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November 12, 2010

BY HAND

Gerald Autler Senior Project Manager Boston Redevelopment Authority 1 City Hall Square, 9th Floor Boston, MA 02201-1007

Re: Northeastern University – IMPNF for Fifth Amendment to Institutional Master

Plan

Dear Gerald:

Enclosed are 45 copies of the Fifth Amendment IMPNF, for filing on behalf of Northeastern University.

Please contact me if you have any questions.

Very truly yours,

David R. Rodgers

/cid

Enclosures

cc: Marybeth Hammond, Esq.

John H. McCarthy, CPA

Vincent J. Lembo Esq.

Jason Runnels

Martin R. Healy, Esq.

BOS111 12534710.1

Institutional Master Plan Amendment Notification Form

GrandMarc at Northeastern
Off St. Botolph Street
(rear of 316-320 Huntington Avenue)

Fifth Amendment to Institutional Master Plan

NORTHEASTERN UNIVERSITY

BOSTON CAMPUS

Submitted to:

BOSTON REDEVELOPMENT AUTHORITY One City Hall Square Boston, MA 02201

Submitted by:

NORTHEASTERN UNIVERSITY 360 Huntington Avenue Boston, MA 02115

In Association with:

PPC LAND VENTURES, INC. c/o Lincoln Property Company 225 Franklin Street Boston, MA 02110 as Developer

November 12, 2010

INTRODUCTION

Northeastern University ("Northeastern" or the "University") submits this Institutional Master Plan Amendment Notification Form ("IMPNF") to the Boston Redevelopment Authority ("BRA") pursuant to Section 80D of the Boston Zoning Code ("Code").

Northeastern filed a proposed Institutional Master Plan ("Original IMP") with the BRA on February 22, 2000. The BRA approved the Original IMP on June 6, 2000. The Boston Zoning Commission ("Zoning Commission") approved the Original IMP on June 28, 2000, effective July 13, 2000. The Original IMP has been amended by: (i) First Amendment to the Original IMP dated September 12, 2001 and effective December 27, 2001; (ii) Second Amendment to the Original IMP dated June 3, 2004 and effective September 9, 2004; and, (iii) Third Amendment to the Original IMP dated December 21, 2006 and effective February 2, 2007. The Original IMP with these three amendments is collectively referred to hereinafter as the "Amended IMP." In addition, Northeastern has submitted to the BRA, by a separate Institutional Master Plan Notification Form, an application for renewal and extension of the Amended IMP until December 31, 2012, and a separate IMPNF for the Fourth Amendment to the Amended IMP seeking approval of three Proposed Institutional Projects pursuant to the provisions of Section 80D-9.2(b) of the Code.

This IMPNF seeks approval from the BRA of an amendment to the Amended IMP (which will constitute the Fifth Amendment thereto) pursuant to the provisions of Section 80D of the Code for the construction and addition of approximately 720 beds of student housing, on an approximately 23,500 square foot parcel on St. Botolph Street currently owned by YMCA of Greater Boston, Inc. and Huntington Affordable Housing Limited Partnership, the unit owners of the Greater Boston YMCA Condominium (together referred to herein as the "YMCA"), as more particularly described below.

MISSION AND OBJECTIVES

Founded in 1898, Northeastern University is a private urban research university located on both sides of Huntington Avenue on the edges of the Fenway, South End, Mission Hill and Roxbury neighborhoods of Boston. Northeastern has approximately 15,000 full-time undergraduate students.

The University's mission is to educate students for a life of fulfillment and accomplishment, and to create and translate knowledge to meet global and societal needs.

Northeastern's specific objectives, as reflected in the Amended IMP and further promoted by the Proposed Institutional Project described in this IMP amendment, include:

- Development of superior academic facilities to serve the University's increasingly sophisticated teaching environment;
- Development of superior research facilities to support the University's growing research programs, including those in the fields of health, security and sustainability;

- Continued enhancement of the University's student residential facilities, to help attract and retain qualified students; and
- Consolidation of administrative and other non-academic uses, so as to maximize the availability of space and resources in the central campus area to better serve the University's academic priorities.

The numerous projects completed under the Amended IMP over the past ten years have greatly advanced these objectives, and the Proposed Institutional Project included in this proposed IMP amendment, which will substantially add to Northeastern's student housing resources, will further advance these objectives. The University has announced that it will require all freshmen and sophomore undergraduates to live in University approved housing, and this requirement will be phased in starting in the fall of 2011. The Proposed Institutional Project described herein is necessary for Northeastern to implement this significant policy goal.

Northeastern seeks a constructive, mutually-beneficial relationship with the communities surrounding its campus. The University has created and participated in numerous community benefits programs and activities, and is committed to continuing this involvement. The Amended IMP describes the University's community benefits plan and many of the specific programs Northeastern has initiated or participates in.

PROPOSED INSTITUTIONAL PROJECT

This IMPNF seeks approval from the BRA for the inclusion in the Amended IMP of the following Proposed Institutional Project.

Additional Student Housing (GrandMarc at Northeastern) off St. Botolph Street (rear of 316-320 Huntington Avenue)

In recognition of the University's commitment to construct 600 additional student beds, Northeastern has entered into a letter of intent with the YMCA of Greater Boston, Inc. ('YMCA") and Phoenix Property Company ("PPC") which provides for the development and construction by PPC of a project that will create 720 beds for Northeastern University student housing, including beds for Residential Life and other faculty and supervisory staff (the "Project"). The Project will be constructed on a portion of the property currently owned by the YMCA located on St. Botolph Street adjacent to Northeastern's campus (the "Property"). The Property is located as shown on **Figure 1-1** entitled "Project Locus," **Figure 1-2** entitled "Project Aerial (2008)," and **Figure 1-3** entitled "Property Map." The Property is approximately 23,500 square feet in area and is located within an Institutional ("IS") subdistrict of the Fenway Neighborhood District.

The Project will contain approximately 195,000 square feet of gross floor area, plus two levels of basement use areas, in a seventeen story building with a height (as defined in the Code) of 198 feet. The FAR for the project will be approximately 17. The basement and first floor may include some academic (classroom) uses. Northeastern will occupy the entire Project pursuant to an agreement with PPC, and Northeastern will also have an exclusive option to purchase the Project after its completion. A letter of intent has been filed with the BRA to commence the review process for the Project under the Large Project Review procedure provided in Article 80B of the Code.

The Project is intended to address important needs of the neighborhood and Northeastern by increasing the availability of University approved housing for students attending Northeastern. The Project will also address the City's policy of reducing competition on area conventional housing from students attending the City's educational institutions.

Over the ten-year period of the Amended IMP, Northeastern has made substantial progress toward its goal of housing a higher proportion of its undergraduate students on campus. The Original IMP approved in 2000 provided for completion of three additional dormitories (West Village Residence Halls B, C and E) as well as the Davenport Commons housing development, and identified two other potential future residential building sites. The University completed these four residential projects ahead of the schedule contemplated in the Original IMP, and Northeastern subsequently amended its IMP on three occasions to incorporate additional student housing projects (West Village Residence Halls F, G and H, and the International Village Residence Hall on former Parcel 18). Together, these projects have added over 3,500 on-campus student beds over the last ten years.

Like many other institutions, the University's endowment and ability to finance capital projects have been affected by the dramatic downturn in the economy and the upheavals in the financial markets. The University's careful and thorough assessment of its finances has led to the conclusion that the only prudent, fiscally responsible course at this time is for the University to suspend its major building projects and focus resources on its core mission of teaching and research. As a result, construction of the Proposed Institutional Project identified as Residence Hall K in the Third Amendment to the Amended IMP was placed on hold. By joining forces with PPC to complete the Project, Northeastern believes that the needs of the University and the surrounding community can be effectively addressed.

PROPOSED FUTURE PROJECTS

Northeastern has commenced a planning process that will result in a new Institutional Master Plan. At the present time, the University does not anticipate any additional proposed projects prior to the filing of a new IMP.

REQUESTED ZONING RELIEF

The Project is expected to exceed applicable height and floor area ratio limitations. Zoning relief is proposed to be granted by a Zoning Map amendment incorporating the Property into the Amended IMP Master Plan Area, making it subject to the IMP zoning requirements.

The Project is also located within the Groundwater Conservation Overlay District. If it is determined that the Project is subject to the requirements of Article 32 of the Code, Northeastern will incorporate systems into the Project as required by Article 32 in order to meet the groundwater conservation standards set forth in said Article. In such case Northeastern will obtain a written determination from the Boston Water and Sewer Commission as to whether said standards are met. Northeastern will provide a copy of such letter to the BRA and the Boston Groundwater Trust prior to the issuance of a Certification of Consistency. Accordingly, Northeastern will not be required to obtain a

conditional use permit from the Board of Appeal for the Proposed Institutional Project described in this IMPNF.

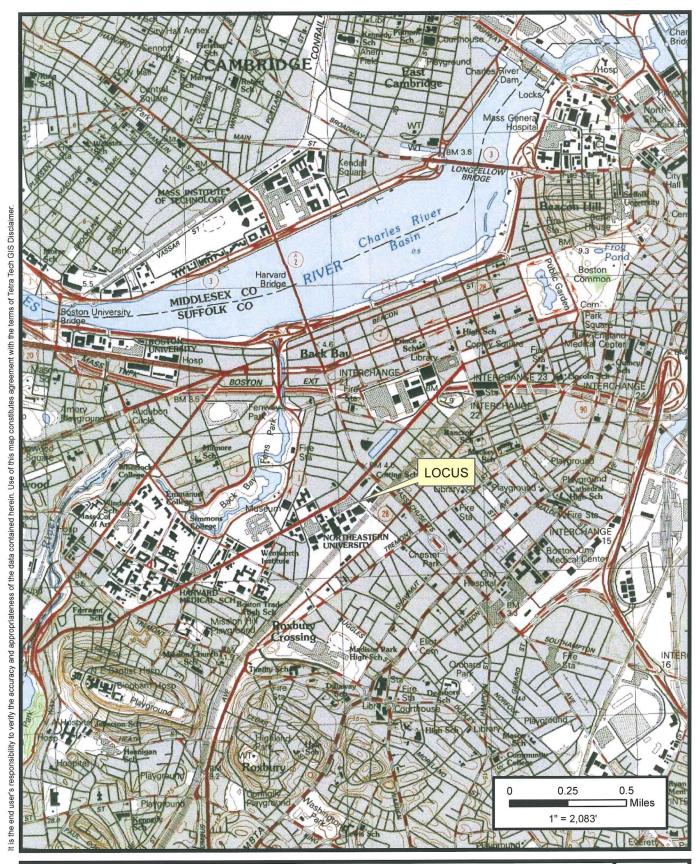
PROJECT IMPACTS AND MITIGATION

Northeastern and PPC will more fully describe the Project and its transportation and environmental impacts in a Project Notification Form ("PNF"), under Large Project Review, to be filed with the BRA under Article 80 of the Code.

Attachments

Figure 1-1. Project Locus

Figure 1-2. Aerial





Project Locus

GrandMarc at Northeastern Boston, Massachusetts



Figure 1-1





Project Aerial (2008)

GrandMarc at Northeastern Boston, Massachusetts



Figure 1-2