

**BOSTON REDEVELOPMENT AUTHORITY**

**DEVELOPMENT PLAN  
FOR  
PLANNED DEVELOPMENT AREA NO. 103**

**SOUTH BAY DEVELOPMENT**

101 Allstate Road

Dorchester

Allstate Road (Edens), LLC

[\_\_\_\_\_, 2016]

Development Plan: In accordance with Sections 3-1A, 65-28 through 65-31 and 80C of the Boston Zoning Code (as in effect on the date hereof, the "**Code**"), this Development Plan for Planned Development Area No. 103 (this "**Development Plan**") sets forth information on the proposed development (the "**Project**") of the property located at 101 Allstate Road in Dorchester more particularly described in this Development Plan, including the proposed location and appearance of structures, open spaces and landscaping, proposed uses, densities, proposed traffic circulation, parking and loading facilities, access to public transportation and proposed dimensions of structures.

This Development Plan represents a stage in the planning process for the development of the Project, which is also undergoing review under Section 80B of the Code. A Project Notification Form for the Project was filed with the Boston Redevelopment Authority (the "**BRA**") on August 3, 2015, and the BRA issued a Scoping Determination for the Project under Section 80B of the Code on October 6, 2015. A comprehensive Draft Project Impact Report for the Project was subsequently filed with the BRA on January 22, 2016. Based upon that process and approval of this Development Plan, final plans and specifications for the Project will be submitted to the BRA pursuant to Section 3-1A and Section 80C of the Code for final design review approval and certification as to consistency with this Development Plan.

This Development Plan consists of seven (7) pages of text and Exhibits A, B and C. All references to this Development Plan contained herein shall pertain only to such seven (7) pages of text and Exhibits A, B and C. Exhibits A, B and C are subject to design, environmental and other development review by the BRA and by other governmental agencies and authorities, and the Project as described herein may evolve in the course of such review. Unless otherwise set forth herein, all references herein to terms set forth in the Code shall have the meanings set forth in the Code, as amended to the effective date hereof, and not as the same may be amended hereafter.

In accordance with Section 80C-9 of the Code, the issuance of a Certification of Consistency confirms consistency of the Project with this Development Plan and constitutes compliance with the requirements of the Code to the extent such requirements have been addressed in this Development Plan.

Developer: The developer of the Project is Allstate Road (Edens), LLC, a South Carolina limited liability company, its successors and assigns (the “**Developer**”). The Developer is wholly-owned by EDENS, a private real estate investment trust and the current owner of the portions of the South Bay Center located immediately adjacent to the Project Site. Upon the commencement of construction of the Project, the Developer will control the Project Site (as defined below), via fee ownership, ground lease or easement, directly or indirectly through one or more majority-owned and controlled entities.

Proposed Location: The Project will be located on the property commonly referred to as 101 Allstate Road in the Dorchester neighborhood of Boston consisting of all or portions of the following assessor’s parcels 0703498000 (101 Allstate Road), 0703497000 (95 Allstate Road), 0703501045 (1 Allstate Road), 0703441005 (30 West Howell Street), 0703441010 (20 West Howell Street), 0703469000 (55 Enterprise Street), 0703489000 (20 Baker Court), 0703473000 (Fields Court), 0703477000 (Fields Court), 0703488000 (Baker Court) and 0703460001 (Boston Street) more specifically described on Exhibit A and depicted on Exhibit B (collectively, the “**Project Site**”). The Project Site consists of approximately 462,683 square feet (approximately 10.621 acres) of land area, and is roughly bounded by the existing South Bay Center on the northwest, Enterprise Street on the southwest, Boston Street and a residential neighborhood on the southeast, and West Howell Street and hotel properties on the northeast.

The Project Site is located in the Dorchester Neighborhood District and the South Bay Community Commercial Subdistrict under Article 65 of the Code. The Project Site is not located in a Restricted Parking Overlay District or a Groundwater Conservation Overlay District.

The Developer (i) holds fee simple title to the portions of the Project Site located on assessor’s parcels 0703498000 (101 Allstate Road), 0703497000 (95 Allstate Road), 0703489000 (20 Baker Court) and 0703488000 (Baker Court); (ii) is the tenant under a ground lease from SERT Lot 17, LLC, SERT Lot 2, LLC and SERT Lots 4 and 18, LLC, collectively as ground landlord, for the portions of the Project Site located on assessor’s parcels 0703441005 (30 West Howell Street), 0703441010 (20 West Howell Street), 0703469000 (55 Enterprise Street), 0703473000 (Fields Court), 0703477000 (Fields Court), and 0703460001 (Boston Street), and (iii) holds an easement from its affiliate, E&A Northeast LP, to use the portions of the Project Site located on assessor’s parcel 0703501045 (1 Allstate Road) (the “**Easement Areas**”). Under the terms of the aforementioned ground lease and easement, the Developer is permitted to proceed with this Development Plan and the Project without further approvals from SERT Lot 17, LLC, SERT Lot 2, LLC, SERT Lots 4 and 18, LLC or E&A Northeast LP.

#### Proposed Location, Appearance and Dimensions of Structures and Proposed Density.

The Project will include the redevelopment of the Project Site – currently largely vacant commercial/industrial land and surface parking lots – into a transit-oriented retail, restaurant and residential destination primarily comprised of four (4) mixed-use buildings lettered A through D and a hotel building lettered E. As currently envisioned, Buildings A and B will include ground floor retail and restaurant uses with, in Building A, five (5) stories of structured parking located on the second floor and above and, in Building B, a twelve screen cinema located on the second floor (although only two (2) floors, Building B is similar in height to the other buildings due to the increased ceiling heights necessary to accommodate the cinema); Buildings C and D will

include ground floor retail, restaurant, multifamily residential and parking with four (4) or six (6) stories (depending on the location within the Project Site) of multifamily residential space located on the first or third floor and above; and Building E will be comprised of six (6) stories of hotel uses. Anticipated floor plates for each building are approximately as follows: 38,530 to 42,340 square feet for Building A, 55,200 to 55,360 square feet for Building B, 47,440 to 54,204 square feet for Building C, 48,980 to 64,975 square feet for Building D and 15,000 square feet for Building E. Conceptual plans and renderings of the Project showing anticipated massing and other details are attached hereto as Exhibit B.

The Project buildings will have a maximum building height (which shall mean the vertical distance from grade to the top of the structure of the last occupied floor as more specifically defined in Article 2A of the Code) not to exceed 65 feet. The floor area ratio (“**FAR**”) of the Project (excluding the lot on which the Easement Areas are located, which shall not be counted as part of any lot or lots within the Project Site for the purpose of determining the Project’s FAR) will not exceed 3, as calculated pursuant to the Code, provided that elements of the Project that may be located on separately owned lots at any time and from time to time shall be treated as a single lot for purposes of calculating FAR if there is a recorded agreement between the owners of such lots that allocates the gross floor area of the Project so that the total FAR of such lots together does not exceed the total FAR allowable in this Development Plan. The Project will contain up to 1,388,049 square feet of gross floor area (but in any event will not exceed the maximum gross floor area permitted in connection with the Project’s maximum FAR of 3).

The maximum building height, FAR and gross floor area set out above will be the only dimensional requirements applicable to the Project and the Project Site. All other dimensional or design requirements of the Code, including without limitation the provisions set out in Sections 65-37.2, 65-38, 65-39 and 65-42 of the Code, shall not be applicable to the Project and the Project Site and are superseded by this Development Plan. The Project shall be subject to design, environmental and other development review by the BRA, and the aspects of the Project approved as part of such review shall be and hereby are deemed to be the dimensional and design requirements applicable to the Project and are hereby incorporated in this Development Plan.

Proposed Uses of the Project Site. The Project may be used for Residential Uses, Retail Uses, Restaurant Uses, Hotel and Conference Center Uses, Entertainment and Recreational Uses, Cultural Uses, Service Uses, Parking Garages, Parking Lots, Open Space Uses, Banking Uses and Accessory and Ancillary Uses (as such terms are defined in Article 2A of the Code). As currently envisioned, the Project will contain approximately 115,000 to 125,000 square feet of gross floor area of retail and restaurant space, approximately 55,000 to 65,000 square feet of gross floor area of cinema space, approximately 445,000 to 465,000 square feet of gross floor area of residential space comprised of approximately 475 market- and affordable-rate units, approximately 80,000 to 95,000 square feet of gross floor area for hotel uses and including structured and surface parking capacity for approximately 1,095 vehicles. The distribution of floor area to the various uses may change as the Project is further refined and implemented in accordance with and subject to further design, environmental and other development review by the BRA.

Proposed Open Spaces and Landscaping. The Project will include the establishment of significant areas of open space on the Project Site, which presently consists of largely vacant commercial/industrial land and surface parking lots inaccessible to the neighborhood or general public. As currently designed, the Project is anticipated to include approximately 113,000 square feet of usable open space, which is more than 24% of the total area of the Project Site. The planned open space elements of the Project Site can generally be divided into three primary areas: streetscapes, promenades and courtyards. The streets will be designed to feature streetscape elements that may include planters with shrubs and seasonal color and ample areas for outdoor dining and programmed events. Furnishings may include seat walls at the planters, planting strips, benches, street lights, moveable seating, street trees with tree grates, trash and recycle containers, and bicycle racks. The pedestrian promenade between Buildings B and D is currently designed to be a pedestrian-friendly space including public café seating, ornamental plant beds, plants in movable pots, street trees and architectural exterior lighting. Buildings C and D are anticipated to include courtyards, a public courtyard in the case of Building C and private in the case of Building D. The public courtyard is anticipated to be a mix of planted areas with ground cover, shrubs and small trees and hardscape areas. The private courtyard is designed to include gathering and seating areas, spaces for outdoor grills, built-in shade structures, and planting areas containing a mix of groundcovers, shrubs, and small trees. The Project is also anticipated to include the construction of a dog park and playground area adjacent to the residential buildings.

Proposed Traffic Circulation. As currently designed, primary vehicular access and egress to the Project Site will be provided via existing driveways serving the adjacent South Bay Center along Massachusetts Avenue via Allstate Road, Southampton Street and the Frontage Road. Additional access connections will include Enterprise Street via Massachusetts Avenue and Boston Street and West Howell Street via Boston Street, which are expected to serve as secondary, lower-volume routes serving the Project Site. Delivery vehicles for the Project will access and egress the Project Site via the Frontage Road and Southampton Street, consistent with existing commercial truck patterns for the South Bay Center.

Within the Project Site, traffic circulation is anticipated to be provided on a new two-way road (referred to in this Development Plan as “**Main Street**”) running north-south through the Project Site, a new two-way road (referred to in this Development Plan as “**New Road**”) running east-west between Building A and Building C, a new service road on the west side of Building A for retail loading and access to a small surface parking lot for employee parking and a new street running north-south at the eastern edge of the Project Site (between Buildings D and E and between Building B and the existing South Bay Center) to provide pedestrian, vehicular, and truck access to the hotel, residential parking, and cinema/retail service area. In addition, the Project will involve the construction of a portion of West Howell Extension along Buildings C and D. In addition to providing additional circulation around the Project Site, West Howell Extension will be aligned to allow for a connection to the Frontage Road via the Boston Street Bypass Road.

Proposed Parking and Loading Facilities. The Project Site has been designed to satisfy its own parking needs without any additional off-site parking, and is anticipated to include approximately 1,095 spaces comprised of approximately 309 residential spaces located in structured garages and 786 commercial spaces located in the Building A garage, on-street within

the Project Site and in surface lots within the Project Site. Of 1,095 total spaces, approximately 910 are anticipated to be located in the three Project garages in Buildings A, C and D (the garages in Buildings C and D will be reserved for residential use only, while the Building A garage will be made available for use by the public and by residents as described in the last two sentences of this paragraph), approximately 49 spaces will be in a surface lot to serve the proposed hotel, approximately 65 spaces will initially be in a surface lot southeast of Building D (the “**Finger Lot**”), approximately 27 spaces will be in a surface lot south of Building A for employee parking and approximately 44 parallel parking spaces will be located on the new internal roadways to aid visitors making short visits to the Project as well as provide traffic calming on streets to improve the pedestrian experience. To ensure that sufficient parking capacity is available for the residences in Buildings C and D, the Developer will maintain sufficient capacity within the Building A garage to accommodate parking for 65 additional vehicles for potential use by residents in Buildings C and D. If such spaces are not necessary to meet the Project’s residential parking demand after one year from construction of Buildings C and D, the Developer may thereafter use such 65 vehicle capacity in the Building A garage for non-residential purposes and develop or otherwise utilize the Finger Lot for other purposes.

The Project buildings will include approximately nine (9) loading bays, comprised of two (2) loading bays located within Building A and accessed from Allstate Road; two (2) loading bays located within Building B and accessed from a service road on the northeast side of Building B; two (2) bays located within Building C and accessed from West Howell Extension; two (2) loading bays located within Building D and accessed from a service road on the northeast side of Building D; and one (1) loading bay located within Building E and accessed from a service road on the north side of Building E. Trash compactors and containers are anticipated to be located in the loading and service areas of each building and will not block access to the loading bays.

The Project’s parking and loading facilities shall be subject to design, environmental and other development review by the BRA, and the aspects of the Project approved as part of such review shall be and hereby are deemed to be the required parking and loading applicable to the Project and are hereby incorporated in this Development Plan.

Access to Public Transportation. The Project is located within one quarter mile of the Fairmount commuter rail service at the Massachusetts Bay Transportation Authority (“**MBTA**”) Newmarket Station and within one half mile of Andrew Station on the MBTA’s Red Line. Andrew Station provides connections to various regional transit connections as well as a shuttle connection to the South Bay Center located adjacent to the Project Site, which is operated and funded by an affiliate of the Developer. Three (3) MBTA bus lines also run through the existing South Bay Center and will have new stops adjacent to the Project Site.

Signage. The signage program for the Project shall be subject to design, environmental and other development review by the BRA, and any “Sign” approved as part of such review shall be deemed to be in compliance with the Development Plan.

Green Buildings. The Project shall comply with Article 37, Green Buildings, of the Code.

Development Review Procedures. All design plans for the Project are subject to ongoing design and development review and approval by the BRA. Such review will be conducted in accordance with Large Project Review under Section 80B of the Code.

Public Benefits. The Project will provide many public benefits to Dorchester and the City of Boston, including diversification and expansion of Dorchester's economy and job opportunities through economic activity, creation of new job opportunities, significant improvements to the urban design characteristics and aesthetic character of the Project Site and its surroundings and substantial creation of new open space.

Among these numerous public benefits and new planning, infrastructure and programmatic improvements across the Project Site and surrounding area, the Project will:

- (a) Provide for the construction of new transit-oriented commercial and residential space, which will attract more workers, visitors and residents to the area and increase diversity of the housing stock through the creation of approximately 475 new residential units.
- (b) Assist in the diversification and expansion of the economy and job opportunities for Dorchester and the City of Boston by stimulating economic activity such as private investment in commercial uses and by creating approximately 1,600 construction-related jobs, with a goal of employing at least 50% Boston residents, 25% minorities and 10% women, and approximately 450 permanent jobs.
- (c) Provide new and active retail space, roadways, approximately 113,000 square feet of thoughtfully designed usable open space, plazas and improved streetscapes and off-site infrastructure, which will improve aesthetics and provide an improved pedestrian environment in the neighborhood for residents, workers and visitors alike.
- (d) Improve the urban design characteristics of the area by constructing a human-scaled, mixed-use development, acting as a neighborhood center while eliminating vacant and blighted properties from the neighborhood.
- (e) Eliminate industrial truck traffic (currently more than 100 trucks per day) from local streets such as Boston Street as well as the noise and dust associated with the current industrial activities on a portion of the Project Site.
- (f) Generate approximately \$1,653,487 in housing and jobs linkage funds to the City of Boston.
- (g) Generate approximately \$5,000,000 annually in additional tax revenue when built and fully operational.
- (h) Provide affordable housing for Dorchester and Boston residents in compliance with Mayor Martin J. Walsh's Executive Order Relative to Inclusionary Development and the associated Inclusionary Development Policy.

(i) Advance sustainability objectives of the City through the development of energy-efficient and environmentally friendly buildings that will be LEED certifiable at a minimum level of Silver.

## Exhibit A

### Legal Description

A certain development area in the City of Boston, County of Suffolk in the Commonwealth of Massachusetts, more particularly bounded and described as follows:

Beginning at a point on the southerly sideline of West Howell street, said point being the northeasterly corner of Lot 2 shown on Land Court case 30247A;

Thence running S 29°01'04" W, a distance of 80.00 feet to a point;

Thence turning and running N 60°58'56" W, a distance of 251.09 feet to a point;

Thence turning and running S 38°11'38" W, a distance of 178.28 feet to a point;

Thence turning and running S 60°58'56" E, a distance of 192.39 feet to a point;

Thence turning and running S 29°01'04" W, a distance of 24.00 feet to a point;

Thence turning and running S 60°58'56" E, a distance of 71.33 feet to a point;

Thence turning and running S 29°01'04" W, a distance of 99.78 feet to a point;

Thence turning and running N 60°58'56" W, a distance of 283.72 feet to a point;

Thence turning and running S 36°43'32" W, a distance of 433.94 feet to a point;

Thence turning and running S 33°10'30" W, a distance of 14.57 feet to a point of non-tangency;

Thence along a curve turning to the left, having an arc length of 102.59 feet, a radius of 330.00 feet, a chord bearing of N 57°41'17" W, and a chord length of 102.17 feet to a point of tangency;

Thence turning and running N 66°35'37" W, a distance of 138.67 feet to a point;

Thence turning and running N 34°53'43" E, a distance of 217.05 feet to a point;

Thence turning and running N 42°45'22" W, a distance of 86.40 feet to a point;

Thence turning and running S 36°18'38" W, a distance of 166.59 feet to a point;

Thence turning and running N 49°10'50" W, a distance of 73.67 feet to a point;

Thence turning and running N 40°48'29" E, a distance of 172.90 feet to a point;

Thence turning and running N 42°45'22" W, a distance of 20.13 feet to a point;

Thence turning and running S 40°48'29" W, a distance of 43.98 feet to a point;  
Thence turning and running N 48°08'42" W, a distance of 54.39 feet to a point;  
Thence turning and running S 47°04'12" W, a distance of 2.10 feet to a point;  
Thence turning and running N 40°52'33" W, a distance of 102.32 feet to a point;  
Thence turning and running N 49°56'19" E, a distance of 47.61 feet to a point;  
Thence turning and running N 43°38'37" W, a distance of 82.13 feet to a point;  
Thence turning and running N 47°21'35" E, a distance of 43.34 feet to a point;  
Thence turning and running N 52°11'53" E, a distance of 3.44 feet to a point;  
Thence turning and running N 42°45'22" W, a distance of 1.94 feet to a point;  
Thence turning and running N 47°14'38" E, a distance of 132.00 feet to a point;  
Thence turning and running S 42°45'22" E, a distance of 13.38 feet to a point;  
Thence turning and running N 52°11'53" E, a distance of 161.58 feet to a point;  
Thence turning and running N 45°28'26" E, a distance of 84.38 feet to a point;  
Thence turning and running S 64°48'43" E, a distance of 180.87 feet to a point;  
Thence turning and running S 58°48'43" E, a distance of 69.82 feet to a point;  
Thence turning and running N 30°54'04" E, a distance of 198.40 feet to a point;  
Thence turning and running S 51°48'45" E, a distance of 269.99 feet to a point;  
Thence turning and running S 38°11'38" W, a distance of 81.53 feet to a point;  
Thence turning and running S 28°30'20" E, a distance of 54.44 feet to a point of non-tangency;  
Thence along a curve turning to the right having an arc length of 70.53 feet, a radius of 50.00 feet, a chord bearing of N 78°36'21" E, and a chord length of 64.83 feet to a point of tangency;  
Thence turning and running S 60°58'56" E, a distance of 195.60 feet to the point of beginning.

The above described development area having an area of 462,683 square feet more or less, as shown on a plan entitled "Development Parcel Plan, 55 Enterprise Street, 20 & 30 West, Howell

Street, Lot 4 LLC 30247A, Lot 2 & 3 LCC 24727A, Boston, Mass” dated January 25, 2016, by  
Feldman Land Surveyors, Inc.

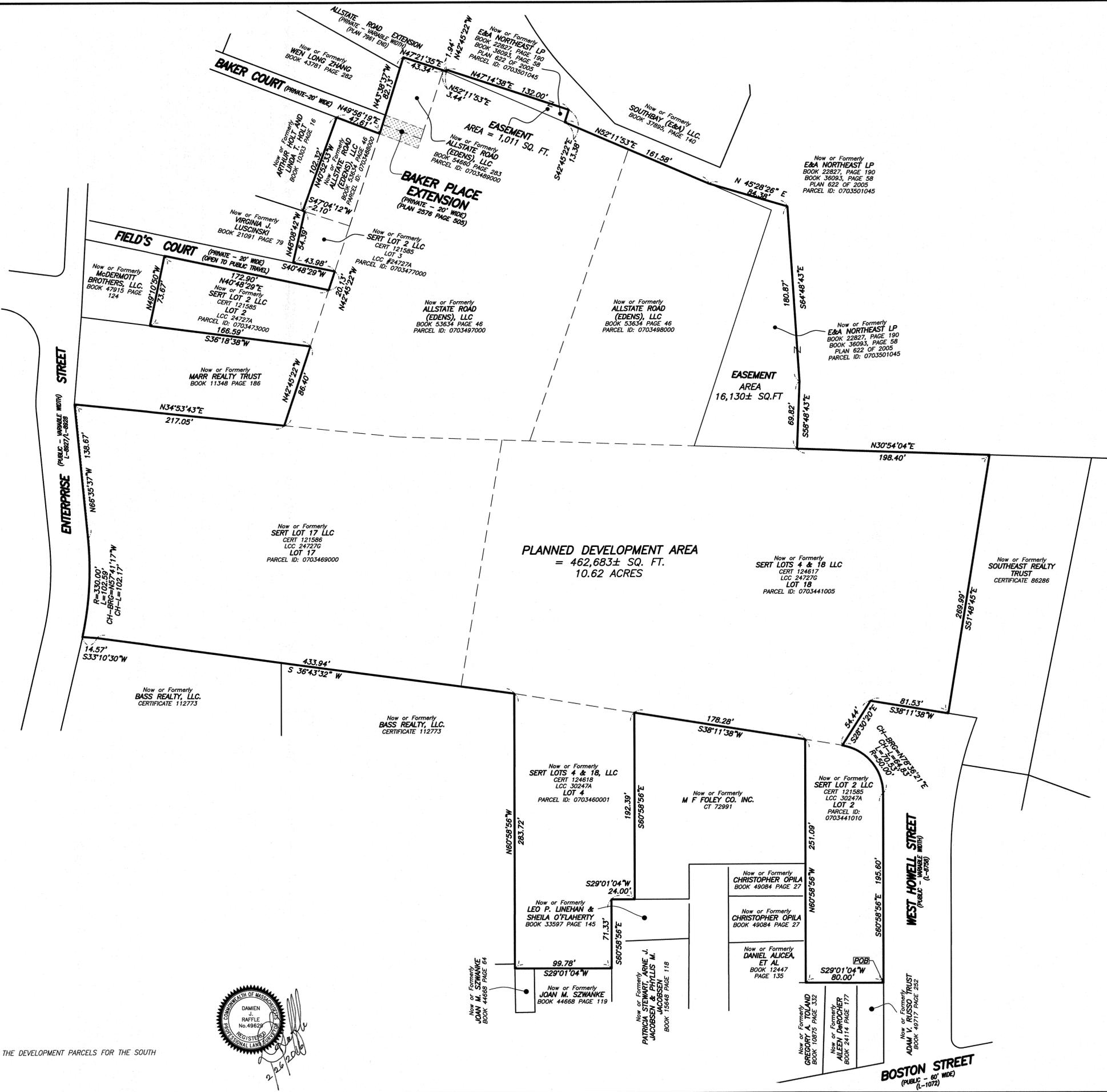
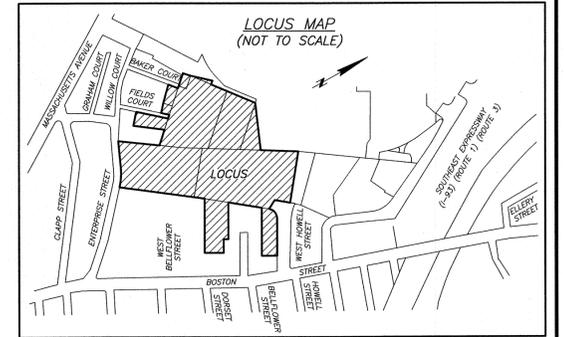
**Exhibit B**

Plan of the Project Site

[See attached]



LCC 24727-A



- PLAN REFERENCES**
- SUFFOLK COUNTY REGISTRY OF DEEDS
    - PLAN BOOK 2576 PAGE 505
    - PLAN BOOK 5025 PAGE 46
    - PLAN BOOK 5872 PAGE 364
    - PLAN BOOK 1658 PAGE 640
    - PLAN BOOK 7961 END
    - PLAN BOOK 1697 PAGE 604
    - PLAN BOOK 21882 PAGE 259
    - PLAN BOOK 1658 END
    - PLAN 622 OF 2005
    - PLAN BOOK 17904 PAGE 188
  - MASSACHUSETTS LAND COURT
    - LCC 9573B
    - 24727A
    - 24727G
  - CITY OF BOSTON ENGINEERING DEPARTMENT
    - FIELD BOOK 954 PAGE 95
    - FIELD BOOK 793 PAGE 87, 88
  - PLAN NO.
    - L-9473
    - L-11094
    - L-11579
    - L-1072
    - L-8758

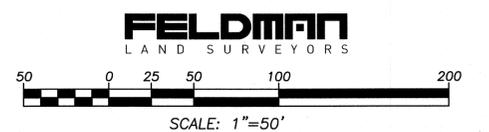
PLANNED DEVELOPMENT AREA  
= 462,683± SQ. FT.  
10.62 ACRES



**NOTE:**  
1) THE PURPOSE OF THIS PLAN IS TO SHOW THE DEVELOPMENT PARCELS FOR THE SOUTH BAY EXPANSION PROJECT.

**DEVELOPMENT PARCEL PLAN**  
55 ENTERPRISE STREET, 20 & 30 WEST  
HOWELL STREET, LOT 4 LCC 30247A,  
LOT 2 & 3 LCC 24727A  
**BOSTON, MASS.**

FELDMAN LAND SURVEYORS  
112 SHAWMUT AVENUE  
BOSTON, MASS. 02118  
JANUARY 25, 2016  
PHONE: (617)357-9740  
www.feldmansurveyors.com



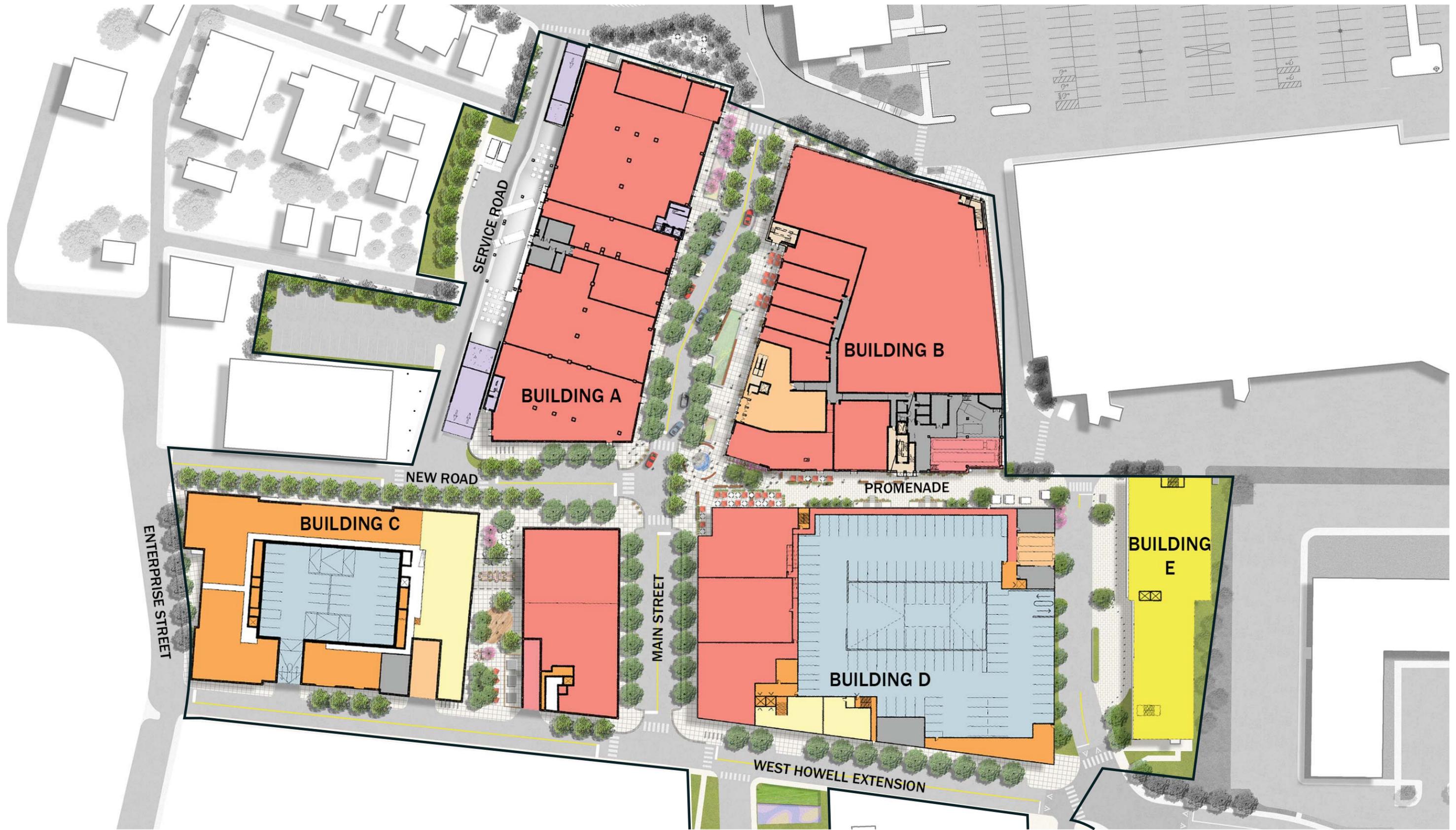
RESEARCH JBD	FIELD CHIEF AB	PROJ MGR DJR	APPROVED	SHEET NO. 1 OF 1
CALC MJB/SCH	OADD MJB/SCH/ABD/DCH	FIELD CHECKED	CRD FILE 14158	JOB NO. 14158Q
FILENAME: S:\PROJECTS\14100s\14158\DWG\14158Q-PDA.dwg				

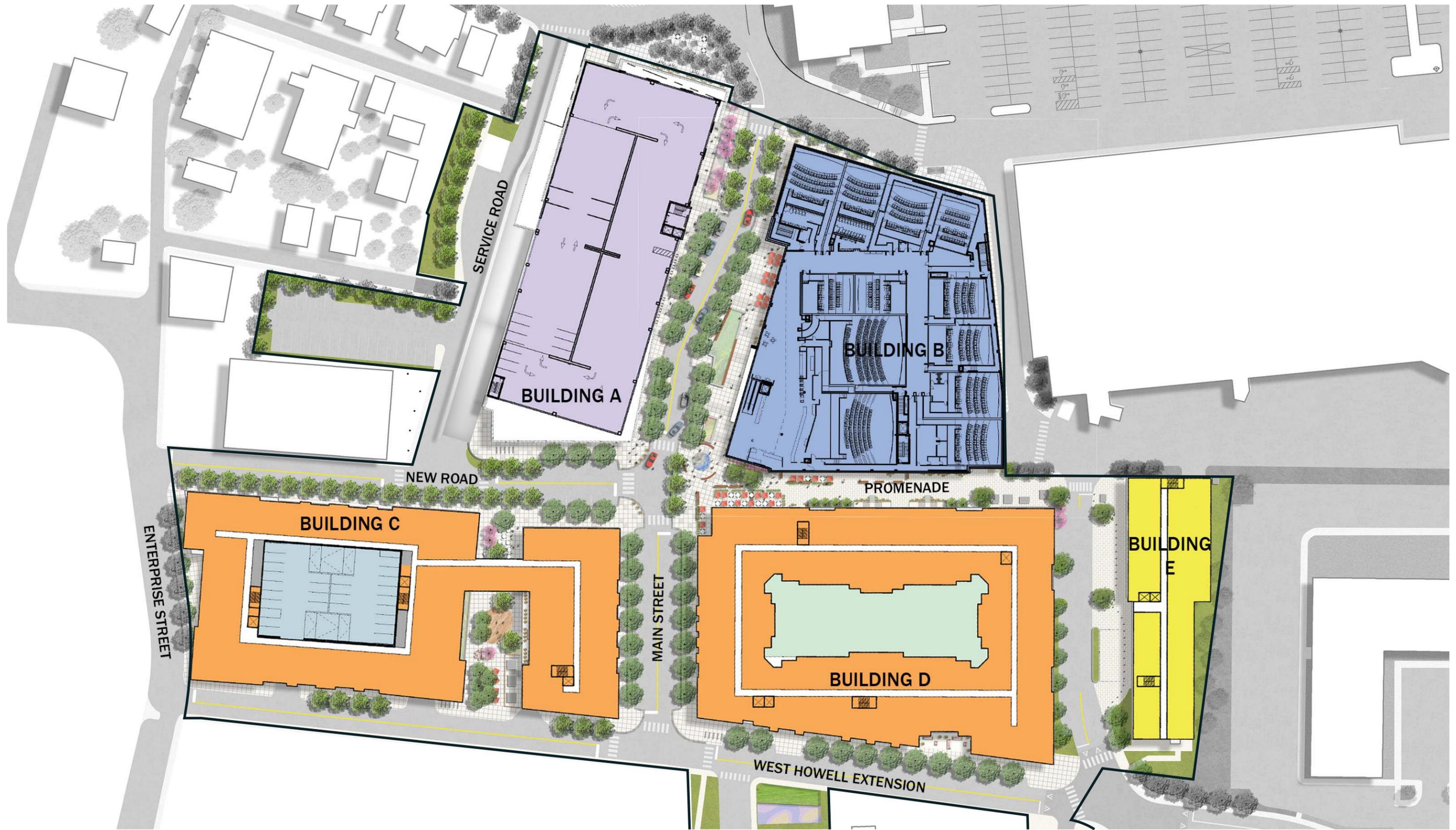
**Exhibit C**

Conceptual Plans and Renderings

[See attached]









Project View - Main Street Looking South



Project View - Main Street Looking North



Building A North Elevation - Retail and Parking



Building A South Elevation - Retail and Parking



Building A East Elevation - Retail and Parking



Building A West Elevation - Retail and Parking









Building C North Elevation - Residential and Retail



Building C South Elevation - Residential and Retail





Building C East Elevation - Residential and Retail



Building C West Elevation - Residential and Retail











Building E East Elevation - Hotel



Building E North Elevation - Hotel



Building E West Elevation - Hotel



Building E South Elevation - Hotel