

PROJECT NOTIFICATION FORM EXCERPTS

Submitted For BCDC Review

40 Trinity Place



Submitted to:
Boston Redevelopment Authority
One City Hall Square
Boston, MA 02201

Submitted by:
Trinity Stuart LLC
40 Trinity Place
Boston, MA 02116

Prepared by:
Epsilon Associates, Inc.
3 Clock Tower Place, Suite 250
Maynard, MA 01754

In Association with:
The Architectural Team
Stonehill & Taylor Architects, P.C.
Goulston & Storrs
Dalton & Finegold, LLP
Howard/Stein-Hudson Associates, Inc.
Suffolk Construction
C3 – Commercial Construction Consulting, Inc.
The Strategy Group
Solomon McCown & Company
McNamara/Salvia, Inc.
Haley & Aldrich, Inc.

December 28, 2012

Epsilon
ASSOCIATES INC.

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Chapter 1.0

General Information

1.0 GENERAL INFORMATION

1.1 Introduction

Trinity Stuart LLC (the Proponent), proposes the redevelopment of the site at 40 Trinity Place located in the Back Bay neighborhood of Boston, along with air rights over a portion of the adjacent property at 426 Stuart Street that currently houses the University Club of Boston (collectively, the Project site). The development includes the demolition of the existing Boston Common Hotel and Conference Center, formerly known as the John Hancock Hotel and Conference Center, and the construction of an approximately 33-story mixed use building including hotel, residential, and restaurant uses, potential future expansion space for the University Club, and above-grade accessory parking (collectively, the Project). The total Project will contain approximately 379,370 square feet (sf) of gross floor area (as described in more detail in Section 1.5.5). The Project will provide new tax revenue, construction and permanent jobs, linkage payments and affordable housing, and will also help transform the streetscape of a lifeless block along Stuart Street in the heart of the otherwise lively Back Bay with an activated ground floor and a 24-hour mix of uses.

Trinity Stuart is comprised of Jordan Warshaw, Gary Saunders, and Jeffrey Saunders. Together their families have generations of roots in Boston as local developers and owner-operators of real estate including the Copley Square Hotel and Park Plaza Hotel. They have proven themselves as owners, investors and managers of real estate development projects throughout Boston which have created hundreds of permanent jobs, thousands of construction jobs, generated millions of dollars in property, hotel and meal tax revenues and energized Boston. Their long term ownership of many of these properties is indicative of their commitment to Boston. This Project Notification Form (PNF) is being submitted to the Boston Redevelopment Authority (BRA) to initiate review of the Project under Article 80B, Large Project Review, of the Boston Zoning Code.

1.2 Project Identification and Team

Project Name:	40 Trinity Place
Location:	The intersection of Trinity Place and Stuart Street in the Back Bay neighborhood of Boston
Proponent:	Trinity Stuart LLC 40 Trinity Place Boston, MA 02116 (617) 851-9995 Jordan Warshaw Gary Saunders Jeffrey Saunders

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Joseph Salvia

Geotechnical Engineer: Haley & Aldrich, Inc.
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Boston, MA 02129
(617) 886-7400
Mark Haley
Marya Gorczyca
Mike Atwood

1.3 Project Summary

1.3.1 *Project Site*

The Project site, at the southeast corner of the intersection of Stuart Street and Trinity Place, in the Back Bay neighborhood of Boston, comprises land at 40 Trinity Place, currently including the Boston Common Hotel and Conference Center, and air rights over a portion of the adjacent University Club parcel at 426 Stuart Street (see Figures 1-1 and 1-2). The University Club has agreed to convey these air rights to the Proponent. As such, the Project's lot area for purposes of calculating floor area ratio (FAR) has been treated as the combined lot area of 40 Trinity Place (13,361 sf) and 426 Stuart Street (11,237 sf). The FAR calculation includes (a) the Project, (b) the existing University Club, and (c) potential future gross floor area on the 426 Stuart Street parcel.

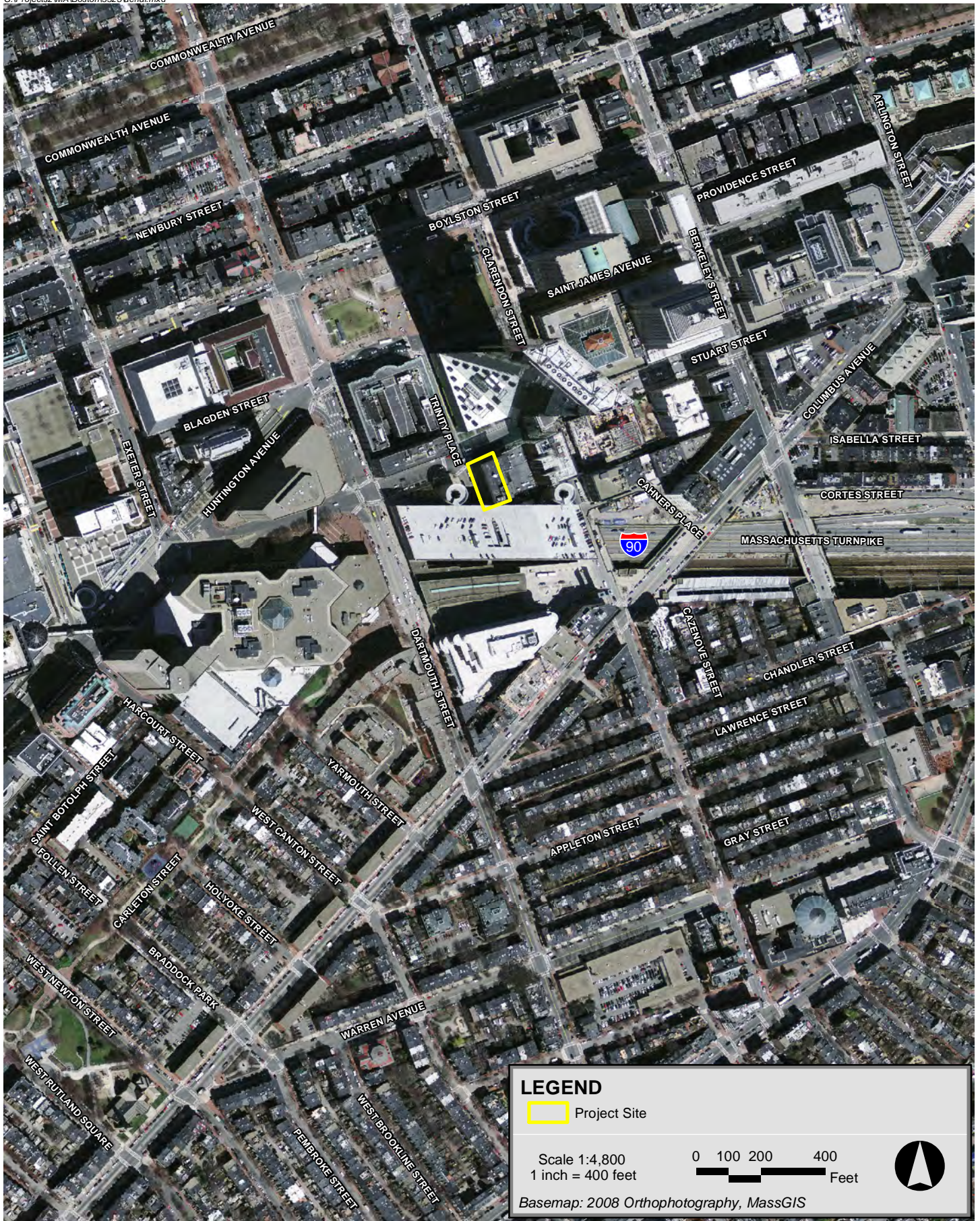
1.3.2 *Proposed Development*

The Project includes the construction of a new, mixed-use structure at the corner of Trinity Place and Stuart Street. A portion of the Project will cantilever over the existing University Club parcel. The existing four-story University Club building may be renovated and expanded by the Club in the near future, but that project is not included as part of this PNF. The Project only includes the University Club space within the proposed building, as described below.

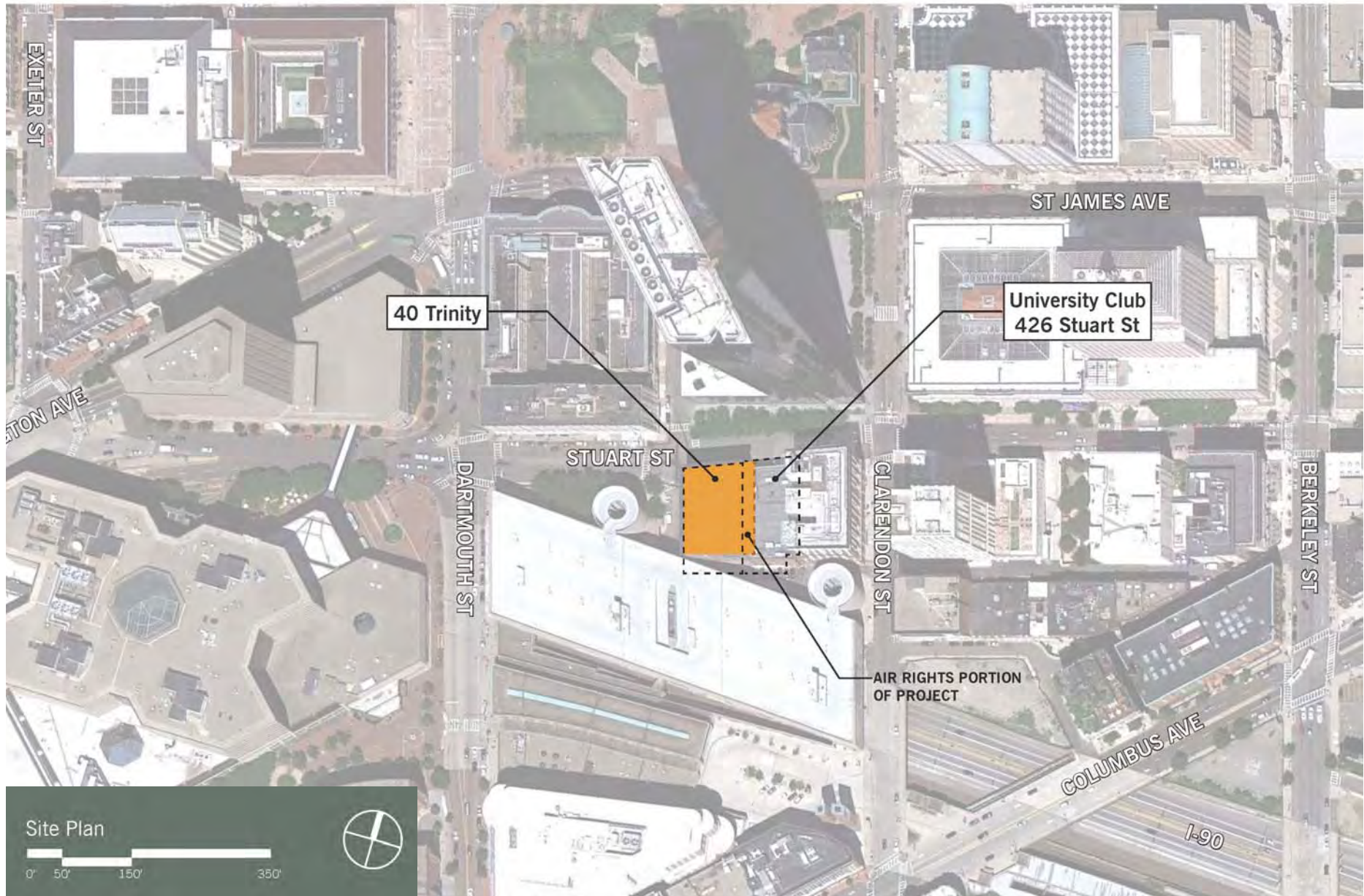
The Project includes demolition of the existing building and construction of a new 33-story, approximately 400 foot tall, mixed-use building totaling approximately 379,370 sf, with approximately 142 residential units, an approximately 220-room hotel with accessory conference center space, and two restaurants. A shared health/fitness center will be provided for residents and hotel guests. Residential parking for approximately 100 vehicles will be provided above grade on levels 4 and 5 and will be accessed via vehicle elevators.

The Project will also include approximately 10,000 new square feet to be occupied by the adjacent University Club. The University Club's space within the Project will be connected internally to the University Club's building at 426 Stuart Street for the sole use of the Club's members.

Section 2.2 includes additional information about the Project's program.



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1.4 Public Benefits

The Project has been designed to be consistent with the main goals outlined in the recently completed Stuart Street Planning Study. As such and as described below, the Project will generate many public benefits for the surrounding neighborhoods and the City of Boston as a whole, both during construction and on an ongoing basis upon its completion.

Smart Growth/Transit-Oriented Development

The Project is consistent with smart-growth and transit-oriented development principles. In addition to building on previously developed land, the Project is located adjacent to the Back Bay Commuter Rail, Amtrak and Orange Line Station, and therefore concentrates new commercial and residential uses in close proximity to major regional rapid transit, commuter rail, and bus lines that provide easy access to the Project site from other neighborhoods of the City of Boston, Logan International Airport, the surrounding suburbs and the northeast corridor served by Amtrak. The addition of hotel and residential uses to a predominately commercial area, and in particular to a block with minimal activity after work hours, will also have the benefit of supporting a more vibrant 24-hour area for people to live, work, and play.

Affordable Housing

The Project will comply with the Mayor's Inclusionary Development Policy by providing on-site affordable units and/or a monetary contribution to an affordable housing fund.

Linkage

The Project will generate Housing and Jobs Linkage contributions, as required by the Boston Zoning Code (the "Code").

Improved Street and Pedestrian Environment

The current building presents a heavy masonry first floor with minimal building-street interaction and a separation of the uses within the building from the public realm. The new building will feature a transparent first floor wrapping Stuart Street and Trinity Place, bringing 24-hour energy and an improved streetscape that will strengthen the pedestrian environment on this currently lifeless block of the otherwise lively Back Bay area for residents, workers and visitors alike.

Sustainable Design/Green Building

The Proponent is committed to building a LEED certifiable project at a minimum of the Silver level, incorporating a number of sustainable design features into the Project to preserve and protect the local environment. As design advances, the Proponent will study the feasibility of achieving certifiable status at the Gold Level.

Increased Employment

The Project will create approximately 700 construction jobs as well as approximately 338 permanent jobs.

New Property Tax and Hotel Tax Revenue

Annually for the City of Boston, at stabilization the Project will generate approximately \$1,050,000 in annual property taxes for the hotel and restaurant spaces, approximately \$1,200,000 in property tax revenues for residential uses, approximately \$1,080,000 in hotel occupancy tax revenues, and approximately \$130,000 in meals tax revenues.

Annually for the state, at stabilization the Project will generate approximately \$1,026,000 in hotel occupancy tax revenues, approximately \$495,000 in Convention Center Fund tax revenues, and approximately \$570,000 in state meals tax revenues.

1.5 Consistency with Zoning

1.5.1 Large Project Review

Because the Project involves new construction in excess of 50,000 sf of Gross Floor Area, the Project is subject to Large Project Review under Article 80B of the Code. Under the Mayor's Executive Order dated October 10, 2000, and amended on April 3, 2001, regarding mitigation for development projects, the Mayor is expected to appoint an Impact Advisory Group to advise the BRA on mitigation measures for the Project. The Project will also be subject to: Boston Civic Design Commission review; the green building requirements of Article 37 of the Code; and Development Impact Project Exactions under Section 80B-7 of the Code.

1.5.2 Zoning District

The Project site is located within: (i) Subdistrict K of the Downtown Interim Planning Overlay District (IPOD), governed by Article 27D of the Code; (ii) a Business 8 (B-8) District; (iii) the Restricted Parking Overlay District, governed by Section 3-1A(c) of the Code; and (iv) the Groundwater Conservation Overlay District, governed by Article 32 of the Code. Zoning relief will be required in connection with the Project, as summarized below. The Project will also require an Interim Planning Permit pursuant to the Downtown IPOD.

1.5.3 Principal Uses

All of the Project's proposed uses are allowed as-of-right in the B-8 District. These include hotel; multi-family residences; likely accessory uses such as hotel dining rooms, hotel conference center, fitness center, lounge and resident service center; and restaurant and retail uses. The portions of the Project to be used by the University Club, a private club, are also allowed as-of-right in the B-8 District.

1.5.4 *Parking and Loading*

Within the Restricted Parking Overlay District, parking accessory to residential and hotel use is allowed as-of-right. If the Project locates parking uses on adjacent lots or across the street as an ancillary use, this ancillary parking will require a conditional use permit. The appropriate number of required off-street parking spaces and off-street loading facilities will be determined through Large Project Review.

1.5.5 *Building Dimensions*

The B-8 District has minimal dimensional requirements, sets no building height limit, and has a maximum FAR of 8.0. The Downtown IPOD sets a maximum building height of 125 feet and an “enhanced” building height of 155 feet and sets a maximum FAR of 8.0 and an “enhanced” FAR of 10.0. The Project is located on the portion of Stuart Street addressed in the Stuart Street Planning Study Proposed Development Review Guidelines dated November 23, 2010 (Study) as appropriate for building heights of up to 400 feet and an FAR of up to 17.5. As addressed in Section 2.3, while the Study has not been enacted into formal zoning, the Project has been designed to meet the bulk and dimensional requirements of the Study. The Project has a preliminary height of approximately 400 feet, excluding rooftop mechanicals, and an FAR of approximately 17.5, which is in compliance with the Study. As discussed in Section 1.3.1, for the purposes of calculating FAR, the Project’s lot area includes the lot area of the Project site and the lot area of the University Club property located adjacent to the Project site at 426 Stuart Street. FAR has been calculated by combining the Project’s gross floor area of approximately 379,370 sf (excluding parking as described below) with the existing and potential future University Club gross floor area of 50,530 sf on the 426 Stuart Street parcel and dividing by the combined lot area of 24,598 sf, which results in an FAR of approximately 17.5. Article 2A of the Code exempts floor area required to meet off-street parking requirements from the FAR calculation. Accordingly, approximately 31,000 sf of gross floor area for off-street parking within the Project has been excluded from the above calculation of FAR. Notwithstanding conformity to the Stuart Street Planning Study guidelines, relief will be required from the building height and FAR requirements of underlying zoning and the Downtown IPOD. Based on the preliminary design, it is possible additional zoning relief may be required for such requirements as building or parapet setbacks.

1.5.6 *Other Requirements*

The Project will require an interim planning permit pursuant to the Downtown IPOD. The Project will also require a conditional use permit for work in the Groundwater Conservation Overlay District.

1.6 Legal Information

1.6.1 *Legal Judgments Adverse to the Proposed Project*

The Proponent is not aware of any legal judgments in effect or legal actions pending with respect to the Project.

1.6.2 *History of Tax Arrears on Property*

The Proponent does not have a history of tax arrears on property that it owns in the City of Boston.

1.6.3 *Evidence of Site Control/Nature of Public Easements*

The Proponent owns the property pursuant to a deed recorded on December 16, 2011 at the Suffolk County Registry of Deeds, in Book 639, Page 143 and as shown on Land Court Certificate of Title No. 78670 subject to certain easements in favor of abutters for support, maintenance and access.

1.7 Anticipated Permits and Approvals

Table 1-1 presents a preliminary list of federal, state, and local permits and approvals that may be required for the Project, based on currently available information. It is possible that only some of these permits or actions will be required, or that additional permits or actions will be required.

Table 1-1 Anticipated Permits and Approvals

Agency Name	Permit / Approval
FEDERAL	
Environmental Protection Agency	Coverage under NPDES Construction General Permit; Coverage under NPDES Remediation General Permit (as required)
Federal Aviation Administration	Determination of No Hazard to Air Navigation
STATE	
Department of Environmental Protection	Sewer Connection Permit or Self-Certification (as required); Fossil Fuel Utilization permit (as required); Notice of Demolition/Construction
Massachusetts Water Resources Authority	Temporary Construction Dewatering Permit
Massachusetts Historical Commission	Project Notification Form and Memorandum of Agreement

Table 1-1 Anticipated Permits and Approvals (Continued)

Massachusetts Department of Transportation	Access Permit/Non-Vehicular Access Permit (as required)
LOCAL	
Boston Redevelopment Authority	Article 80B Large Project Review; Cooperation Agreement; Affordable Housing Agreement
Office of Jobs and Community Service	Memorandum of Understanding; First Source Agreement
Boston Employment Commission	Boston Residents Construction Employment Plan
Boston Civic Design Commission	Design Review
Boston Landmarks Commission	Article 85 Demolition Delay Review
Boston Water and Sewer Commission	Site Plan Review; Water and Sewer Connection Permits Cross Connection Backflow Prevention Approval (as required); Temporary Construction Dewatering Permit
Public Improvement Commission	Specific Repair Plan (as required); Permit/Agreement for Temporary Earth Retention Systems, Tie-Back Systems and Temporary Support of Subsurface Construction (as required); Permit for sign, awning, hood, canopy or marquee, etc. (as required); Street Layout (as required)
Boston Transportation Department	Construction Management Plan; Transportation Access Plan Agreement
Boston Public Works Department	Curb Cut Permit(s); Street Opening Permit (as required); Street/Sidewalk Occupancy Permit (as required)
Boston Air Pollution Control Commission	Parking Freeze Permit/Exemption
Public Safety Commission Committee on Licenses	Permit to Erect and Maintain Garage; Flammable Storage License
Boston Inspectional Services Department	Demolition Permits; Building Permits; Certificate of Occupancy
Boston Zoning Board of Appeal	Zoning Relief

Chapter 2.0

Project Description

2.0 PROJECT DESCRIPTION

2.1 Existing Site

The Project site at the southeast corner of the intersection of Stuart Street and Trinity Place, in the Back Bay neighborhood of Boston, consists of approximately 13,361 sf of land at 40 Trinity Place and air rights over a portion of the approximately 11,237 sf parcel at 426 Stuart Street. The site currently includes the Boston Common Hotel and Conference Center, an approximately eight-story, 84,200 sf building operated as a 64-room hotel and conference facility with ground floor retail use. The air rights parcel includes the four-story University Club of Boston. On the other side, the University Club abuts the 13-story Boston YWCA building at the corner of Stuart Street and Clarendon Street. A service alley located between this block of Stuart Street and the 100 Clarendon Street (former John Hancock) Parking Garage to the south serves all three parcels.

Stuart Street runs between Copley Place to the west and Washington Street to the east, and contains a variety of building types that range from high-rise office and residential buildings to hotels, parking garages, restaurants and smaller scale commercial businesses. Currently, the tallest buildings located along the Stuart Street corridor range from the Boston Marriott and Westin hotels at Copley Place (toward the west) to the W Hotel Boston (toward the east) at the corner of Stuart and Tremont Streets. In between these stand the original John Hancock tower at the corner of Berkeley Street, The Clarendon condominiums and apartments at the corner of Clarendon Street, and the iconic “new” John Hancock Tower, also at the corner of Clarendon Street and just across Stuart Street from the Project site. All of these buildings vary in height and character, and contribute in their own way to the existing Back Bay skyline. An approved major new residential tower by Simon Properties at Copley Place has been approved by the City and is expected to be added to the skyline as well (see Figure 2-1).

2.2 Project Description

The Project includes the construction of approximately 220 guest rooms, conference and ballroom areas, and a pool and a fitness center totaling approximately 163,010 sf. Two restaurants and lounges totaling approximately 7,810 sf are also currently planned, as is a Loading/Trash area on the ground floor. Approximately 10,000 sf of the proposed building is for the expansion of the University Club. The residential portion of the Project, comprising approximately 142 units, will be located on upper floors of the new building. A two level above-grade garage accessed by automobile elevators will be located within the new building and will provide approximately 100 on-site parking spaces for the residential units.



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The Project includes the construction of approximately 379,370 sf in a new building, plus approximately 100 above grade parking spaces that have been excluded from the calculation of FAR, as discussed in Section 1.5.5. Figures 2-2 to 2-9 at the end of this section include the ground floor plan, typical floor plans, a section, and perspectives of the Project. The Project program is provided in Table 2-1.

Table 2-1 Project Program

Project Element	Approximate Dimension
Residential	196,550 sf / 142 units
Hotel	163,010 sf / 220 keys
Restaurant	7,810 sf
Loading/Trash (First Floor)	2,000 sf
University Club Expansion	10,000 sf
Total Square Footage	379,370 sf
Parking	100 Spaces (31,000 sf)

2.3 Consistency with Stuart Street Planning Study

The Project is located within the Study’s planning area, bounded by St. James Avenue to the north, Dartmouth Street to the west, Columbus Avenue/Cortes Streets to the south and Arlington Street to the east, representing a 12+ block area totaling more than forty acres.

The Study was a multi-year planning process initiated in 2007 involving multiple governmental and community stakeholders in an extensive and thorough community process. The Study was organized to propose new development guidelines and zoning recommendations for the Study’s planning area. The Study examined potential development opportunities, identified and defined height, density and use guidelines and developed scenarios for future development. The Study included an assessment of the impacts of density and height on the surrounding neighborhoods, including the impacts on the transportation infrastructure, transit system, parking supply, and utility infrastructure (electric, water and sewer), and the environmental impacts such as wind, shadow and groundwater. Provisions for and protection of open space, pedestrian access, historically significant buildings and view corridors was also included in the Study.

As a result of the efforts of the Planning Study, in November 2010, Proposed Development Review Guidelines were issued to supplement the Downtown IPOD. While these Development Guidelines have not been formally adopted, it is understood that they will inform the review of appropriate development intensity by the BRA and others.

The Development Guidelines would establish a “base” FAR of 10 and a “base” building height of 155 feet. The Development Guidelines would also allow “tower” development in certain areas of the Study’s planning area. The Project site is located in an area designated by the Study that would allow a “tower” FAR of 17.5 and a building height of up to 400 feet, provided the Project (a) undergoes Large Project Review; (b) achieves certain performance criteria related to wind, shadow, sustainability, activation of the ground floor and traffic and transportation; and (c) provides certain public benefits. The Project has been designed to meet the build and dimensional requirements of the Development Guidelines.

As described above, the Project will undergo Large Project Review. The Project’s compliance with the Study’s performance and public benefit criteria will be studied in the Draft PIR.

2.4 Description of Alternatives Considered/Project History

All of the design schemes considered were developed in response to the program, site constraints, view corridors to and from the building, existing street wall and character, and the other nearby tall buildings—both existing and planned. Early design schemes encompassed a variety of massing options, which included more bulky, rectilinear forms with glass corner elements to break up the visual proportions of the tower, bundled and tapered angular vertical forms expressed in glass from one side and metal from another, and large curved glassy volumes set in a rectangular massing of metal panels. Some schemes had more setbacks than others, and the various schemes also met the multi-story “base” of the building and the street level below that in differing ways.

The currently proposed building design evolved from one of the earlier schemes which featured a series of vertical extruded elements, one of which was a curved glass feature. This was eventually developed into a more balanced tower treatment of vertical quadrants, clad in glass and metal panels, and off-set to integrate with projecting balconies. This treatment creates narrower proportions within the overall massing, making the building slimmer and more elegant. At the same time, the combination of angular and curved elements respects and relates to the surrounding context and taller towers without mimicking them.

2.5 Schedule

Construction of the Project is estimated to last approximately 30 months, with initial site work expected to begin in the fall of 2013, and completion in the spring of 2016.

2.6 Community Outreach and Public Participation

The Proponent is committed to an open and inclusive public process, and as the Article 80 process progresses, the Proponent will continue to seek input from community representatives, neighbors and stakeholders, as well as public and elected officials.

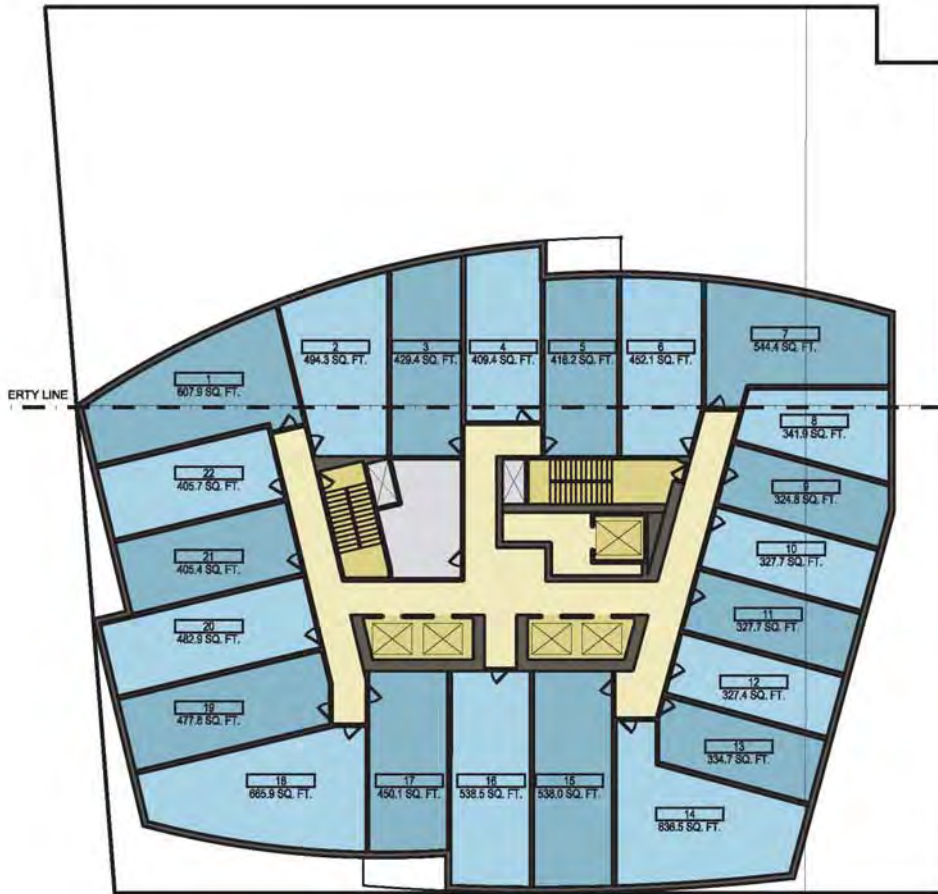
In addition to regularly meeting with and working with members of the Project's Impact Advisory Group, the Proponent will offer to meet directly with local neighborhood groups, abutters, and community organizations.

In addition, the Proponent has met with or will meet with City of Boston agencies and departments, including Boston Civic Design Commission, Boston Redevelopment Authority, Boston Transportation Department, Mayor's Office of Neighborhood Services, and the Office of Jobs and Community Services.

The Proponent has also met with or will meet with elected officials, including Mayor Thomas M. Menino, State Senator Sonia Chang-Diaz, State Representatives Marty Walz and Byron Rushing, and City Councilors Bill Linehan and Michael Ross.



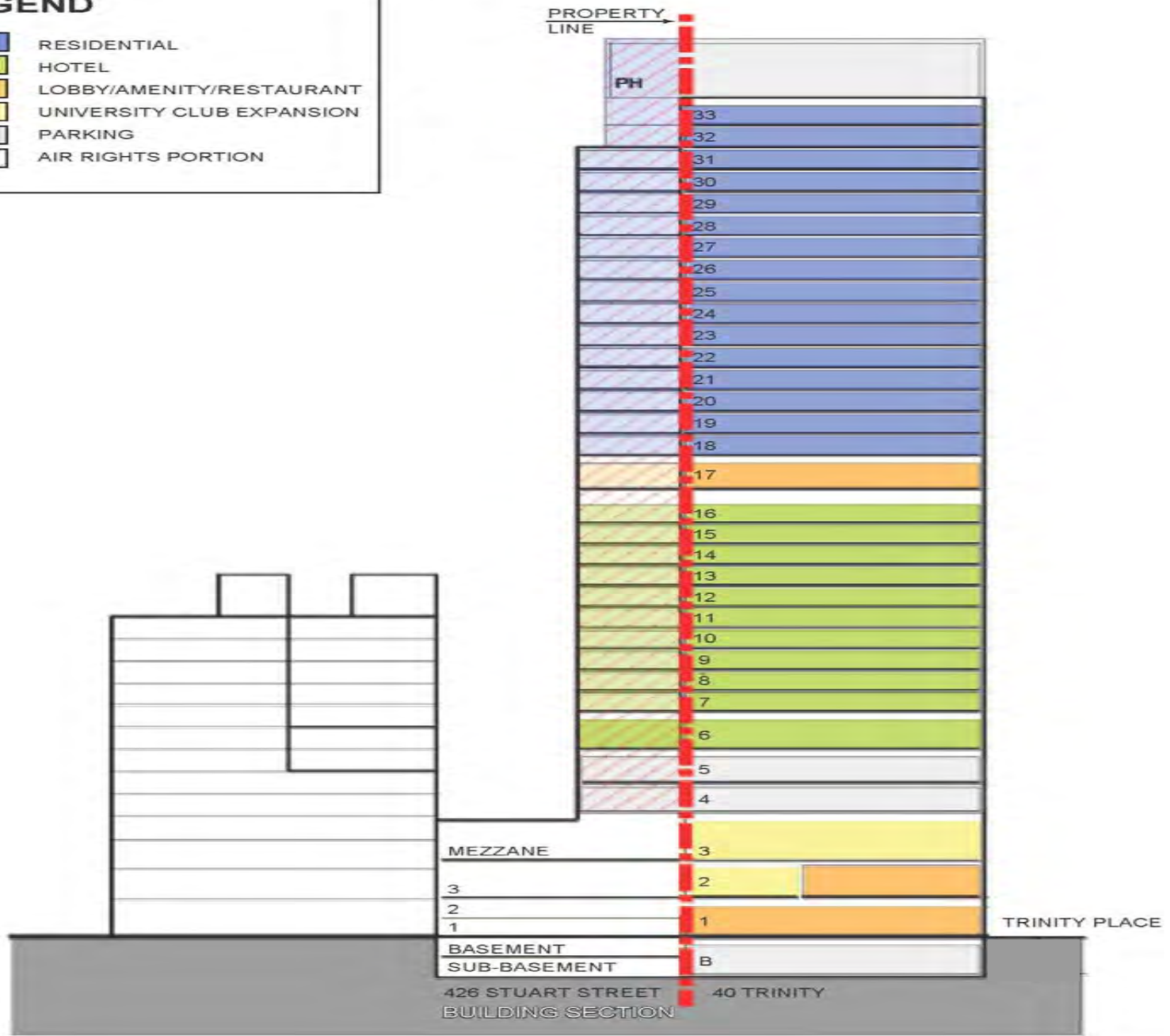
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Typical Hotel Floor Plan



Typical Condo Floor Plan



40 Trinity Place Boston, Massachusetts



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40 Trinity Place Boston, Massachusetts



40 Trinity Place Boston, Massachusetts



40 Trinity Place Boston, Massachusetts



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Chapter 3.0

Assessment of Development Review Components

3.3 Urban Design

The proposed Project was developed to respond in varying ways to both the sharp angularity of the neighboring Hancock Tower, the rectilinear, box-like form of the nearby The Clarendon, and the fluid curvature of the approved Simon Tower at Copley Place without attempting to mimic any of those buildings.

The new tower rises from a six-story base/plinth that reinforces the existing street wall and follows the Stuart Street grid. The solidity of the base is carved away at the Trinity Place corner to allow the tower's shape to read through and create a focal point where the Stuart Street grid shifts. The form and transparency of the base at the corner will add vitality and visual interest to the pedestrian realm, connect the activity within the building and the activity on the street, and serve as the main entrance to the public portions of the building.

The six-story base of the building will reinforce the urban quality of the street and contain the hotel and residential entrances, two restaurants and lounge, the conference and ballroom facilities and a portion of the University Club of Boston. The upper portion of the base will contain the two level parking garage, while the ground floor will include the parking entry, drop-off and loading and trash areas.

As the tower rises above the lower portion of the block, its curved forms register in the city skyline as the long axis rotates slightly to reduce shadow impact on Copley Square and create better sightlines from the hotel and residential floors. The tower will be clad in a combination of glass curtainwall and metal or precast concrete panels with large punched windows. The two different cladding systems are off-set from each other and balconies are seamlessly inserted where they come together on the upper floors. A distinctive double-slope profile is created at the top of the building where the opposing sides of the tower come together at the mechanical penthouse and rooftop equipment enclosure.

Design Considerations

The elements that have been considered during the design process include:

- ◆ Proposed Program: mixed use combining hotel and residential occupancies, and including related uses such as restaurants, conference and ballroom spaces, pool and fitness center and residential parking;
- ◆ Overall site dimensions, orientation and relationship to Stuart Street grid, existing block and adjacent University Club of Boston;
- ◆ Minimizing potential shadows cast on Copley Square;
- ◆ Visual relationship of the proposed building to other nearby existing and proposed high-rise developments;

- ◆ Responding to the “high spine” building urban design concept for this area of Boston; and
- ◆ Substantial conformance with FAR, height, building form and shadow performance criteria as recommended in the Study.