an Affordable Housing Fund for artists (up to \$2,085,500), or, at the BRA's discretion, other civic-type uses.

A copy of a letter from Boston Properties outlining the proposed benefits is attached to this memorandum.

Previously agreed benefits as required under the Cooperation Agreement dated March 16, 2006, as amended, or by the Massachusetts General Laws C.91 license for the project:

- Create construction and permanent full time employment, including the development of high-quality office space to accommodate approximately 2,500 permanent positions, reinforcing the regional, national and international competitive advantages of Boston's Financial District;
- Advance the goals of the Fort Point Downtown Watersheet Activation Plan through the creation of a new, attractive 1/3 acre public plaza and promenade that connects to the new water transportation facilities at 500 Atlantic Avenue and relocates the 62 commercial parking spaces that occupied the wharf area;
- Provide a substantial monetary contribution for the creation of affordable housing in the City of Boston through the Housing Contribution Grant;
- Provide a substantial monetary contribution for the creation of job training opportunities through the Jobs Contribution Grant;
- Contribute \$400,000 for the lighting design, purchase and installation of new architectural lighting fixtures for the enhancement of the restoration of the Congress Street Bridge;
- Contribute \$500,000 for the development and/or long term maintenance of a new park across the Fort Point Channel, known as Children's Wharf Park;
- Contribute \$500,000 for a variety of public programming and events or capital improvements to help implement the Fort Point Channel Watersheet Activation Plan, administered by the Fort Point Channel Operations Board;
- Contribute \$500,000 to help support ferry operations at 500 Atlantic Avenue and/or provide funding for waterborne trips by Boston school children to the Harbor Islands;
- Construct a secondary ramping system from Russia Wharf/Congress Street to Channel Walk West valued at \$225,000, promoting pedestrian access from street level to floats along the Fort Point Channel;
- Provide boat slips, public touch and go docking and dinghy and small craft public docking for a period of 99 years, consistent with the Chapter 91 license for the Project;
- Contribute office space to support the operations and activities of the Friends of the Fort Point Channel or similar non-profit organization engaged in activating the Fort Point Channel should the Friends of Fort Point Channel not need the space), for a period of ten years;
- Expand the Congress Street Sidewalk by approximately eight feet to enhance pedestrian access and the pedestrian environment, at a value of approximately \$350,000;

- Provide programming for outdoor and indoor events such as art installations, concerts, or celebrations organized with other Fort Point Channel neighbors to help create an active, vibrant atmosphere on and around the Site;
- Create historic interpretive signage and exhibits valued at \$150,000 to document the Site's history, consistent with the City's Historic Piers Network Plan;
- Restore, rehabilitate and adaptively reuse the historic Russia Building, the most distinguished of the existing building on the Site, and preserve the historically significant elements of the Graphic Arts and Tufts Buildings;
- Generate increased real estate, sales and meals tax revenues for the City of Boston;
- Provide a visually attractive structure of a quality, scale and massing reflective of its waterfront and Financial District location;
- Provide facilities of public accommodation on the first floor in accordance with Chapter 91 regulations, including restaurants, retail and waterfront access;
- Locate a transit-oriented mixed use development in an area supported by significant nearby transportation and utility infrastructure;
- Contribute \$5,000 in recognition of the historic use of the Site for trade with Russia to the Russian Community Association of Massachusetts for its cultural, civic and educational activities.
- Contribute \$100,000 to the Boston Botanical Garden/Darwin Project for the development of its project on the Rose Kennedy Greenway prior to the issuance of a full building permit;
- Contribute to the revitalization of the Fort Point Channel and Financial District Waterfront area; and
- Maximize the use of public investment in transportation and infrastructure.

RECOMMENDATION

The PDA Amendment and NPC proposes changes to the Project that will be of benefit to the public and not increase the impacts of the Project. Staff therefore recommends that the Authority (1) approve the PDA Amendment pursuant to Section 80C of the Code, in substantial accord with the form presented to the BRA's Board on January 13, 2009; (2) authorize the Director to petition the Zoning Commission for the approval of the PDA Amendment, in substantial accord with the form presented to the BRA's Board on January 13, 2009; (3) authorize the Director to issue a Determination on the NPC waiving further review, pursuant to Article 80A-6.2 of the Code; (4) authorize the Director to execute amendments to the Cooperation Agreement, Amended and Restated Development Impact Project Agreement, and Boston Residents Construction Employment Plan, an Affordable Housing Agreement and any and all other documents

deemed appropriate and necessary by the Director in connection with the NPC and PDA Amendment; (5) authorize the Director to issue pursuant to Section 80B-6 of the Code a Certification of Compliance for the Russia Wharf Redevelopment Project as described in the NPC; and (6) authorize the Director to issue pursuant to Section 80B-6 of the Code a Certification of Consistency for the Russia Wharf Redevelopment Project.

Appropriate votes follow:

VOTED: That pursuant to Article 80, Section 80C-5.4 and Article 3-1(A)(a) of the Boston Zoning Code ("Code"), in connection with First Amendment to the Planned Development Area No. 66, Russia Wharf Redevelopment Project, presented at a public hearing duly held at the offices of the Boston Redevelopment Authority ("BRA") on January 13, 2009 ("PDA Amendment"), and after careful consideration of evidence presented at, and in connection with the hearing and the Russia Wharf Redevelopment Project (the "Project") described in the PDA Development Plan, as amended by the PDA Amendment, the BRA finds with respect to the PDA Development Plan, as amended by the PDA Amendment, that (a) the PDA Development Plan, as amended by the PDA Amendment, will not be in a location for which Planned Development Areas are forbidden by the underlying zoning; (b) the Project in the PDA Development Plan, as amended by the PDA Amendment, complies with any provisions of the underlying zoning that establish use, dimensional, design, or other requirements for proposed projects in Planned Development Areas; (c) the PDA Development Plan, as amended by the PDA Amendment, complies with any provisions of the underlying zoning that establish planning and development criteria, including public benefits, for Planned Development Areas; (d) the PDA Development Plan, as amended by the PDA Amendment, conforms to the plan for the district, subdistrict, or similar geographic area in which the Planned Development Area is located, and to the general plan for the City of Boston as a whole; and (e) on balance, nothing in the PDA Development Plan, as amended by the PDA Amendment, will be injurious to the neighborhood or otherwise detrimental to the public welfare, weighing all the benefits and burdens; and (f) the PDA Development Plan, as amended by the PDA Amendment, adequately and sufficiently complies with the Code Section 80C-4, Standards for Planned Development Area Review Approval, and otherwise complies with all applicable requirements for a Planned Development Area as set forth in the Code; and

FURTHER

VOTED: That pursuant to Article 80, Section 80C-5.4 and Article 3-1A.a of the Code, the BRA hereby approves the PDA Amendment and authorizes the Director to petition the Boston Zoning Commission ("Zoning Commission") to approve the PDA Amendment, in substantial accord with such PDA Amendment presented to the BRA at its hearing on January 13, 2009; and

FURTHER

VOTED: That the Director be, and hereby is, authorized to issue a Determination under Section 80A-6.2 of the Code, which (i) finds that the Second Notice of Project Change filed with the Authority on December 17, 2008 (the "NPC") in connection with the revised Project adequately describes the potential impacts arising from the Project and does not result in any increased impacts and provides sufficient mitigation measures to minimize the impacts, and (ii) waives further review of the Project, subject to continuing design review by the BRA; and

FURTHER

VOTED: That the Director be, and hereby is, authorized to execute amendments to the Cooperation Agreement, Amended and Restated Development Impact Project Agreement, Boston Residents Construction Employment Agreement, an Affordable Housing Agreement and any and all other documents deemed appropriate and necessary by the Director in connection with the NPC and PDA Amendment; and that the Director be, and hereby is, authorized to issue a Certification of Consistency for the Project under Section 3-1A.a and Article 80C-8 of the Code when the Director finds that: (a) the Project is described accurately in the Planned Development Area No. 66 Russia Wharf Redevelopment Project, as amended by the First Amendment to the Planned Development Area No. 66, Russia Wharf Redevelopment Project; (b) the Project is consistent with the Planned Development Area No. 66 Russia Wharf Redevelopment Project, as amended by the First Amendment to the Planned Development Area No. 66, Russia Wharf Redevelopment Project; and (c) the Planned Development Area No. 66 Russia Wharf Redevelopment Project, as amended by the First Amendment to the Planned Development Area No. 66, Russia Wharf Redevelopment Project have been approved by the Authority and the Zoning Commission; and

FURTHER

VOTED: That the Director be and hereby is, authorized to pursuant to Section 80B-6 of the Code issue when appropriate, a Certification of Compliance for the Project, subject to continuing design review by the BRA.