

MEMORANDUM

DECEMBER 15, 2016

TO: BOSTON REDEVELOPMENT AUTHORITY
D/B/A BOSTON PLANNING & DEVELOPMENT AGENCY
AND BRIAN P. GOLDEN, DIRECTOR

FROM: JONATHAN GREELEY, DIRECTOR OF DEVELOPMENT REVIEW
MICHAEL CHRISTOPHER, DEPUTY DIRECTOR FOR DEVELOPMENT
REVIEW/GOVERNMENT AFFAIRS
GARY UTER, PROJECT MANAGER

SUBJECT: SOUTH STATION AIR RIGHTS PROJECT--PUBLIC HEARING FOR THE
APPROVAL OF THE AMENDED AND RESTATED DEVELOPMENT PLAN
FOR PLANNED DEVELOPMENT AREA NO. 68, SOUTH STATION AIR
RIGHTS PROJECT, AND TO CONSIDER THE SOUTH STATION AIR RIGHTS
PROJECT AS A DEVELOPMENT IMPACT PROJECT.

SUMMARY: This Memorandum requests that, in connection with the concurrent public hearings regarding the South Station Air Rights Project (the "Revised Project"), as further described hereinafter, the Boston Redevelopment Authority (the "BRA"): (1) approve the Amended and Restated Development Plan for Planned Development Area No. 68, South Station Air Rights Project, (the "Amended and Restated Development Plan") for the Revised Project and accompanying map amendment; and (2) authorize the Director to: (a) petition the Boston Zoning Commission for approval of the Amended and Restated Development Plan and the accompanying map amendment; (b) issue Certifications of Consistency for the Revised Project pursuant to Section 80C-8 of the Boston Zoning Code (the "Code"); (c) issue a Determination Waiving the Requirement of Further Review pursuant to Section 80A-6(2) of the Code regarding the Notice of Project Change; (d) issue Certifications of Compliance for the Revised Project in accordance with Section 80B-6 of the Code; (e) execute an amendment to the Land Disposition Agreement between the Proponent and the BRA; and (f) take all other actions and execute and deliver all documents deemed necessary and appropriate by the Director in connection

with the foregoing, including, without limitation, executing and delivering an Affordable Housing Agreement, an Affordable Rental Housing Agreement and Restriction, and amendments to, or amended and restated agreements regarding the Development Impact Project Agreement, the Cooperation Agreement, and the Boston Construction Employment Plan.

PROJECT SITE

The Project Site is an approximately 361,076 square foot area (8.3 acres) bounded generally by the land of the Massachusetts Bay Transportation Authority (“MBTA”) to the north, Atlantic Avenue to the west, land of the MBTA (rail road tracks) to the south, and land of the United States Postal Service and BDC Summer Street 121A Limited Partnership to the east. The Project Site is comprised of contiguous parcels of land and air rights, in part owned by the MBTA and in part to be conveyed to South Station Phase I Owner LLC (“Proponent”) by the BRA. The Project Site is adjacent to, but does not include, the existing five-story South Station head house located on land owned by the MBTA at the intersection of Atlantic Avenue and Summer Street.

DEVELOPMENT TEAM

The development team consists of:

Proponent: South Station Phase I Owner LLC c/o Hines Interests Limited Partnership
One International Place, 11th Floor
Boston, Massachusetts 02110
David Perry
Michael Francis

Architect: Pelli Clarke Pelli Architects
Kendall/Heaton Associates, Inc.

Counsel: Goulston & Storrs
Marilyn L. Sticklor, Esq.
Douglas M. Husid, Esq.

DLA Piper LLP (US)
John Rattigan, Esq.
Bryan C. Connolly, Esq.

Baker Botts L.L.P.

**Environmental
and Permitting
Consultant:** Epsilon Associates, Inc.
Cindy Schlessinger

Surveyor: Harry R. Feldman, Inc.

Wind Consultant: RWDI

**Transportation
Consultants:** Vanasse & Associates, Inc.
Jeff Dirk

DESCRIPTION AND PROGRAM

THE APPROVED DEVELOPMENT PLAN

Pursuant to Section 3-1A of the Code, the BRA, by a vote taken on June 6, 2006, approved the Development Plan (the "Original Development Plan") for Planned Development Area No. 68 ("PDA No. 68"). On June 28, 2006, the Boston Zoning Commission approved the Original Development Plan, Text Amendment No. 326 and Map Amendment No. 458 (the "Original Map Amendment") establishing PDA No.68, which Original Development Plan and associated Text Amendment and Original Map Amendment were effective June 29, 2006.

PDA No.68, as described in the Original Map Amendment and the Original Development Plan, consisted of approximately 358,010 square feet (approximately 8.22 acres).

The Original Development Plan contained a maximum of 2,360,000 square feet (including parking and loading areas). The Original Development Plan involved the development of three buildings not to exceed 1,935,000 square feet exclusive of parking and loading and not to exceed 2,360,000 square feet including parking and loading. The Original Development Plan contained up to 1,495,000 square feet of

office use, up to 195,000 square feet of residential use, and up to 245,000 square feet of hotel use (approximately 200 rooms), which areas included retail uses on the main hotel lobby level and sky street level, and 755 parking spaces.

APPROVED PROJECT

The South Station Air Rights project was also approved under the Large Project Review Procedures of Article 80B. The BRA, by a vote taken on June 6, 2006, further voted to authorize the Director to issue an Adequacy Determination pursuant to Section 80B-5.5(c) of the Code approving the Final Project Impact Report ("FPIR"). The Adequacy Determination was issued by the Director on July 19, 2006.

The South Station Air Rights project previously approved under Article 80B included the construction of three buildings: an approximately 920,000 square foot office tower, an approximately 390,000 square foot building with an approximately 200-room hotel and approximately 170,000 square feet of residential space, and an approximately 455,000 square foot office building, and also included approximately 755 parking spaces and an expansion of the bus terminal, as well as new connections between the different travel modes served by South Station (the "Originally Approved Project").

A Cooperation Agreement, a Development Impact Project Plan Agreement, a Boston Residents Construction Employment Plan and a Transportation Access Plan Agreement were executed in connection with the Originally Approved Project.

THE PROPOSED AMENDED AND RESTATED DEVELOPMENT PLAN

An Amended and Restated Development Plan for Planned Development Area No. 68, South Station Air Rights Project, was submitted to the BRA on July 29, 2016 ("Amended and Restated Development Plan"). The development as described in the Amended and Restated Development Plan is similar to the development set forth in the Original Development Plan, as it continues to include three buildings with a mix of residential, hotel, office, retail, service and/or restaurant space. The development continues to include three phases, of which only Phases 1 and 2 are changing. Phase 3 will continue to be the same as proposed in the Original Development Plan.

The development described in the Amended and Restated Development Plan contains a maximum of 2,725,000 square feet (including parking and loading areas for the Revised Project).

Phase 1 Building – The Phase 1 Building will contain a total building area not to exceed 1,115,000 square feet. The building will contain a total building area not to exceed 768,000 square feet to be used for office uses which include approximately 8,000 square feet of retail space, and will contain a total building area not to exceed 347,000 square feet of residential space, which may either be for sale or rental units. The building height of the Phase 1 Building will be up to 655 feet in height to the top of the highest occupiable floor, and up to 678 feet to the top of the architectural enclosure of the rooftop mechanical equipment.

Phase 2 Building – The Phase 2 Building will contain a total building area not to exceed 473,000 square feet which includes approximately 8,000 square feet of retail space. The building height of the Phase 2 Building will be up to 329 feet in height to the top of the highest occupiable floor and up to 349 feet to the top of the architectural enclosure of the rooftop mechanical equipment. The use of the Phase 2 Building may be all residential space, which may be either for-sale or rental units, all hotel use, or a combination of residential and hotel uses.

Phase 3 Building – Although the design of the Phase 3 Building has remained substantially unchanged from the Original Development Plan, due to a more refined measurement of Gross Floor Area under the Code, the Phase 3 Building will contain a total building area not to exceed 552,000 square feet, to be used for office uses which includes approximately 13,000 square feet of retail space. The building height of the Phase 3 Building will be up to 259 feet to the top of the highest occupiable floor and up to 279 feet to the top of the architectural enclosure of the rooftop mechanical equipment.

Bus Terminal Expansion and Pedestrian Connections – A new maximum 106,000 square foot expansion of the existing bus terminal will be constructed in the current open space above the tracks between the existing South Station Head House and the existing bus terminal. New vertical connections between the bus station and train platforms will connect the two components. The Phase 1 building and the bus terminal expansion will create a weather protected train shed between the South Station Head House and the bus terminal. This new space will accommodate a far more convenient pedestrian connection from the existing train station concourse and train platforms to the bus terminal.

Parking - The Revised Project also provides for a five-level Parking Garage—two partial levels additional to that previously proposed to accommodate the additional residential space proposed to be constructed above the bus terminal, which will include a maximum of 895 parking spaces. After construction of the Parking Garage by the Proponent, it is anticipated that the Parking Garage and the MBTA Parking Garage will be operated by the Proponent as a single parking facility, containing a maximum of 1,083 parking spaces.

Ancillary Transportation Improvements - As part of the Revised Project, the Proponent will improve the MBTA transit improvements by constructing modifications to the rotunda at the existing bus terminal, by relocating and modifying certain tracks and signals, by constructing a new electrical substation and by expanding the railyard ventilation system.

NOTICE OF PROJECT CHANGE

The Notice of Project Change (“NPC”) was submitted to the BRA on July 29, 2016.

Phase 1 Building: The NPC proposes that the Phase 1 Building be modified from an all-office building with retail, lobbies and service areas, to a mixed use office and residential building. The Phase 1 Building will contain a total building area not to exceed 1,032,000 square feet. The building will contain a total building area not to exceed 711,000 square feet to be used for office uses which include approximately 7,000 square feet of retail space, and will contain a total building area not to exceed 321,000 square feet of residential space, which may either be for sale or rental units. The building height of the Phase 1 Building will be up to 640.4 feet in height to the top of the highest occupiable floor, and up to 677.1 feet to the top of the architectural enclosure of the rooftop mechanical equipment.

Phase 2 Building – The NPC proposes that the Phase 2 Building will contain a total building area not to exceed 438,000 square feet which includes approximately 8,000 square feet of retail space. The building height of the Phase 2 Building will be up to 314 feet in height to the top of the highest occupiable floor and up to 334 feet to the top of the architectural enclosure of the rooftop mechanical equipment. The use of the Phase 2 Building may be all residential space, which may be either for-sale or rental units, all hotel use, or a combination of residential and hotel uses.

Phase 3 Building – Although the design of the Phase 3 Building has remained substantially unchanged from the original approved FPIR, due to a more refined measurement of Gross Floor Area under the Code, the NPC proposes that the Phase 3 Building will contain a total building area not to exceed 511,000 square feet, to be used for office uses which includes approximately 12,000 square feet of retail space. The building height of the Phase 3 Building will be up to 229 feet to the top of the highest occupiable floor and up to 249 feet to the top of the architectural enclosure of the rooftop mechanical equipment.

Bus Terminal Expansion and Pedestrian Connections, Parking and Ancillary Transportation Improvements are described in the NPC in a manner similar to the description in the Amended and Restated Development Plan.

During Phase 1 the Proponent may construct up to 527 parking spaces in addition to the MBTA's existing 188 parking spaces. Due to construction sequences, 82 of the aforementioned 527 parking spaces to be constructed during Phase 1 will be allocated towards Phase 2, but may be used in their entirety upon completion of Phase 1 and prior to completion of Phase 2. The 82 spaces must remain at will for office users until Phase 2 is constructed. Following an updated traffic study, final parking count for Phases 2 and 3 will be reviewed by the BRA and the Boston Transportation Department and a final determination will be made by the Director of the BRA.

The Proponent will execute a Master Transportation Access Plan Agreement ("TAPA") with the Boston Transportation Department ("BTD") for the Revised Project, as well as individual TAPAs for each Phase. During the Master TAPA and individual TAPA processes, the Proponent will work with BTD to develop on-site and off-site mitigation packages. Motor vehicle access to Atlantic Avenue may be limited or eliminated during peak hours, as determined by BTD through the TAPA processes.

STATE AND FEDERAL REVIEW

SOUTH STATION EXPANSION PROJECT (SSX)

Prior to filing their NPC, the BRA encouraged the Proponent to work with MassDOT on the integration of the modified project details with the South Station Expansion Project (SSX), which includes the addition of seven tracks to the Station and related improvements to the Station areas, in place of the existing United States Postal Service facility adjacent to Dorchester Avenue on the Fort Point Channel.

Because the changes to the Project and its construction methods require changes to the eight tower columns that support the structure above, this also necessitated changes to the SSX layout in the headhouse area below. The Proponent also coordinated other aspects of the headhouse layout, as requested by the BRA, with MassDOT. These discussions will remain ongoing as both projects continue to refine details.

The Proponent is currently engaged in discussions with MassDOT about the mitigation proposed for the Revised Project and the mitigation that has been proposed for SSX, and a plan in the event that SSX does not proceed on the planned schedule.

MASSACHUSETTS ENVIRONMENTAL POLICY ACT (MEPA) REVIEW

MassDOT and the MBTA did not call for a supplemental filing when the Proponent issued their NPC to the BRA, believing that the previous MEPA documentation was adequate.

MassDOT and the MBTA continue to work with the Proponent on a number of issues, including but not limited to: a mode split analysis and the impact of increased demand on South Station; the traffic operations of the South Station ramp connector; the integration and coordination of the project timeframe with the South Station Expansion Project; additional coordination with other agencies concerning traffic in the area, particularly along Atlantic Avenue; additional information as to how the parking needs for the project were determined; and other related issues.

It should also be noted that MassDOT's Highway Division is also reviewing details of the Revised Project, as well as the MBTA operations, design and construction, and commuter rail teams.

These issues are actively being discussed between MassDOT, MBTA and the Proponent on a regular basis. The MBTA's agreement with the Proponent requires that all of the pre-conditions to the closing must be completed by April 30, 2017.

FEDERAL-LEVEL REVIEW

In addition to the review by MassDOT and MBTA, the project's plans must also be approved by Amtrak and the Federal Railroad Administration. Site access plans are also subject to the approval of the Federal Highway Administration.

ZONING

The Revised Project will require the approval by the BRA and the Boston Zoning Commission of the Amended and Restated Development Plan and a map amendment adding approximately 3,066 square feet to PDA No. 68.

ARTICLE 80 REVIEW PROCESS

On July 29, 2016, the Proponent filed the NPC and the Amended and Restated Development Plan with the BRA. On October 4, 2016 and October 18, 2016, the BRA sponsored public meetings were held at 290 Congress Street. The public meetings were advertised in the *South Boston Online*, in the *South Boston Today*, posted on the BRA website, and notices of the public meetings were distributed to the BRA's email list.

The public comment period concluded on October 31, 2016.

AMENDMENT TO THE LAND DISPOSITION AGREEMENT

A Land Disposition Agreement was entered into by the BRA, TUDC LLC and South Union Station LLC for the South Station Air Rights Project as of March 21, 2007, as amended by a letter amendment dated January 12, 2009, the Second Amendment to Land Disposition Agreement dated June 29, 2012, the Third Amendment to Land Disposition Agreement dated June 30, 2014, and the Fourth Amendment to Land Disposition Agreement dated September 23, 2016 (together, the "LDA"). On January 30, 2009 TUDC LLC assigned its entire interest in the South Station Air Rights Project, including its rights, title and interests under the LDA to South Union Station LLC. On July 29, 2016 South Union Station LLC assigned its entire interest in the South Station Air Rights Project, including its rights, title and interests under the LDA to South Station Phase I Owner LLC, the Proponent.

The LDA currently contemplates that the conveyance and delivery of possession of the Project Site would occur on or before December 31, 2016 (the "Outside

Conveyance Date”), that the Adverse Conditions Period (as defined in the LDA) would expire on December 31, 2016, and that construction of the Revised Project would commence on or before March 21, 2017 (the “Outside Commencement Date”). In light of the changes to the Originally Approved Project and to facilitate the development of the Revised Project as described in the NPC and the Amended and Restated Development Plan and the public benefits to be obtained in connection therewith, the Proponent has requested: (A) that the LDA be amended to: (1) extend each of the Outside Conveyance Date and the end of the Adverse Conditions Period to April 30, 2017, (2) extend the Outside Commencement Date to the date that is thirty (30) days after the conveyance of the Project Site to the Proponent; and (B) that the Director be authorized to take such other actions and execute such other documents, including any amendments to the LDA, the Development Agreement and other agreements related to the Revised Project, to the extent necessary or appropriate in the opinion of the Director from time to time to facilitate the development of the Revised Project as described in the NPC and the Amended and Restated Development Plan.

PUBLIC BENEFITS

The Revised Project will result in many public benefits.

Economic Development and Benefits:

- Provides significant recurring income to the MBTA, including bus gate fees and retail revenue.
- Generation of approximately \$26,000,000 in new annual real estate taxes.
- Generation of approximately 6,600 construction jobs and \$413,100,000 in wages from salaries to construction workers.
- Results in approximately 5,300 permanent jobs, of which 1,300 are direct new permanent jobs resulting in approximately \$98,700,000 in wages and salaries annually.
- Generates additional sales and wage tax revenues.
- Development of an underutilized site of crucial importance to the revitalization of the surrounding area.

Transit Patron Benefits

- Facilitate and reduce the MBTA's cost of the South Station Expansion Project.
- Increase bus terminal capacity by 50%.
- Provide more convenient connections between the bus terminal and other modes of transit at South Station, and provide a weather-protected environment for all patrons of South Station.
- Increase train station platform circulation, reducing congestion.
- Create an architecturally significant public space at the train station concourse that enhances the image of South Station as a gateway to the city.
- Provide lighting, fire and life safety and security enhancements in the rail yard and platform areas.
- Provide way finding, access and safety enhancements for transit patrons with disabilities.

Public Realm/Pedestrian Activity

- Respectfully complements the axis, geometry and visual strength of the train station building.
- Completes Dewey Square as a gateway and public space.
- Improves streetscape and pedestrian experience along Atlantic Avenue with new retail spaces and lobbies to the proposed buildings activating the street and enhancing compatibility with the Leather District.
- Facilitates the future creation of a direct pedestrian link among the train station concourse, the adjacent USPS property, and the waterfront along Fort Point Channel.
- Creates a vibrant street life during off-peak hours, resulting in safer and more pleasant travel by public transportation in evenings and on weekends.
- Improves streetscape with new sidewalks, granite curbs, streetlights, street trees and street furniture.

Housing and Inclusionary Development

- Addition of residential uses to the South Station area.

- Under the LDA, dated March 21, 2007, as amended, the Proponent agreed to make a contribution to the Inclusionary Development Policy Fund ("IDP Fund") equal to \$97,000 times fifteen percent (15%) of the market-rate housing units in the Phase 1 Building, to be paid within 30 days of the issuance of the initial building permit. The Proponent, as part of the NPC and the Amended and Restated Development Plan, has agreed to increase this payment to \$200,000 times fifteen percent (15%) of the market-rate housing units in the Phase 1 Building, of which 25% will be paid within 30 days of issuance of the initial building permit and of which the remainder will be paid within 30 days of the issuance of the full certificate of occupancy for the residential portion of the Phase 1 Building.
- The commitment to create income restricted units on-site in future phases, as outlined in the LDA, remains.

Sustainable Design Elements

- "Green Design" features will be incorporated into the Revised Project, and all of the office space will be LEED certifiable. The Revised Project will comply with Article 37, Green Buildings, of the Code.

DEVELOPMENT IMPACT PROJECT ("DIP") EXACTION

The Revised Project constitutes a DIP under Article 80B-7 of the Code. A DIP Agreement was executed on June 28, 2006. The project approved in 2006 under Article 80B had a DIP Gross Floor Area of 1,595,000 square feet. Based on the NPC, the Revised Project will now include 1,660,000 square feet of DIP Gross Floor Area if the Phase 2 building is used entirely for hotel purposes, a net increase of 65,000 square feet, and the project will now include 1,230,000 square feet of DIP Gross Floor Area if the Phase 2 building is used entirely for residential use (with the DIP Gross Floor Area to be within that range in the event the Phase 2 building is used partially for hotel use and partially for residential use). In the event the Phase 2 building is used entirely for hotel purposes, the Proponent will now provide the Neighborhood Housing Trust payment contribution of approximately \$11,276,200 and a Neighborhood Jobs Trust payment contribution of \$2,261,350. These estimated linkage payments are calculated as follows:

Original Housing Linkage:

Original DIP Uses	1,595,000	square feet
Exclusion	-100,000	
	1,495,000	
	<u>x \$7.18</u>	/square foot
	\$10,734,100	

Original Jobs Linkage:

Original DIP Uses	1,595,000	square feet
Exclusion	-100,000	
	1,495,000	
	<u>x \$1.44</u>	/square foot
	\$2,152,800	

Housing Linkage (based on Hotel use of Phase 2 Building):

Current DIP Uses	1,660,000	square feet
Approved DIP Uses	-1,595,000	square feet
	65,000	
	<u>x \$8.34</u>	/square foot
	\$542,100	

Jobs Linkage (based on Hotel use of Phase 2 Building):

Current DIP Uses	1,660,000	square feet
Approved DIP Uses	-1,595,000	square feet
	65,000	
	<u>x \$1.67</u>	/square foot
	\$108,550	

The DIP Gross Floor Area for the Revised Project is subject to final calculation based on the final design plans, final uses and applicable provisions of the DIP Agreement. Note that DIP uses, and therefore the linkage payments, may increase if area within the parking garage is converted to DIP uses. In the event the Phase 2 Building is used entirely or partially for residential use, only 8,000 square feet of the Phase 2 Building to be used for retail use plus the portion of the Phase 2 Building to be used for hotel use will be DIP Gross Floor Area, but, in such event, the residential portion of the Phase 2 Building will be subject to the Inclusionary Development Policy.

RECOMMENDATIONS

Based on the foregoing, the BRA staff recommends that the BRA: (1) approve the Amended and Restated Development Plan and the accompanying map amendment pursuant to Sections 3-1A.a and 80C of the Code; and (2) authorize the Director: (a) to petition the Boston Zoning Commission for approval of the Amended and Restated Development Plan and the accompanying map amendment; (b) to issue a Determination pursuant to Section 80A-6 of the Code in connection with the NPC filed by Proponent on July 28, 2016, that there are no proposed changes that will significantly increase the impacts of the Revised Project; (c) to issue a Certification of Consistency under Section 80C-8 of the Code for the Revised Project; (d) to issue a Certification of Compliance under Section 80B-6 of the Code upon successful completion of the Article 80 review process for the Revised Project; (e) to execute and deliver an Affordable Housing Agreement, an Affordable Rental Housing Agreement; and amendments to, or amended and restated agreements regarding the Cooperation Agreement, the Boston Residents Construction Employment Plan, and the Development Impact Project Agreement and any and all documents or agreements deemed appropriate and necessary by the Director in connection with the Revised Project and the Amended and Restated Development Plan; (f) to amend the LDA to: (i) extend each of the Outside Conveyance Date and the end of the Adverse Conditions Period to April 30, 2017, and (ii) extend the Outside Commencement Date to the date that is thirty (30) days after the conveyance of the Project Site to the Proponent; and (g) to take such other actions and execute such other documents, including any amendments to the LDA, the Development Agreement and other agreements related to the Revised Project, to the extent necessary or appropriate in the opinion of the Director from time to time to facilitate the development of the Revised Project as described in the NPC and the Amended and Restated Development Plan.

Appropriate votes follow:

VOTED: That, in connection with the Amended and Restated Development Plan for Planned Development Area No.68 ("Amended and Restated Development Plan") relating to the South Station Air Rights Project as modified by the Notice of Project Change submitted to the Boston Redevelopment Authority ("BRA") on July 29, 2016 (the "Revised Project"), as required pursuant to Article 80, Section 80C of the Boston Zoning Code (the "Code"), and after consideration of evidence presented at and in connection with the hearing, held by the BRA, the

BRA finds that with respect to the Amended and Restated Development Plan that: (a) the Amended and Restated Development Plan is not for a location or project for which Planned Development Areas are forbidden by the underlying zoning; (b) the Revised Project in the Amended and Restated Development Plan complies with any provisions of the underlying zoning, that establish use, dimensional, design or other requirements for Revised Projects in Planned Development Areas; (c) the Amended and Restated Development Plan complies with any provisions of the underlying zoning that establish planning and development criteria, including public benefits, for Planned Development Areas; (d) the Amended and Restated Development Plan conforms to the plan for the district, subdistrict, or similar geographic area in which the Amended and Restated Development Plan is to be located, and to the general plan for the City as a whole; and (e) on balance nothing in the Amended and Restated Development Plan will be injurious to the neighborhood or otherwise detrimental to the public welfare, weighing all benefits and burdens; and

**FURTHER
VOTED:**

That the BRA, in accordance with the provisions of Section 3-1A.a. and Article 80C of the Code, approves the Amended and Restated Development Plan and the accompanying map amendment and authorizes the Director to petition the Zoning Commission of the City of Boston for approval of the Amended and Restated Development Plan and the accompanying map amendment in substantial accord with the version presented to the BRA at its public hearing held on December 15, 2016; and

**FURTHER
VOTED:**

That the Director be, and hereby is, authorized to issue one or more Certifications of Consistency or Partial Certifications of Consistency for the Revised Project pursuant to Section 80C-8 of the Code when the Director finds that: (i) the Revised Project is described adequately in the Amended and Restated Development Plan; (ii) the Revised Project is consistent with the Amended and Restated Development Plan; and (iii) the Amended and Restated Development Plan has been approved by the BRA and the Boston Zoning Commission in accordance with the

applicable provisions of Section 3-1A.a. and Article 80C of the Code;
and

**FURTHER
VOTED:**

That the Director be, and hereby is, authorized to issue a Determination (the "Determination") under Section 80A-6 of the Code which finds that the Notice of Project Change ("NPC") submitted to the BRA by South Station Phase 1 Owner LLC (the "Proponent"), on July 29, 2016 adequately describes the potential impacts arising from the development of the Revised Project, and provides sufficient mitigation measures to minimize those impacts in connection with the NPC; and (ii) waives further review of the NPC, subject to continuing design review by the BRA; and

**FURTHER
VOTED:**

That the Director be, and hereby is, authorized to issue one or more Certifications of Compliance or Partial Certifications of Compliance for the Revised Project pursuant to Section 80B-6 of the Code after the Director has determined that the Revised Project complies with the terms of the Determination; and

**FURTHER
VOTED:**

That the BRA finds that the Revised Project conforms to the general plan for the City of Boston as a whole, and that nothing in such Revised Project will be injurious to the neighborhood or otherwise detrimental to the public welfare; and

**FURTHER
VOTED:**

That the Director be, and hereby is, authorized to execute and deliver an Affordable Housing Agreement, an Affordable Rental Housing Agreement, and amendments to, or amended and restated agreements regarding the Development Impact Project Agreement, the Cooperation Agreement, and the Boston Residents Construction Employment Plan, and any and all other action, documents or agreements deemed appropriate and necessary by the Director in connection with the Revised Project and/or the Amended and Restated Development Plan with terms and conditions to be in the best interest of the BRA as determined by the Director; and

FURTHER

VOTED:

That the Director be, and hereby is, authorized to execute and deliver an amendment to the Land Disposition Agreement by and among the BRA, TUDC LLC and South Union Station LLC dated March 21, 2007, as amended and as assigned, to: (i) extend each of the Outside Conveyance Date and the end of the Adverse Conditions Period to April 30, 2017, and (ii) extend the Outside Commencement Date to the date that is thirty (30) days after the conveyance of the Project Site to the Proponent; and

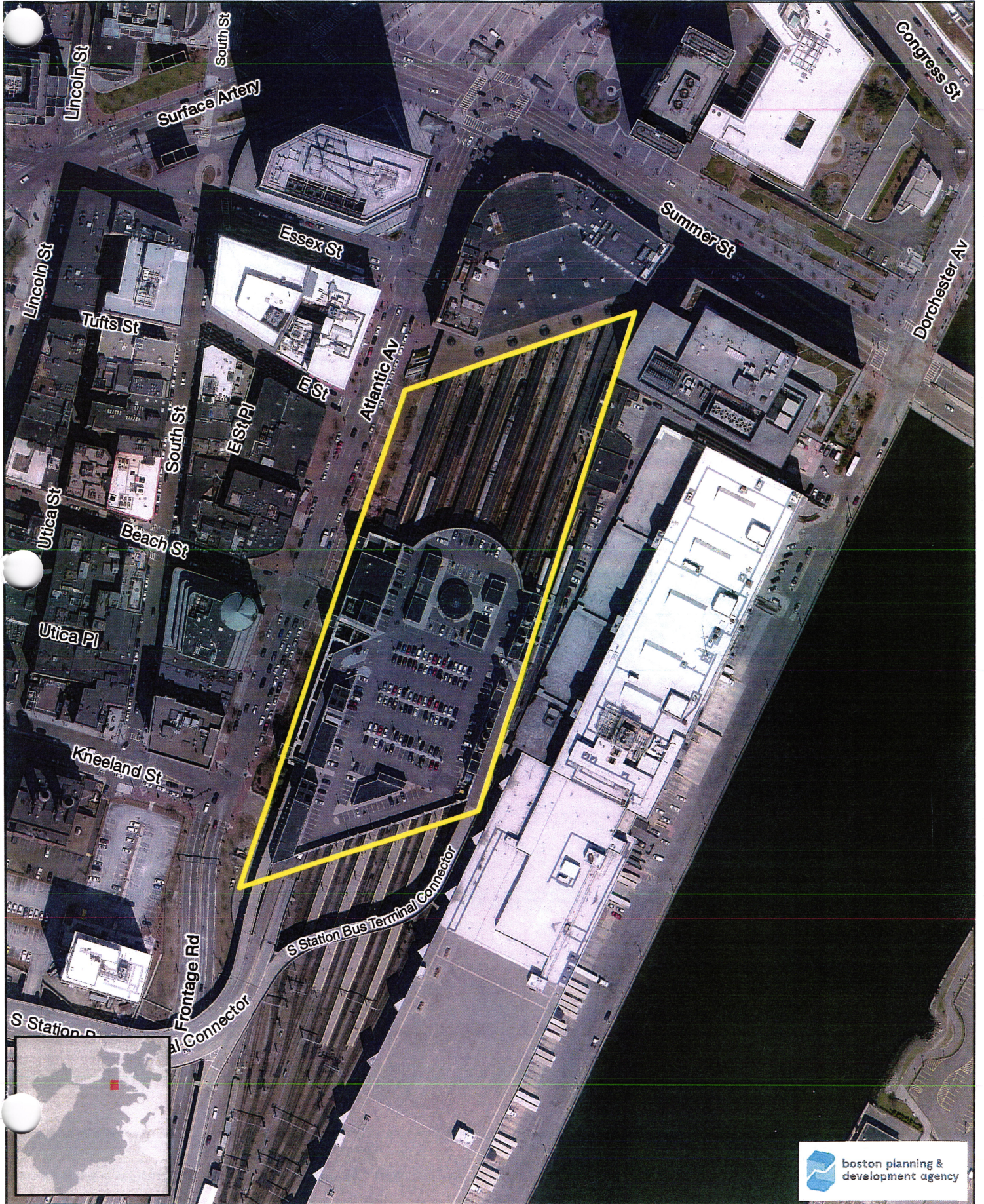
FURTHER

VOTED:

That the Director be, and hereby is, authorized to execute and deliver such other documents, including any amendments to the LDA, the Development Agreement and other agreements related to the Revised Project, to the extent necessary or appropriate in the opinion of the Director from time to time to facilitate the development of the Revised Project as described in the NPC and the Amended and Restated Development Plan.

South Station Air Rights

1:2,400



We simply wish to respectfully request and encourage the BPDA to acknowledge that the need of our residential abutters during evening construction is different than that of commercial abutters. We are willing to do our part for the greater good, but we must be protected from noise and other impacts of any night-time construction.

Secondly and separately, we understand that the entrance and exit ramps for the new parking garage will face directly across from 717 Atlantic. Again, we ask that special attention be required to prevent noises or alarms from doors opening and closing (particularly at night), since the parking garage openings will be directly across from residential condominium units at 717 Atlantic (including many open loft bedrooms directly facing Atlantic Avenue).

As a former fur storage building that was first converted to condominiums in 1998, 717 Atlantic has seen significant impact from previous construction — particularly with the Big Dig, when slurry walls, and then the tunnel covering and resurfacing were being built 24/7 immediately outside our building over many, many months. We understand and appreciate that change is necessary for the continuing vitality of the City of Boston, and we appreciate the need to balance competing concerns and interests for this project. As the only abutter that includes residences, we respectfully submit these comments in order that our voice isn't lost in the process, and we appreciate your consideration of our comments and your efforts to mitigate any negative and adverse impact of the project on our many residents and unit owners.

Very truly yours,

Bill Burke
Peter Brodie
Deborah Heines
Jonathan Kannair
Kaley Sorgi
Trustees, 717 Atlantic Avenue Condominium Trust



SMART GROWTH AND REGIONAL COLLABORATION

Gary

BRA

2016 SEP -6 P 3:31

August 30, 2016

Matthew A. Beaton, Secretary
Executive Office of Energy & Environmental Affairs
Attention: MEPA Office – Erin Flaherty, MEPA #9131
100 Cambridge Street, Suite 900
Boston, MA 02114

RE: South Station Air Rights, MEPA #9131

Dear Secretary Beaton:

The Metropolitan Area Planning Council (MAPC) regularly reviews proposals deemed to have regional impacts. The Council reviews proposed projects for consistency with *MetroFuture*, the regional policy plan for the Boston metropolitan area, the Commonwealth's Sustainable Development Principles, the GreenDOT initiative, consistency with Complete Streets policies and design approaches, as well as impacts on the environment.

The South Station Air Rights project proposes to develop an approximate 8.3 acre site bounded generally by Atlantic Avenue to the west and the United States Postal Service to the east in Boston. Specifically, South Station Phase I Owner LLC (the Proponent) originally proposed to construct a mixed-use development comprising three phases:

Phase 1 - 920,000 square foot (SF) tower with two options: 1) office-only building or 2) 620,000 SF of office space and 300,000 SF of residential space

Phase 2 - 390,000 SF building with a 200-room hotel and 170,000 SF of residential space

Phase 3 - 455,000 SF office building

In addition, the South Station Bus Terminal was to be expanded by approximately 106,000 SF, increasing bus gate capacity by an estimated 50%. New connections among the different travel modes served by South Station would also be provided.

This project, if it proceeds, will provide more convenient passenger connections between the bus station and the commuter rail, Amtrak, and subway lines and will place a high density of jobs and housing at a multi-modal transportation terminal. Additionally, the expansion of the bus station and improved pedestrian connections would provide significant public benefits for the region.

The Notice of Project Change (NPC) proposes two key project changes to the previously proposed project described above: 1) it would modify the use of Phase 2 to include all-residential or all-hotel as alternatives, rather than the mixed-use hotel and residential program developed together; and 2) it would add 140 parking spaces to the project, although it should be noted that the NPC does not specify at which Phase (or Phases) the 140 spaces will be added. Modifications to the proposed land use will add approximately 110,000 square feet of new office, residential, or hotel space to both Phases 1 and 2, increasing the total size of this project to approximately 2.52 million square feet¹. The estimated number of daily vehicle trips for the entire project will be 3,072². The addition of the 140 parking spaces will increase the total amount of parking spaces to 1,043. Of these spaces, 895 will serve the project and 188 spaces will be reserved for MBTA use.

¹ The 2.52 million square feet includes the three phases, the parking garage expansion, and a more refined approach to calculating gross floor area consistent with Article 2A of the Zoning Code.

² Adjusted vehicle trips. The estimated number of unadjusted daily vehicle trips is 12,284.

MAPC has a long-term interest in alleviating regional traffic and environmental impacts, consistent with the goals of *MetroFuture*. The Commonwealth also has established a mode shift goal of tripling the share of travel in Massachusetts by bicycling, transit and walking by 2030. Additionally, the Commonwealth has a statutory obligation to reduce greenhouse gas emissions (GHG) by 25% from 1990 levels by 2020 and by 80% from 1990 levels by 2050. In May 2016, the Massachusetts Supreme Judicial Court released a unanimous decision in *Kain vs. Massachusetts Department of Protection (DEP)* ordering the state's DEP to take additional measures to implement the 2008 Global Warming Solutions Act. Specifically, the Court held that DEP must impose volumetric limits on the aggregate greenhouse gas emissions from certain types of sources and that these limits must decline on an annual basis. This recent ruling reasserts the state's obligation to meet these goals.

As a high density Transit Oriented Development (TOD), the South Station Air Rights project has the potential to advance these transportation and greenhouse gas goals. However, as currently proposed, the increased number of parking spaces and overall parking program is likely to make all of these goals more difficult to achieve.

MAPC has reviewed the NPC and our recommendations address the need to reduce the number of proposed parking spaces and develop a shared parking program, as well as our preference for mixed-use development that expands the housing supply.

On the matter of parking, the intent of our recommendations is to encourage a greater shift of single occupant vehicle (SOV) auto trips to shared auto trips, transit, bicycling, or walking. The ability to access the site via transit is what makes a project of this size viable at a dense urban location, not the high level of parking.

It is important to emphasize that the Secretary's Certificate for the Final Environmental Impact Report (FEIR)³ "strongly encourages the proponent to further reduce its parking supply" and states that the parking "does not account for the project's location over a major transit hub or the ability to provide shared use spaces because of the mixed use nature of this development (p 5)." By increasing rather than decreasing the number of parking spaces, the Proponent has plainly discounted the FEIR Certificate.

It is critical to point out that The Boston Garden (80 Causeway Street), a proposed mixed-use project adjacent to North Station and of comparable scale to the South Station Air Rights project, is calling for the construction of a 1.87 million square foot development with 800 parking spaces⁴. Of the 800 parking spaces, 450 will be allocated for public parking and 350 will serve the new development. Clearly, the parking program for The Boston Garden project has been designed to allow the flexibility to provide shared parking among different uses, as well as to accommodate public parking for access to the TD Garden, other destinations in the City of Boston, and the regional transportation system.

In order to minimize adverse impacts and to keep the Commonwealth on track in meeting its regulatory and statutory goals, MAPC respectfully requests that you require the Proponent to reduce the number of parking spaces and implement a shared parking program, comparable to what is proposed for The Boston Garden project, as part of the forthcoming Section 61 Findings and permitting process. A reduced parking supply will encourage and reinforce the use of the many available alternative modes of transportation to and from South Station, including MBTA Commuter Rail, subway and bus service, as well as walking and bicycling.

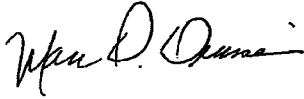
³ Dated April 14, 2006.

⁴ The Boston Garden is a proposed 1,870,000 SF development with 497 residential units, 306 hotel rooms, 668,000 SF of office space, 142,000 SF of flex office, 235,000 SF of retail/restaurant, and a 40,000 SF expansion of the TD Garden - Expanded Notification Form dated September 6, 2013.

In regard to the change of use in Phase 2, we generally feel that mixed-use development is most beneficial for high-growth, transit-oriented urban environments. We need additional hotel rooms in Boston, and we desperately need to expand the supply of housing, especially rental units that are affordable to low and moderate-income households. The original proposal included both hotel and residential uses, but the NPC indicates they will be alternatives. This raises a concern that the residential component could be eliminated or reduced, or that the hotel space could be cancelled. Our concern is compounded by the fact that residential is already only an alternative in Phase 1, generating the possibility that no housing will be created in the entire project across all three phases. We recommend that the mixed-use character of the original project be maintained and that the project continue to include a substantial commitment to expanding the housing supply in Boston, and thereby, in the region.

Thank you for the opportunity to comment on this project.

Sincerely,



Marc D. Draisen
Executive Director

cc: John Barros, Chief of Economic Development, MAPC Representative
Andrew Grace, MAPC Alternate Representative
Brian Golden, BRA
Gina Fiandaca, BTB
David Mohler, MassDOT



Gary Uter <gary.uter@boston.gov>

RE: South Station Air Rights Comment from Roger L. Berman

7 messages

Roger Berman <roger@thebermanco.comcastbiz.net>
To: Gary Uter <gary.uter@boston.gov>

Fri, Oct 7, 2016 at 6:13 PM

Gary:

Nice to meet you this week. You ran a terrific, informative and equitable meeting.

I support this Project and the public transit improvements it includes. As presented, this project has improved in many significant ways over its original version. The proponents are to be complemented. Therefore, my comments herein should not be considered as a blanket opposition to the Project itself.

However, as noted in my verbal comments, existing traffic failures of Atlantic Avenue and Summer Street, which extend back to Kneeland Street, and the exit ramp from the Massachusetts Turnpike, *every rush hour*, morning and evening alike, will be exacerbated by this Project if allowed to be approved as presently proposed.

The Vanesse chart presented which compared traffic and trips, versus the original proposal was, frankly, intellectually insulting. What Vanesse, a capable transportation engineering firm, presented was just silly, "fun with numbers" stuff.

After the completion of the Big Dig, there has been a decade of dramatic growth of Project-area employment, residential uses, bicycle usage, pedestrian traffic, Purple Line ridership and automotive traffic. The intensifications of all these uses, emblematic of Boston's recent, roaring success serve as part of the basis for what makes this Project economically viable at this time.

There is an obvious need for a new, 2016 traffic study and then a Project response to how it will NOT exasperate, and hopefully help improve, existing conditions around its edges.

BPDA, Project neighbors, MA DOT, the MBTA and the Project proponent all have an opportunity to re-think, and improve, existing street, bicycle and pedestrian movements surrounding the Project site.

Some of the ways the Project's negative effects might be mitigated could include, but not be limited to:

1. Traffic design changes that help mitigate current and future impacts.

2. Ways to move shared vehicles, livery and taxi trips onto the site and off the adjacent streets
3. The MBTA may be able to move the Silver Line from Essex Street and/or allow their equipment to take over signal control at key intersections.
4. BPD sustained traffic enforcement targeting double (and triple) parking; lane changes; illegal stopping; intersection grid-locking; jaywalking; bicycle disregard for pedestrians and traffic laws; etc.
5. The Project might be become its own B.I.D., together with South Station, similar to Downtown Crossing, with the requirement they police their Project's edge and vehicular and pedestrian patterns.
6. Like some downtown buildings (see 75 State Street) extend the PDA to the curb edge.
7. Street edge fencing, as used in many other American and European cities, and along some Green Line surface alignments, could be added at the street edge(s) and corners to discourage vehicle stopping, discharge and pick-ups and rampant pedestrian jay-walking.
8. Explore sub-terrain taxi slip lanes and pedestrian entries
9. Consider pedestrian bridges from western side of Atlantic to Project entry points on second floor of each phase of project
10. Consider pedestrian movements over RR tracks similar to King's Cross Station in London
11. Do NOT allow the addition of any curb cuts on Atlantic Avenue
12. Emphasize and more highly use/incorporate existing, elevated, vehicular Big Dig ramps into site
13. Reduce on-site parking from proposed 800+ spaces with reduced parking areas available for non-street pick-ups, drops-offs, cell phone lots, deliveries, etc.

Gary, so much to like about this proposal but, as presented this past week, it is far from ready to proceed given its glaring, albeit unintended consequence, of exasperating the existing traffic failures occurring daily around its site.

Have a great weekend.

..:Roger L. Berman

The Berman Company

179 South Street, suite 300

Boston, MA 02111

Cell: 617-669-8835

From: Gary Uter [mailto:gary.uter@boston.gov]

Sent: Friday, October 7, 2016 4:15 PM

To: Gary Uter <gary.uter@boston.gov>

Subject: South Station Air Rights Powerpoint 10/4/16

Hi all,

Attached is the power point from Tuesday's public meeting. Feel free to reach out with any questions or concerns. The power-point can also be found online on the project page.

Feel free to reach out with any questions or concerns.

Regards,

Gary

-



**boston planning &
development agency**

Gary R Uter

Project Manager

617.918.4457 (o)

Boston Planning & Development Agency (BPDA)

One City Hall Square | Boston, MA 02201

bostonplans.org

Gary Uter <gary.uter@boston.gov>
To: "Perry, David" <David.Perry@hines.com>

Tue, Oct 11, 2016 at 1:33 PM

[Quoted text hidden]

Gary Uter <gary.uter@boston.gov>
To: Patrick Hoey <patrick.hoey@boston.gov>, Josh Weiland <josh.weiland@boston.gov>, James Fitzgerald <james.fitzgerald@boston.gov>
Cc: Jonathan Greeley <jonathan.greeley@boston.gov>, Lauren Shurtleff <lauren.shurtleff@boston.gov>

Tue, Oct 11, 2016 at 1:33 PM

----- Forwarded message -----

From: **Roger Berman** <roger@thebermanco.comcastbiz.net>

Date: Fri, Oct 7, 2016 at 6:13 PM

Subject: RE: South Station Air Rights Comment from Roger L. Berman

To: Gary Uter <gary.uter@boston.gov>

[Quoted text hidden]

[Quoted text hidden]

Gary Uter <gary.uter@boston.gov>
Roger Berman <roger@thebermanco.comcastbiz.net>

Tue, Oct 11, 2016 at 1:34 PM

Hi Roger,

I hope you had a great weekend. Thank you for the thoughtful and thorough letter. I'll be sharing this and all other comments with our staff and will be following up with the development team.

Feel free to reach out with any additional questions or concerns.

Regards,
Gary

[Quoted text hidden]

Roger Berman <roger@thebermanco.comcastbiz.net>
To: Gary Uter <gary.uter@boston.gov>

Tue, Oct 11, 2016 at 4:16 PM

Gary:

Thanks.

My son, Lee Berman, an architect with Ann Beha Associate son Kingston Street says he has met you as part of the City's Under-30 program he was a member of last year.

All the best,

..Roger Berman

From: Gary Uter [mailto:gary.uter@boston.gov]
Sent: Tuesday, October 11, 2016 1:35 PM
To: Roger Berman <roger@thebermanco.comcastbiz.net>
Subject: Re: South Station Air Rights Comment from Roger L. Berman

[Quoted text hidden]

Perry, David <David.Perry@hines.com>
To: Gary Uter <gary.uter@boston.gov>

Thu, Oct 13, 2016 at 2:30 PM

Gary, just tried you. Are you available to talk this afternoon?

Thanks,

David

From: Gary Uter [mailto:gary.uter@boston.gov]
Sent: Tuesday, October 11, 2016 1:33 PM
To: Perry, David
Subject: Fwd: South Station Air Rights Comment from Roger L. Berman

[Quoted text hidden]

[Quoted text hidden]

[Quoted text hidden]

Gary

Gary R Uter

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Gary R Uter

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Perry, David <David.Perry@hines.com>

To: Gary Uter <gary.uter@boston.gov>

Thu, Oct 13, 2016 at 7:15 PM

Gary, are you available to talk tomorrow? Can you send me your slides from yesterday? Thanks.

David

From: Perry, David

Sent: Thursday, October 13, 2016 2:30 PM

To: 'Gary Uter'

Subject: RE: South Station Air Rights Comment from Roger L. Berman

Gary, just tried you. Are you available to talk this afternoon?

Thanks,

David

From: Gary Uter [mailto:gary.uter@boston.gov]
Sent: Tuesday, October 11, 2016 1:33 PM
To: Perry, David
Subject: Fwd: South Station Air Rights Comment from Roger L. Berman

[Quoted text hidden]

[Quoted text hidden]

[Quoted text hidden]

Gary

—

| _____
Gary R Uter

Project Manager

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Gary R Uter

Project Manager

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Gary Uter <gary.uter@boston.gov>

South Station Air Rights Project (comments)

2 messages

Stan McGee <stan_mcgee@hotmail.com>

Mon, Oct 31, 2016 at 10:18 AM

To: "gary.uter@boston.gov" <gary.uter@boston.gov>

Cc: Chris Betke <cbetke@coughlinbetke.com>, John Finley <jfinley@epiphanyschool.com>

Hi, Gary. I met you at a BPDA / community presentation on 10/4/16. I understand that today is the deadline for public comments on the revised proposed Hines project over South Station. I don't know if there is a formal mechanism for submitting comments, but here are my quick comments:

- As a resident of the Leather District since 1998 (living on Atlantic Avenue, directly across from the proposed project site), I applaud the efforts by Hines to date to be responsive to community and resident concerns and to mitigate impact on the Leather District.

- I understand that initial construction will need to occur overnight due to the platform being built over the tracks (and that overnight is when this can be most safely done due to thousands of passengers using the tracks during the day). However, I would encourage the BPDA to assure that sound measures are used to mitigate noise that will be required during this overnight work during the initial phase of construction. It's easy to forget that Atlantic Avenue includes residences – 717 Atlantic Avenue Condominium contains almost 32 residential units, and 16 directly face Atlantic Avenue and the overnight work that will be done on the platform deck cover. While we get some ambient noise right now when trains arrive and depart (and, ultimately, noise may in fact decrease when the platform is built and the tracks are covered), I am worried about many sleepless nights when the required work over South Station's tracks means those of us who live directly across from the work site are significantly and adversely impacted. I understand that no pile driving will be done, but the use of sound barriers, decibel meters, limits on sounds of trucks backing up and placement of work lighting so that it's not directly into the windows of 717 Atlantic residents (among other measures) would be much appreciated.

- When the project is complete, I understand that entry and exit for cars to the new parking garage (from Atlantic Avenue only) will be directly across from 717 Atlantic. I know this is a secondary entrance and exit, and that much traffic will use the existing on-ramp to the South Station bus terminal. But it would be very helpful if the BPDA could note that these garage doors are directly across from existing residences. I know that some downtown garages use alarms when doors are opening and closing (to signal to pedestrians that cars are emerging), and this will be very problematic if we are in fact getting a new source of noise pollution that happens at random times, directly across from bedrooms, from these new garage doors opening and closing.

- This has been discussed at length in community meetings, but the current traffic on Atlantic Avenue is a mess at all hours, but particularly at rush hour. Much of this could be mitigated, I think, by better enforcement of rules against double parking for drop-off and pick-up at the South Station Bus Terminal, as well as better coordinated timing of lights so that the Silver Line buses don't block the box at the intersection of Essex and Atlantic (buses are now required to run the light at rush hour to ever get off of Essex Street, which means that they then block traffic going north on Atlantic). When this has been discussed in community meetings, Hines and the BPDA point to this as being a BTDA and Boston Police enforcement issue. I don't know who is ultimately responsible for this, but the Hines development will only make the project worse. I don't think this is necessarily on Hines to fix, but I strongly encourage the BPDA to use the permitting and approval process for the South Station Air Rights Project to ultimately address and improve the unacceptable stand-still traffic on Atlantic Avenue (which results in lots of honking, frustrated drivers, blocking of resident access to Leather District Resident parking spots and stuck emergency vehicles).

• As I have noted in community meetings going back to 1998 on this project, I think it will be a real missed opportunity if the MBTA and Hines don't use this project to remove the artificially dropped ceiling in South Station and restore the ceiling to its former height and grandeur befitting a multi-modal transit hub that over 100K passengers a day use (MBTA Commuter Rail, Red Line, Silver Line, Amtrak (including Acela) and bus transfers). I don't know if this would be an atrium glass ceiling for a winter garden or something more elaborate, but this would be beneficial to both the public area (and the public building at South Station, resulting in better rents for public-owned space) and the proposed private air rights development by Hines. Hines has indicated at public meetings that there's nothing that they're doing now that would prevent them or others from going back and doing this later (as part of, perhaps, an expanded South Station if/when the USPS moves from its Fort Point Channel facilities), but it would seem to be a huge missed opportunity for this design work and heightened South Station Train Terminal atrium ceiling work to happen now. The BPDA is in a unique role to bring together public and private parties to make this happen. Everyone seems to agree that this should happen, and everyone benefits from this, but no one is able or willing to take the laboring oar or convening role on this. We have seen in NYC (Penn Station) what happens when beautiful public spaces are destroyed simply for utilitarian purposes. South Station has already been scaled back over many years, and it is more important now than it has been in many decades and its importance will only increase – as you well know, the center of gravity of downtown is moving towards South Station. South Station deserves a ceiling height that befits its place as a doorway to Boston for the thousands of workers and visitors who use it every day. This project is a unique opportunity to correct some bad decisions made in the past and restore the South Station atrium / waiting area ceiling height to something befitting the architectural grandeur of the Neoclassical head house. Please, please help make this happen.

Thank you for your consideration of these comments.

Yours sincerely,

Stan McGee
717 Atlantic Avenue, Apt. 3B
Boston, MA 02111-2814

617.721.4287 (cell)
mcgee@post.harvard.edu

Gary Uter <gary.uter@boston.gov>
To: Stan McGee <stan_mcgee@hotmail.com>
Cc: Chris Betke <cbetke@coughlinbetke.com>, John Finley <jfinley@epiphanyschool.com>

Tue, Nov 1, 2016 at 3:54 PM

Hi Stan,

Thank you for the thoughtful comments on the proposal. This is indeed an appropriate mechanism to submit comments or via the project page as well for future reference! I have forwarded these concerns to the development team as well as city staff.

If you have any questions or concerns please let me know.

Regards,
Gary
[Quoted text hidden]



**boston planning &
development agency**

Gary R Uter

Project Manager

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Gary Uter <gary.uter@boston.gov>

South Station Air Rights Comments -- LDNA comments

3 messages

Christopher Betke <cbetke@coughlinbetke.com>

Mon, Oct 31, 2016 at 12:22 PM

To: Gary Uter <gary.uter@boston.gov>

Cc: "Perry, David" <David.Perry@hines.com>, "Denny Ching (denny.ching@boston.gov)" <denny.ching@boston.gov>

Dear Gary:

As you know, I am the chair of the Leather District Neighborhood Association (the "LDNA"). Note, the LDNA is an association made up of both residents and businesses in Boston's Leather District. I am writing to give you the LDNA's comments regarding the proposed Hines South Station project (the "Project"). Here are the following cares and concerns that were expressed by virtually everyone in attendance at the recent meeting:

- Construction noise and light. There is a general concern that construction noise and light for the night-time work will be problematic for residents of the Leather District and, especially, residents of 717 Atlantic Avenue and 210 South Street. These are fairly large residential buildings. The developer should be required to have an active plan to mitigate noise and light to residents of the Leather District. This should include noise and light buffers on site. Consideration should also be given to unique measures directed at residents of these two buildings.
- Traffic. The LDNA is quite concerned about the impact the construction and ultimate use of this Project will have on traffic on Atlantic Ave. To be frank, members feel that the traffic situation on Atlantic is in disarray already and, therefore, we are skeptical that construction and, ultimately, the regular use at the Project will not cause significant additional problems. One way to address this concern would be to show improvement and increased enforcement *now*. The LDNA would be more inclined to believe that this issue can be addressed successfully in the future if we were to see it addressed successfully now.
- Construction staging and intrusion into the Leather District. We have been assured that construction staging will not take place in the Leather District, that construction vehicles are barred from using LD roads except for Kneeland and Atlantic and that use of LD parking for construction workers will be prohibited. We will seek strict adherence to these requirements.
- Reasonable work hours. We understand that some work will have to be done at night. However, once the work shifts to day time, there must be reasonable start and stop times. While we understand that this is viewed as an important project, it should not be built at the expense of the right to quiet enjoyment of residents of the Leather District who, after all, are entitled to that. Therefore, start and stop times should be reasonable.
- Local benefits. We understand that the Commonwealth as a whole expects to benefit from this project by increasing capacity at the bus station and, presumably, setting the stage for South Station expansion through the use of private funds. However, these two public transportation hubs are likely used least by residents of the Leather District. Thus, it seems like the people bearing the greatest burden of the project are, also, those least likely to receive any tangible benefits from it. As such, we would request that consideration be given to using some aspects of this project to benefit the Leather District directly. Some ideas include basing a police substation on-site at phase 2 or 3 of the project, adoption of the Lincoln Street Triangle Greenway Park by Hines and/or an annual contribution by Hines to the LDNA Project Place Neighborhood Clean-up program.

David Perry of Hines has shown himself to be open to an on-going dialogue and it is in that spirit that these comments from the LDNA are submitted. We hope that you will give consideration to our concerns and are prepared to work with the BRA, the City and Hines to solve them. It is our hope that Hines has a successful, timely project that does not unduly harm our members.

Best, Chris Betke, Chair, LDNA

CHRISTOPHER G. BETKE

Direct (617) 988-8047

cbetke@coughlinbetke.com

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Christopher G. Betke



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Gary Uter <gary.uter@boston.gov>

Mon, Oct 31, 2016 at 4:59 PM

To: Christopher Betke <cbetke@coughlinbetke.com>

Cc: "Perry, David" <David.Perry@hines.com>, "Denny Ching (denny.ching@boston.gov)" <denny.ching@boston.gov>

Thanks Chris,

I'm emailing to confirm that I've received and read your comments (and thank you for all your feedback during our public meetings). They have been passed along to the development team and internal staff as well.

Feel free to follow up with any questions or concerns.

Regards,
Gary

[Quoted text hidden]



**boston planning &
development agency**

Gary R Uter

Project Manager

617.918.4457 (o)

Boston Planning & Development Agency (BPDA)

One City Hall Square | Boston, MA 02201

bostonplans.org

Gary Uter <gary.uter@boston.gov>
To: "Perry, David" <David.Perry@hines.com>

Mon, Oct 31, 2016 at 5:00 PM

[Quoted text hidden]



For a thriving New England

CLF Massachusetts 62 Summer Street
Boston, MA 02110
P: 617.350.0990
F: 617.350.4030

October 20, 2016

Director Brian P. Golden
Boston Planning and Development Agency
One City Hall, Ninth Floor
Boston, MA 02210
Attn: Gary Uter

Re: South Station Air Rights Project

Dear Director Golden:

Conservation Law Foundation ("CLF") is submitting this letter in response to a Notice of Project Change ("NPC") for the proposed South Station Air Rights Project. The Boston Redevelopment Authority originally approved a Final Project Impact Report on this project in 2006 (the "2006 Project"). The NPC describes certain modifications to the 2006 Project (as so modified, the "Project").

At the outset, CLF would like to note its strong support for the Project given its location above a major intermodal public transportation hub. By concentrating high density development in the air rights between the South Station Head House and the Michael S. Dukakis Transportation Center, the Project serves as an excellent example of the type of smart growth that is needed in the region. The users and occupants of this important project will benefit from the transit services located beneath the Project, and the Project will include several important transportation related improvements, such as the expansion of the bus terminal and improved connections between the bus terminal and the train platforms.

In spite of the strengths of the Project, CLF believes that the Project can be further improved as follows:

Parking

CLF believes that the Project and the underlying transit hub would benefit from the construction of fewer parking spaces than currently proposed.

The 2006 Project included 755 parking spaces. The Project proposes to increase this number by 140 spaces, for a total of 895 spaces. These 895 spaces would be in addition to the spaces in the existing MBTA parking garage that currently serve users of the South Station transit hub. Once construction of the Project is complete, the proponent would operate its 895 spaces plus the existing MBTA spaces as a single parking facility with a maximum of 1083 spaces (NPC at 1-10).

The proponent seeks to justify the 140 additional parking spaces on the grounds that the Project will contain more residential use than the 2006 Project. The NPC further notes that these 895 parking spaces are the result of the following parking ratios (NPC at page 2-69):

Office:	0.4 spaces per 1,000 sf
Residential:	0.79 – 1.0 spaces per unit
Hotel Option:	0.4 spaces per hotel room with the balance of 116 spaces to be commercial or visitor parking

The NPC then explains that “[t]hese parking ratios are consistent with the BTDC recommended parking ratios for the District in which the Project site is located.” (NPC at page 2-69).

CLF finds the above parking analysis misplaced and the number of parking spaces to be excessive. The transportation world has shifted significantly since 2006 with increased emphasis on and acceptance of both vehicle sharing and ride sharing. Many urban residents rely on Uber, Lyft and Zipcar for rides, and increasingly ride shares. Yet, these companies didn’t even exist in 2006. These and other app based transportation companies are predicted to grow with the addition of peer to peer sharing schemes such as Turo in the US and BlaBla Car in Europe, and on demand mass transit systems such as BRIDJ.

The Project presents a unique opportunity for the creation of a true transit-oriented project. Traditional parking ratios for buildings “in the District” are not appropriate for this Project. Instead, the Project should serve as a model for transit-oriented development with a minimum amount of parking and with dedicated facilities and incentives for car and bike sharing services. As a mixed use development, it also presents opportunities for shared parking programs. The Project’s viability should not depend on a large number of parking spaces, but instead on the use of transit, shared ride and parking programs, bicycling and walking.

The parking proposed for the Project is greater than what is being constructed in other similar projects. Recent examples are the Boston Garden development adjacent to North Station and the proposed GE Headquarters project across Fort Point Channel from the Project. With respect to the GE Headquarters project, although it is located approximately ½ mile from three separate subway stations (South Station, Broadway Station and Courthouse Station), GE is proposing to

construct only 30 parking spaces for an office building that will accommodate over 800 employees and visitors.

Failure to take advantage of the unique location of the Project above a major transit hub to greatly reduce the amount of parking would be a wasted opportunity for the City of Boston to move further away from single occupancy vehicles and seems to defeat the very purpose of encouraging high density development at the site of Boston's busiest intermodal transit hub.

Impact on Transportation Services/Capacity

Construction and operation of the Project must be such that it does not interfere with the use of the South Station by the traveling public. Moreover, the City and State should ensure that there is nothing about the Project that could interfere with a future North-South Rail Link connector which is once again being reconsidered.

Sea Level Rise

For purposes of sea level rise, the proponent is using a 50 year expected life for the Project (NPC page 3-14), and therefore uses the 2070 SLR projections from the 2015 MassDOT/FHWA report on climate change vulnerabilities for the Central. Using these projections, the proponent acknowledges that in 2070 a combination of sea level rise, high tides and storm surges will result in:

- a 1% annual chance of flooding by at least 2 inches, and
- a 100 year flood event that would flood the Atlantic Avenue side of the site by 1 foot.

In response to these projections, the proponent merely points out that the South Station Expansion project will be raising a portion of the Dorchester Ave seawall by 2 ft. The proponent also notes that its project is largely above ground level with only lobbies, a few small retail areas, parking entrances and exits, and loading docks at ground level. The proponent points out that if the Atlantic Ave side of the project is flooded, then the buildings have other access points but fails to describe those points.

As an initial matter, CLF believes that a 50 year expected project life for this Project is too short for the consideration of climate change resiliency measures. It's unlikely that this Project will be demolished in 50 years with a new one being constructed in its place. As a result, the Project should be required to use a longer evaluation period. Alternatively, any permits granted to the Project should require the Project to apply for a permit modification in 50 years solely for purposes of addressing climate change resiliency measures.

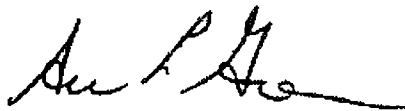
CLF understands that as an air rights project, the Project is largely dependent on the measures that will be undertaken by the owners of the project beneath it. Yet, it

may be helpful for the City to have triggers that will bring owners to the table in the future to engage in discussions about appropriate mitigation and adaptation measures at that time.

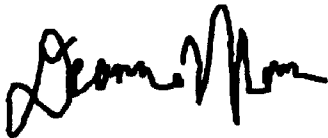
Sincerely,



Rafael Mares
Vice President and Program Director,
Healthy Communities and Environmental Justice



Anne Gero
Senior Fellow



Deanna Moran
Special Assistant to the President,
Planning & Public Policy

**Boston Water and
Sewer Commission**



980 Harrison Avenue
Boston, MA 02119-2540
617-989-7000

September 9, 2016

Mr. Gary Uter
Boston Redevelopment Authority
Boston City Hall
One City Hall Square
Boston, MA 02201

Re: South Station Air Rights Project, Notice of Project Change

Dear Mr. Uter:

The Boston Water and Sewer Commission (the Commission) has reviewed the Notice of Project Change (NPC) for the proposed South Station Air Rights Project (Project). The Project site is located at the intersection of Summer Street and Atlantic Avenue in the Downtown district of Boston. As currently proposed the Project includes the construction of three major buildings: a Tower with office and residential space; a mid-rise building that will include either residential space, a hotel, or a mix of both; and a mid-rise office building. It also includes the expansion of the bus terminal and creation of a more convenient passenger connection from the train platform area to the bus station and parking garage.

The Project will be completed in three phases. Phase 1 will involve the construction of the Tower. The Tower will include approximately 71,000 square feet (sf) of office use including amenity, retail, and conference facilities on floors 1 to 12, and approximately 321,000 square feet (sf) of residential space containing approximately 175 residential units on floors 28 to 43. Phase 2 will involve construction of a 17-story building that will include approximately 438,000 sf. The building may include all residential units, a hotel, or possibly a mix of hotel space and residential space with accessory retail. Phase 2 will be built above the expanded parking garage. Phase 3 will involve construction of a 9-story office building and accessory retail on top of the existing parking garage.

In addition, the existing bus terminal will be expanded by approximately 106,000 sf above the tracks between the existing South Station Head House and the existing bus terminal; a five-level Parking Garage will be constructed which will contain a maximum of 895 parking spaces; and lastly, improvements will be made by: constructing modifications to the rotunda at the existing bus terminal; relocating and modifying certain tracks and signals; by constructing a new electrical substation; and expanding the railyard ventilation system.

As currently proposed water demand for the Project is estimated at 225,819 gallons per day (gpd), and sewage generation is estimated at 280,290 gpd.

The Commission has the following comments regarding the proposed Project:

General

1. The Proponent must submit a site plan and General Service Application to the Commission for the proposed Project. The site plan must show the location of the water mains, sewers and drains serving

the Project site, as well as the locations of existing and proposed service connections. To assure compliance with the Commission's requirements, the Proponent should submit the site plan and General Service Application to the Commission's Engineering Customer Service Department for review when the design for the Project is at 50 percent complete.

2. Any new or relocated water mains, sewers and storm drains must be designed and constructed at the Proponent's expense. They must be designed and constructed in conformance with the Commission's design standards, Water Distribution System and Sewer Use Regulations, and Requirements for Site Plans.
3. With the site plan the Proponent must provide detailed estimates for water demand (including water required for landscaping), wastewater generation, and stormwater runoff for the Project. It is the Proponent's responsibility to evaluate the capacity of the water and sewer system serving the Project site to determine if the systems are adequate to meet future Project demands. With the site plan, the Proponent must include a detailed capacity analysis for the water and sewer systems serving the Project site, as well as an analysis of the impact the Project will have on the Commission's systems and the MWRA's systems overall. The analysis should identify specific measures that will be implemented to offset the impacts of the anticipated flows on the Commission and MWRA sewer systems.
4. Developers of projects involving disturbances of land of one acre or more are required to obtain an NPDES General Permit for Construction from the Environmental Protection Agency. The Proponent is responsible for determining if such a permit is required and for obtaining the permit. If such a permit is required for the proposed Project, a copy of the Notice of Intent and any pollution prevention plan submitted to EPA pursuant to the permit must be provided to the Commission's Engineering Services Department prior to the commencement of construction.

Sewage/Drainage

5. Oil traps are required on drainage systems discharging from enclosed parking areas. Discharges from the oil traps must be directed to a building sewer and must not be mixed with roof or other surface runoff. The requirements for oil traps are provided in the Commission's Requirements for Site Plans.
6. Grease traps will be required in accordance with the Commission's Sewer Use Regulations for any food service or restaurant built as part of this project. The Proponent is advised to consult with the Commission's Operations Department with regards to grease traps.
7. The discharge of dewatering drainage to a sanitary sewer is prohibited by the Commission and the MWRA. The discharge of any dewatering drainage to the storm drainage system requires a Drainage Discharge Permit from the Commission. If the dewatering drainage is contaminated with petroleum products for example, the Proponent will be required to obtain a Remediation General Permit from the EPA for the discharge.
8. The Department of Environmental Protection (DEP), in cooperation with the Massachusetts Water Resources Authority (MWRA) and its member communities are implementing a coordinated approach to flow control in the MWRA regional wastewater system, particularly the removal of extraneous clean water (e.g., infiltration/ inflow ("I/I")) in the system. Pursuant to the policy new developments with design flow exceeding 15,000 gpd of wastewater are subject to the Department of Environmental Protection's regulation 314 CMR 12.00, section 12.04(2)(d). This regulation requires all new sewer connections with design flows exceeding 15,000 gpd to mitigate the impacts of the development by removing four gallons of infiltration and inflow (I/I) for each new gallon of wastewater flow added. The Commission will require the Proponent to develop an inflow reduction

plan consistent with the regulation. The 4:1 reduction should be addressed at least 90 days prior to activation of water service, and will be based on the estimated sewage generation provided with the Project site plan.

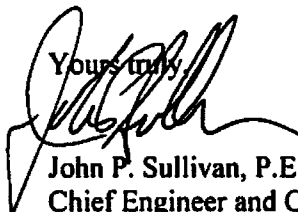
9. The site plan must show in detail how drainage from building roof tops and from other impervious areas will be managed. Roof runoff and other stormwater runoff must be conveyed separately from sanitary waste at all times.
10. The Proponent must fully investigate methods for infiltrating all stormwater on-site before the Commission will consider a request to discharge stormwater to the Commission's system. The feasibility assessment must be submitted with the site plan for the Project.
11. The Massachusetts Department of Environmental Protection (MassDEP) has established Performance Standards for Stormwater Management. The Standards address stormwater quality, quantity and recharge. In addition to Commission standards, the proposed Project will be required to meet MassDEP's Stormwater Management Standards.
12. In conjunction with the site plan and General Service Application the Proponent will be required to submit a Stormwater Pollution Prevention Plan. The plan must:
 - Specifically identify how the Project will comply with the Department of Environmental Protection's Performance Standards for Stormwater Management both during construction and after construction is complete.
 - Identify specific best management measures for controlling erosion and preventing the discharge of sediment, contaminated stormwater or construction debris to the Commission's drainage system when construction is underway.
 - Include a site map which shows, at a minimum, existing drainage patterns and areas used for storage or treatment of contaminated soils, groundwater or stormwater, and the location of major control or treatment structures to be utilized during construction.
13. The Commission requests that the Proponent install a permanent casting stating: "Don't Dump: Drains to Boston Harbor next to any new catch basin installed as part of the Project. The Proponent may contact the Commission's Operations Division for information regarding the purchase of the castings.
14. The Commission encourages the Proponent to explore additional opportunities for protecting stormwater quality by minimizing sanding and the use of deicing chemicals, pesticides and fertilizers.

Water

15. The Proponent is required to obtain a Hydrant Permit for use of any hydrant during construction of the Project. The water used from the hydrant must be metered. The Proponent should contact the Commission's Operations Department for information on obtaining a Hydrant Permit.
16. The Commission utilizes a Fixed Radio Meter Reading System to obtain water meter readings. Where a new water meter is needed, the Commission will provide a Meter Transmitter Unit (MTU) and connect the device to the meter. For information regarding the installation of MTUs, the Proponent should contact the Commission's Meter Installation Department.

17. The Proponent should explore opportunities for implementing water conservation measures in addition to those required by the State Plumbing Code. In particular the Proponent should consider indoor and outdoor landscaping which requires minimal use of water to maintain. If the Proponent plans to install in-ground sprinkler systems, the Commission recommends that timers, soil moisture indicators and rainfall sensors be installed. The use of sensor-operated faucets and toilets in common areas of buildings should also be considered.

Thank you for the opportunity to comment on this Project.

Yours truly,


John P. Sullivan, P.E.
Chief Engineer and Operations Officer

JPS/as

cc: Maura Zlody, Boston Environment Department.
Phil Larocque, Boston Water and Sewer Commission

BRA MEMORANDUM

TO: Gary Uter

FROM: Katie Pedersen

DATE: August 12, 2016

RE: South Station Air Rights
Boston, Massachusetts
Notice of Project Change

I have reviewed the Notice of Project Change (the “NPC”) dated July 29, 2016 and submit the following comments. South Station Phase I Owner LLC (the “Proponent”) proposes to develop air rights located between the South Station Head House and the southern end of the Michael S. Dukakis Transportation Center at South Station (MSDTCSS). The South Station Air Rights Project includes an expansion of the existing bus terminal and the creation of a passenger connection from the train platform area to the bus station and parking garage, as well as the construction of three major buildings: a tower with office and residential space; a midrise building that will include either residential space, a hotel, or a mix of both; and a midrise office building (the “Proposed Project”).

Wind

The Proponent has stated that the tallest Proposed Project building will be 677.1 feet in height, thus warranting a quantitative (wind tunnel) analysis of pedestrian level winds for both the existing (no-build) and build conditions. However, the Proponent did not perform a quantitative (wind tunnel) analysis for the Proposed Project stating that instead RWDI evaluated the changes from the previously approved project to the currently Proposed Project based on the results of the quantitative (wind tunnel) analysis contained in the Final Project Impact Report (FPIR).

The Proponent stated that RWDI concentrated on Phase 2 (Mixed residential/hotel alternative and 344 feet in height) of the currently Proposed Project, stating that results indicate that effects from the Proposed Project Phase 1 building are anticipated to be similar to the previously approved project. However, it must be noted that the FPIR was filed in 2006 and in the absence of details and specificity, it is unclear how the potential impacts of the currently Proposed Project on pedestrian level winds were assessed. Accordingly, the Proponent shall be required to perform a qualitative analysis of the pedestrian level winds for both for existing (no-build) and build conditions.

The Proposed Project falls within the Greenway Overlay District (the “GWOD”) and thus shall be required to demonstrate compliance with Article 49A of the Zoning Code. In particular, Article 49A-4 states the following. “Buildings shall be designed to avoid excessive and uncomfortable downdrafts on pedestrians. Each Proposed Project shall be shaped, or other wind-baffling measures shall be adopted, so that the Proposed Project

will not cause ground-level ambient wind speeds to exceed the standards in Table A of this. Wind tunnel or other appropriate means of testing shall be required for any Proposed Project over one hundred feet (100') in height.”

The analysis also shall determine the suitability of particular locations for various activities (e.g., walking, sitting, eating, etc.) as applicable. In addition, particular attention shall be given to public and other areas of pedestrian use, including, but not limited to, entrances to the Proposed Project and adjacent buildings, sidewalks adjacent to and in the vicinity of the Proposed Project, and parks, including but not limited to the Rose Kennedy Greenway, South Bay Harbor Trail, the HARBORWALK, Post Office Square and other open spaces and pedestrian areas near the Proposed Project. For areas where wind speeds are projected to be dangerous or to exceed acceptable levels (locations 5, 59, 66 and 67 were previously identified), measures to reduce wind speeds and to mitigate potential adverse impact shall be identified and, if appropriate, tested. Should the results of the qualitative analysis indicate the possibility of excessive or dangerous pedestrian level winds, additional analyses, including wind tunnel testing may be required.

Shadow

The Proponent stated that a shadow study was conducted for the previously approved project and the results included in the FPIR. The analysis provided a description of the anticipated shadows on March 21, June 21, September 21 and December 21 at 9:00 a.m., 12:00 p.m. and 3:00 p.m., as well as 6:00 p.m. on June 21 and September 21. The shadow study also analyzed the impacts of new shadow from the previously approved project at 11:00 a.m. and 1:00 p.m. on May 21 and October 21.

As stated above, the Proposed Project falls with the GWOD and accordingly required to be in compliance with Article 49A-4 of the Zoning Code, which states the following. “Each Proposed Project shall be arranged and designed in a way to minimize, to the extent reasonably practicable, shadows on any Greenway Parcel. Shadow studies shall be conducted in connection with any Proposed Project demonstrating compliance with the foregoing standard. Shadow impacts will be judged according to several factors, including the extent of the shadow as compared to what would be created by as-of-right build-out, its duration, seasonal reach, and the ground level uses it affects.” In addition, the Proponent is required to demonstrate that the Proposed Project will be in compliance with Chapter 362 of the Acts of 1990 (regarding shadow impacts on Boston Common).

The Proponent provided an updated version of the previously generated shadow study, reflecting the design changes from the previously approved project. Results indicate that changes/modifications are not predicted to create net new shadow and instead are anticipated to be limited to the Proposed Project, neighboring properties to the east and west, the public ways directly surrounding the Proposed Project, sidewalks of Harrison Avenue, Herald Street, and Albany Street and not on of the Proposed Project area’s existing open spaces.

The Proponent shall be required to demonstrate that the Proposed Project will be in compliance with Article 49A-4.

Daylight

(Please refer to Urban Design's comments)

Air Quality

The Proponent shall be required to demonstrate that the Proposed Project is in compliance with all current National Ambient Air Quality Standards established by the United States Environmental Protection Agency.

Noise

The Proponent shall be required to conduct a noise analysis of the existing noise levels at the Proposed Project as well as future noise levels, after the Proposed Project is completed. A description of the Proposed Project's mechanical system(s) and their location(s) shall also be included.

The Proponent shall be required to demonstrate compliance with the most stringent sound level limits set by the Massachusetts Department of Environmental Protection (DEP) Noise Policy, City of Boston Noise Regulations, and U.S. Housing and Urban Development's (HUD) Residential Site Acceptability Standards and if deemed necessary include measures designed to minimize and/or eliminate adverse noise impacts on nearby sensitive receptors.

Sustainable Design/Green Buildings

(Please see the Interagency Green Building Committee (IGBC) Article 37 Comment Letter)

Noam Ron
Leather District Resident
IAG

October 31, 2016

Gary Uter
Via email: Gary.Uter@Boston.gov

Dear Gary,

I'd like to share my comments to the South Station Air Rights project as both a Leather District resident and someone who has worked in real estate development in this neighborhood for about nine years.

Overall, if this ambitious project receives approval and financing and is ultimately built, it will be transformative for this section of the city and bring with it many positive benefits to the neighborhood. As a member of the IAG I look forward to continuing the dialogue with the developer and the community to ensure that the neighborhood's concerns are addressed.

Below are a few thoughts, concerns, and questions that would be helpful to understand as the process moves forward.

AFFORDABLE HOUSING

What is the current commitment of the developer and what is the strategy regarding onsite vs. offsite units, AMI levels, etc.?

TRANSPORTATION

I appreciate that the development team has offered restricted access to the garage via Atlantic Avenue during peak hours. On a good day today, Atlantic Avenue is a complete mess. I worry that the added traffic on this street, especially at the northern end closer to Summer Street will further contribute to the gridlock at all hours. I'm sure that alternative locations for the garage access have been studied along the way and I urge the City and the developer to study this further.

The question came up during a public meeting whether the developer might be able to provide more public, off-street pick-up/drop-off spaces for patrons of South Station. This would go a long way in mitigating what I fear might be a completely deadlocked Atlantic Avenue in the future.

While the South Bay / Kneeland Street Parcel Project (Mass DOT + Veolia) may be a ways out, I hope that this significant development is further acknowledged as this project moves forward, especially for traffic impacts.

Noam Ron
Leather District Resident
IAG

PARKING

This project on top of a major transportation hub should serve as a model for reduced trip generation and alternative transportation. As proposed, the number of parking spaces (895) seems quite excessive. While I realize that condominiums will necessitate a heavy parking ratio, I hope that 1:1 is not exceeded. I also realize that at this level of the market the office use will demand quite a bit of parking but I urge the City to keep this to a minimum. I'm also a bit unclear about the phasing of the garage construction. Since the uses and number of units are still in flux, when will the decision be made on the ultimate number of parking spaces built? And how can we ensure that if for example, the condo component is scrapped, we don't end up with an excessive number of parking spaces for the hotel, rental, or office component?

RETAIL

The developer has consciously designed retail around challenging cores and infrastructure needs. In order to enliven Atlantic Avenue, I encourage them to maintain as much retail as feasible, and where possible, strive to bring independent, neighborhood focused businesses that will both complement and be sustained by local residents (and new South Station residents).

Thank you for the opportunity to share my comments on this significant project.

Sincerely,





Gary Uter <gary.uter@boston.gov>

Project Comment Submission: South Station Air Rights

2 messages

no-reply@boston.gov <no-reply@boston.gov>
To: BRAWebContent@cityofboston.gov, Gary.Uter@boston.gov

Mon, Oct 3, 2016 at 12:50 PM

CommentsSubmissionFormID: 1195

Form inserted: 10/3/2016 12:50:16 PM

Form updated: 10/3/2016 12:50:16 PM

Document Name: South Station Air Rights

Document Name Path: /Development/Development Projects/South Station Air Rights

Origin Page Url: /projects/development-projects/south-station-air-rights?utm_source=Neighborhoods&utm_campaign=c504f5bc66-South_Station_Air_Rights_Public_Meeting9_30_2016&utm_medium=email&utm_term=0_bccda74844-c504f5bc66-147697357

First Name: Travis

Last Name: Chapman

Organization:

Email: travisechapman@gmail.com

Street Address: 26 W Broadway

Address Line 2: #605

City: Boston

State: MA

Phone: (405) 642-5854

Zip: 02127

Comments: First of all, I fully support this project and believe it should happen ASAP. I have a couple of qualms, though. The first is that this will be almost entirely office space, despite the fact that Boston is in a severe housing crisis. Why can't more projects like this have a balance of residential and office space (e.g. 600,000 sf each)? My second issue with this proposal is the extreme number of parking spaces proposed. We know that parking requirements--especially below-grade--make projects wildly expensive to build in Boston, so 900 parking spaces guarantees this will be ultra-luxury only. We also know traffic will get worse with more parking in the city. Given that this is directly above Boston's biggest transit hub (and in the middle of downtown!), it should be transit-oriented.

PMContact: Gary.Uter@boston.gov

Gary Uter <gary.uter@boston.gov>
"Perry, David" <David.Perry@hines.com>

Tue, Oct 11, 2016 at 1:51 PM

[Quoted text hidden]



**boston planning &
development agency**

Gary R Uter

Project Manager

617.918.4457 (o)

Boston Planning & Development Agency (BPDA)

One City Hall Square | Boston, MA 02201

bostonplans.org



Gary Uter <gary.uter@boston.gov>

Project Comment Submission: South Station Air Rights

2 messages

no-reply@boston.gov <no-reply@boston.gov>
To: BRAWebContent@cityofboston.gov, Gary.Uter@boston.gov

Wed, Oct 5, 2016 at 2:58 PM

CommentsSubmissionFormID: 1203

Form inserted: 10/5/2016 2:58:31 PM

Form updated: 10/5/2016 2:58:31 PM

Document Name: South Station Air Rights

Document Name Path: /Development/Development Projects/South Station Air Rights

Origin Page Url: /projects/development-projects/south-station-air-rights

First Name: Barry

Last Name: Fradkin

Organization: GeoAdaptive, LLC

Email: bfradkin@geoadaptive.com

Street Address: 250 Summer St.

Address Line 2: 1st Floor

City: Boston

State: MA

Phone: (617) 227-8885

Zip: 02210

Comments: Proposed tower is an eyesore and completely mismatched with the historical station. Better integration of the train and bus stations, with a smaller hotel would provide more value to visitors and residents. Scale and style of the building are inappropriate for the site. Do not recommend approval of the air rights.

PMContact: Gary.Uter@boston.gov

Gary Uter <gary.uter@boston.gov>
To: "Perry, David" <David.Perry@hines.com>

Tue, Oct 11, 2016 at 1:49 PM

[Quoted text hidden]

--



Gary R Uter

Project Manager

617.918.4457 (o)

Boston Planning & Development Agency (BPDA)

One City Hall Square | Boston, MA 02201

bostonplans.org





Gary Uter <gary.uter@boston.gov>

Project Comment Submission: South Station Air Rights

2 messages

no-reply@boston.gov <no-reply@boston.gov>

Tue, Oct 11, 2016 at 1:46 PM

To: BRAWebContent@cityofboston.gov, Gary.Uter@boston.gov

CommentsSubmissionFormID: 1223

Form inserted: 10/11/2016 1:46:30 PM

Form updated: 10/11/2016 1:46:30 PM

Document Name: South Station Air Rights

Document Name Path: /Development/Development Projects/South Station Air Rights

Origin Page Url: /projects/development-projects/south-station-air-rights

First Name: Roger

Last Name: Berman

Organization: The Berman Company

Email: roger@thebermanco.comcastbiz.net

Street Address: 179 South Street, suite 300

Address Line 2:

City: Boston

State: MA

Phone: (617) 669-8835

Zip: 02111

Comments: Gary: Nice to meet you this week. You ran a terrific, informative and equitable meeting. I support this Project and the public transit improvements it includes. As presented, this project has improved in many significant ways over its original version. The proponents are to be complemented. Therefore, my comments herein should not be considered as a blanket opposition to the Project itself. However, as noted in my verbal comments, existing traffic failures of Atlantic Avenue and Summer Street, which extend back to Kneeland Street, and the exit ramp from the Massachusetts Turnpike, every rush hour, morning and evening alike, will be exacerbated by this Project if allowed to be approved as presently proposed. The Vanesse chart presented which compared traffic and trips, versus the original proposal was, frankly, intellectually insulting. What Vanesse, a capable transportation engineering firm, presented was just silly, "fun with numbers" stuff. After the completion of the Big Dig, there has been a decade of dramatic growth of Project-area employment, residential uses, bicycle usage, pedestrian traffic, Purple Line ridership and automotive traffic. The intensifications of all these uses, emblematic of Boston's recent, roaring success serve as part of the basis for what makes this Project economically viable at this time. There is an obvious need for a new, 2016 traffic study and then a Project response to how it will NOT exasperate, and hopefully help improve, existing conditions around its edges. BPDA, Project neighbors, MA DOT, the MBTA and the Project proponent all have an opportunity to re-think, and improve, existing street, bicycle and pedestrian movements surrounding the Project site. Some of the ways the Project's negative effects might be mitigated could include, but not be limited to: 1. Traffic design changes that help mitigate current and future impacts. 2. Ways to move shared vehicles, livery and taxi trips onto the site and off the adjacent streets 3. The MBTA may be able to move the Silver Line from Essex Street and/or allow their equipment to take over signal control at key intersections. 4. BPD sustained traffic enforcement targeting double (and triple) parking; lane changes; illegal stopping; intersection grid-locking; jaywalking; bicycle disregard for pedestrians and traffic laws; etc. 5. The Project might be become its own B.I.D., together with South Station, similar to Downtown Crossing, with the

requirement they police their Project's edge and vehicular and pedestrian patterns. 6. Like some downtown buildings (see 75 State Street) extend the PDA to the curb edge. 7. Street edge fencing, as used in many other American and European cities, and along some Green Line surface alignments, could be added at the street edge(s) and corners to discourage vehicle stopping, discharge and pick-ups and rampant pedestrian jay-walking. 8. Explore sub-terrain taxi slip 'anes and pedestrian entries 9. Consider pedestrian bridges from western side of Atlantic to Project entry points on second floor of each phase of project 10. Consider pedestrian movements over RR tracks similar to King's Cross Station in London 11. Do NOT allow the addition of any curb cuts on Atlantic Avenue 12. Emphasize and more highly use/incorporate existing, elevated, vehicular Big Dig ramps into site 13. Reduce on-site parking from proposed 800+ spaces with reduced parking areas available for non-street pick-ups, drops-offs, cell phone lots, deliveries, etc. Gary, so much to like about this proposal but, as presented this past week, it is far from ready to proceed given its glaring, albeit unintended consequence, of exasperating the existing traffic failures occurring daily around its site. Have a great weekend.

PMContact: Gary.Uter@boston.gov

Gary Uter <gary.uter@boston.gov>
To: "Perry, David" <David.Perry@hines.com>

Tue, Oct 18, 2016 at 12:48 PM

[Quoted text hidden]



Gary R Uter
Project Manager
617.918.4457 (o)

Boston Planning & Development Agency (BPDA)
One City Hall Square | Boston, MA 02201
bostonplans.org



Gary Uter <gary.uter@boston.gov>

Project Comment Submission: South Station Air Rights

2 messages

no-reply@boston.gov <no-reply@boston.gov>

Sun, Oct 16, 2016 at 5:25 PM

To: BRAWebContent@cityofboston.gov, Gary.Uter@boston.gov

CommentsSubmissionFormID: 1235

Form inserted: 10/16/2016 5:25:52 PM

Form updated: 10/16/2016 5:25:52 PM

Document Name: South Station Air Rights

Document Name Path: /Development/Development Projects/South Station Air Rights

Origin Page Url: /projects/development-projects/south-station-air-rights

First Name: Janie

Last Name: Snowden

Organization:

Email: janiesnowden@gmail.com

Street Address: 121 Beach St

Address Line 2:

City: Boston

State: MA

Phone: (781) 910-1557

Zip: 02111

Comments: I understand that a priority of the city's transportation system is to greatly improve the T service and finally connect North and South Stations. Expanding the train and bus services at South Station does not improve either of these transportation issues. I bought my place in the Leather District 1 1/2 years ago and would never have done so had I known this years-long intrusion into our living conditions could be on the horizon. The noise of night-time construction will seriously impact our quality of life. The traffic is already gridlocked along Kneeland, Atlantic and Lincoln and this will make the situation infinitely worse. Add to that the air quality during construction, a drop in housing value when the neighborhood is under long-term construction, plus shadowing and blocking of our only view to open sky, and I'm not happy. This will cause our neighborhood years of frustration and we will not benefit from the project at all.

PMContact: Gary.Uter@boston.gov

Gary Uter <gary.uter@boston.gov>

Tue, Oct 18, 2016 at 12:43 PM

cc: "Perry, David" <David.Perry@hines.com>

[Quoted text hidden]

-



**boston planning &
development agency**

Gary R Uter

Project Manager

617.918.4457 (o)

Boston Planning & Development Agency (BPDA)

One City Hall Square | Boston, MA 02201

bostonplans.org

717 Atlantic Ave Condominium Trust
C/O Paradigm Partners
PO Box 887
Westwood, MA 02090
(617) 349-1100

October 31, 2016

VIA ELECTRONIC SUBMISSION: gary.uter@boston.gov

Boston Redevelopment Authority / Boston Planning & Development Agency
Attention: Mr. Gary Uter
One City Hall Square
Boston, MA 02201

Re: Proposed Development Area No. 68 / South Station Air Rights Project

Dear Mr. Uter:

I am writing on behalf of the 717 Atlantic Avenue Condominium Trust ("717 Atlantic Avenue") with respect to the above-referenced proposed development by Hines.

As the only immediately adjacent abutter on Atlantic Avenue that presently includes residents, 717 Atlantic is most concerned about any noise issues that would arise during construction, particularly during the initial phase of deck cover work, which will occur over many months at night. We understand and appreciate the need for such construction to occur at night due to day-time use of the tracks by commuters. Since the other buildings on Atlantic Avenue that face the construction site include commercial entities only, we are concerned that insufficient attention has been given to the need to address any adverse impact on the unit owners and residents at 717 Atlantic, particularly during any night-time construction.

While we have considered and discussed the need for new windows on Atlantic Avenue that have greater sound-proofing qualities (as was done in several buildings in the North End and Fort Point Channel during the Big Dig), we wish to be good neighbors, as we support the goals to support the reasonable development of air rights over South Station from a smart growth and urban planning perspective. However, 717 Atlantic will be the building most impacted by night-time construction (both in terms of noise and work lighting), and there is no other building adjacent to the proposed work site on Atlantic or Summer Streets that includes residents who will be trying to sleep at night during construction. We understand that sound baffles and other methods on site can be used (and can be required by the BPDA) in connection with any construction.

CHAIRMAN STATEMENT

December 15, 2016

Amended & Restated Development Plan for Planned Development Area No. 68

This is a public hearing before the Boston Redevelopment Authority, doing business as, the Boston Planning & Development Agency, being held in conformance with Article 80 of the Boston Zoning Code, to consider the Amended and Restated Development Plan for Planned Development Area No. 68 in connection with the proposed South Station Air Rights project in the Downtown neighborhood, and to consider the revised South Station Air Rights Project as a Development Impact Project. The Proposed Project calls for the construction of an approximately 2,522,000 gross square feet, three phased development.

The hearing was duly advertised on December 1, 2016 in the Boston Herald.

In a Boston Planning & Development Agency hearing on a proposed petition by the Agency, staff members will first present their case and are subject to the questioning by members of the Agency. Thereafter, others who wish to speak in favor of the proposed petition are afforded an opportunity to do so under the same rules of questioning. Following that, those who wish to speak in opposition may do so, again under the same rules of questioning. Finally, the proponents are allowed a brief period for rebuttal if they so desire. In an effort to accommodate all who would like to speak about this proposal, each person will be given up to two minutes to comment. BPDA staff will indicate when thirty seconds remain. At that time, please conclude your remarks so that the hearing may continue and others may be heard.

Gary will now begin the presentation.