



February 16, 2018

Secretary Matthew A. Beaton  
Executive Office of Energy & Environmental Affairs  
100 Cambridge Street, Suite 900  
Boston, MA 02114

Re: 2017 Downtown Waterfront District Municipal Harbor Plan & Public Realm  
Activation Plan

Dear Secretary Beaton:

On behalf of the City of Boston, I am submitting supplemental information regarding the Downtown Waterfront District Municipal Harbor Plan & Public Realm Activation Plan ("Downtown Waterfront MHP"), which was filed with your office on March 15, 2017 for your review and approval pursuant to 301 CMR 23.00.

The Downtown Waterfront MHP, which was developed over a four-year public process involving 40 public meetings, serves as the City's vision to guide future development in the district to ensure new projects promote public access, improve and activate the public realm and sustain important water dependent uses such as the New England Aquarium. The MHP includes substitutions to the MGL Chapter 91 dimensional standards for the Harbor Garage and Hook Wharf sites, and related offsets to enhance ground level exterior spaces and create new waterfront public open space. District-wide substitutions and amplifications are included to promote the activation of the public realm and climate resiliency, as well as protections to support the Aquarium.

Since last April we have been working with your staff during the consultation session to address comments received during the public review process and the interests of affected property owners and stakeholders. The feedback we have received from your staff has been greatly helpful in strengthening the goals of the MHP and the public benefits tied to the redevelopment of the Harbor Garage and Hook Wharf properties.

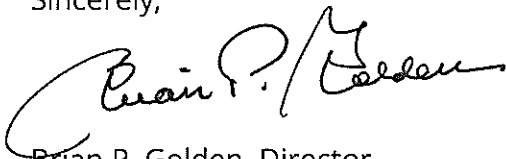
Based upon these discussions we have made modifications to the Downtown Waterfront MHP. We now offer supplemental information accompanying this letter, which includes information on changes to the MHP as originally submitted. Specifically, the proposed changes include:

- Conditions related to the amplification for the Memorandum of Understanding between the New England Aquarium, the developer of the Harbor Garage property and the City of Boston, including measures and protections to be implemented during and after the construction of the Harbor Garage property to protect the viability of the Aquarium;
- Revised commitment of the \$10 million Harbor Garage offset to the New England Aquarium's Blueway vision to improve Central Wharf or other waterfront public realm improvements;
- Guidance regarding the open space configuration related to the redevelopment of the Harbor Garage property;
- An increase of the Hook Wharf offset funding with the priority project being the design and construction of parkland at the Chart House parking lot at Long Wharf.

As envisioned, the Downtown Waterfront MHP, with its substitutions, offsets and amplifications, will promote both on-site and area-wide public activation and water dependent uses within the Downtown Waterfront MHP district. The MHP will provide substantial baseline public benefits, with the redevelopment of the Harbor Garage site removing a relic from the days of the elevated I-93 Artery and opening 50 percent of the site for new public open space and improved views from the Greenway. It will also include a rehabilitated Hook Wharf property with a new extension of the Harborwalk system to allow public waterfront access in this area for the first time. Offsets associated with the projects will improve ground level activation, support area water transportation and deliver a new waterfront park at Long Wharf. The City looks forward to the realization of these significant and long awaited improvements to the Downtown Waterfront.

We appreciate your timely review of this information regarding the Downtown Waterfront MHP and look forward to a successful completion of this review process.

Sincerely,



Brian P. Golden, Director  
Boston Planning and Development Agency

cc: Daniel Sieger, Assistant Secretary, EEA  
Gary Moran, Deputy Commissioner, MassDEP  
Ben Lynch, Waterways Program Chief, MassDEP  
Bruce Carlisle, Director, CZM  
Lisa Berry Engler, Assistant Director, CZM  
Richard McGuinness, Deputy Director, BPDA

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Harbor Garage and New England Aquarium

Throughout the Downtown Waterfront planning process and the state's consultation sessions protections and assurances for the New England Aquarium's ongoing operations and financial viability have been a priority. Not only sustaining but enhancing the Aquarium's mission has been a focus, as it serves as a premier civic and cultural water-dependent use in Boston Harbor which activates the Downtown Waterfront district year-round. The Aquarium's Blueway vision to improve site conditions around Central Wharf and create better connections to the Aquarium and harbor, are objectives the MHP looks to facilitate.

The Downtown Waterfront MHP addressed the promotion of the Aquarium's interests through an amplification for the Activation of Commonwealth Tidelands for Public Use (310 CMR 9.53(2)(b) and 310 CMR 9.53(2)(c)). The amplification requires the execution of a memorandum of understanding (MOU), or other mutually agreed upon binding agreement, between the City of Boston, the Aquarium and the project proponent of the Harbor Garage to address reasonable compensation for any construction-related Aquarium visitor and event revenue losses and other matters of mutual long range interest.

During the state's consultation session several priorities have been specified by the Aquarium as necessary for the ongoing viability of the institution during and after the construction of the Harbor Garage site. The primary issues to be addressed in the MOU include provisions for visitor parking and access to the Aquarium, and financial assurances against possible loss of revenue due to reduced visitation resulting from construction related disruptions associated with the development of the Harbor Garage site.

Based upon discussions among the City and the property owners, the following requirements shall be included in the MOU, or mutually agreed upon binding agreement:

- Interim Parking:
  - o Provided within reasonable proximity to the Aquarium;
  - o 250 spaces (weekdays between 9:00 am and 6:00 pm);
  - o 500 spaces (all other times);
  - o Unreserved and, at manager's election in its sole discretion, on attendant-parked basis;
  - o Parking rates consistent with existing program.
- Future Parking:
  - o At new garage constructed within the Harbor Garage site redevelopment;
  - o 250 spaces (weekdays between 9:00 am and 6:00 pm);
  - o 500 spaces (all other times);

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- Unreserved and, at manager's election in its sole discretion, on attendant-parked basis.
- Indemnification Agreement:
  - To ensure the viability of the New England Aquarium's operations during the construction of the Harbor Garage property both parties have agreed to the following \$30 million indemnification framework to cover loss of revenue based upon expected Aquarium visitation numbers of 1.37 million guests per year for the estimated three year construction schedule. Under the terms of the agreement the Harbor Garage developer will cover in whole the first \$10 million in revenue loss outright. In addition, the Harbor Garage Developer will cover another \$20 million of revenue shortfall in the form of a mitigation loan. The loan will be repaid to the developer of Harbor Garage based upon future Aquarium revenue increases above preconstruction revenue. The Aquarium will repay fifty-percent (50%) of the revenue increases for a period of four years after the first certificate of occupancy for the Harbor Garage project.

If final agreement on the terms of the MOU are not reached by the developer of the Harbor Garage property and the Aquarium, then the parties shall enter into binding arbitration. MOU shall be executed by all parties no later than sixty (60) days following the effective date of the Boston Planning and Development Agency Scoping Determination for a Harbor Garage development project pursuant to Boston Zoning Code Article 80.

#### Offsets

The offsets and new open space derived through this Downtown Waterfront MHP will transform the Downtown Waterfront with approximately one and half acres of new publicly accessible open space, dramatic views to Boston Harbor from the Rose Kennedy Greenway, and a plan to make the 1.2 miles of dated Harborwalk more legible and well programmed while also resilient to climate change and sea-level rise.

The substitute provisions in the form of alternative height limits at the Harbor Garage and Hook Wharf sites and alternative site coverage ratios for the Hook Wharf site promote with greater effectiveness the state tideland policy objectives. The substitute provisions provide an incentive to remove the visual and physical barrier the Harbor Garage creates along the Downtown Waterfront and transform Hook Wharf from an isolated and underutilized property into an accessible and activated contributor to Boston's Harborwalk system. The height substitute provisions have been carefully analyzed to avoid ground level environment conditions from becoming uncondusive to water dependent activity and public access. Net new shadow will be modest in duration and will not be disruptive to the water transportation facilities and open space on Long Wharf seaward of the Marriot Long

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Wharf Hotel that this Downtown Waterfront MHP establishes as a shadow prohibition zone.

The offsetting measures of more open space and expanded views to the waterfront will mitigate any shadow impacts by providing better waterfront public realm and connectivity from Downtown Boston, the Rose Kennedy Greenway to the water's edge.

The transformation of the Chart House parking lot into open space will serve to enhance Long Wharf's open space and Harborwalk system and also create a stronger gateway to the Boston Harbor Islands National Recreation Area. Elements of the Aquarium's Blueway vision will include the removal of the IMAX Theater, stronger pedestrian and view connections from the Rose Kennedy Greenway to the southern end of Central Wharf, and interpretive exhibits.

While the Downtown Waterfront currently benefits from 52% publically accessible open space, the modest site coverage proposed for the Hook Wharf site (approximately 4,000 square feet) combined with the removal of the Harbor Garage and conversion of the Chart House parking lot leads to an increase of publicly accessible open space to 54%.

The Downtown Waterfront MHP offsets will fund waterfront public realm investments highlighted by the community through numerous workshops and public meetings. The community's vision for the Downtown Waterfront is memorialized in the Downtown Waterfront District Public Realm and Activation Plan that is included in the Downtown Waterfront MHP.

Design and use standards for the proposed public realm investments will be determined through a public process funded through the Downtown Waterfront MHP offsets. Recreational boating stakeholders will be specifically engaged in this process to address existing and future recreational boating access including dockage, moorings and navigational safety.

#### Harbor Garage Offsets

The Downtown Waterfront MHP includes a single substitution for height to the MGL Chapter 91 dimensional standards at 310 CMR 9.51(3)(e). The offsets related to this substitution included \$10 million in offset funding with \$5 million designated for open space improvements to the Chart House parking lot, and \$5 million to advance the implementation of the Aquarium's Blueway vision, or other open space improvements. Additionally, \$300,000 in funding shall be provided for the City's design and use standards for the Downtown Waterfront's public amenities, open space and waterside infrastructure.

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Through the consultation period it has been determined that the Aquarium's Blueway vision for the institution and Central Wharf area should receive greater support to enable these enhancements to the public realm to be transformational for the Downtown Waterfront. To advance this interest the Harbor Garage project will now include the following offset provision:

- The full \$10 million in offset funding, in inflation adjusted 2018 dollars, shall be dedicated to the design and construction of public realm improvements associated with the Blueway. These funds must be expended on the Blueway within 5-years of the first certificate of occupancy for the Harbor Garage project, or shall be directed to other waterfront public realm or water-dependent improvements in the Downtown Waterfront planning area. The \$10 million in offset funding, as well as the \$300,000 for the development of the design and use standards, shall be deposited into a fund or escrow account set up by the project proponent. The City and the state shall oversee and approve all financial withdrawals from the dedicated fund or escrow account. The City and the state shall be advised on management of funds and implementation of offset funding by a representative of a neighborhood or waterfront organization from within the Downtown Waterfront planning area. Funding for design and use standards shall be provided prior to the submission of an Environmental Notification Form (ENF) for the proposed project to the Massachusetts Environmental Policy Act (MEPA) office.

As all of the offset funding associated with the substitute provision for the Harbor Garage site will be directed to the Aquarium's Blueway vision or other waterfront public realm improvements, the following offset specified in the Downtown Waterfront MHP for the Harbor Garage site shall be removed:

- Offset:
  - o The conversion of the Chart House Parking Lot to public open space at an inflation-adjusted 2017 estimate cost of \$5 million.

#### Harbor Garage Open Space Guidance

The redevelopment of the Harbor Garage site will have a positive impact on the Downtown Waterfront's public realm through reducing the building footprint on the site by 50% and the removal of the existing visual barrier the Harbor Garage creates along the waterfront. The Downtown Waterfront MHP specifies that a new project's building massing and lot coverage shall enhance open space, create new site lines and view corridors between the waterfront and the Greenway and integrate the property into the Aquarium's Blueway (Figure 1).

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The MHP in Section 3.3.2 also contemplates the removal of the Aquarium's IMAX Theater to further improve views to the harbor and open space around Central Wharf. Under Section 3.3.2 if the owner of Harbor Garage site acquires additional land on which an existing structure is located (IMAX Theater), the Harbor Garage site will increase accordingly with the requirement that 50% of the site shall remain as publicly accessible open space and any new structures based upon a larger site and corresponding building foot-print shall not exceed 55 feet in height.

To ensure the new open space at the Harbor Garage site functions to improve view corridors around the property, allow for ample set-back and open space on the east and south sides of the site, and provide adequate space for ground floor activation and programming associated with any applicable Facilities of Public Accommodation, the following provisions and guidance shall apply:

- Of the 50% open space required through the redevelopment of the Harbor Garage site, a maximum of 30% of the open space may be located on the north side of the Harbor Garage adjacent to Milk Street;
- Locate open space as close to the water as possible and also provide view corridors, pedestrian ways and public streets that physically and visually connect inland open spaces, including the Greenway and neighboring areas to the water and water's edge;
- Design open spaces that promote compatibility between public activities and the needs of navigation, water transportation and other water-dependent uses;
- Design open spaces that serve public users and strongly discourage preferential access and use by private users;
- Locate and design open spaces that attract and maintain substantial year-round public uses that are complemented by new, expanded water-dependent uses and new civic, commercial, residential, hotel and retail development.

#### Hook Wharf Offsets

Due to the small size and site constraints at the Hook Wharf site there are a number of substitutions to the MGL Chapter 91 dimensional and use provisions in the Downtown Waterfront MHP including substitutions for height, lot coverage, reconfiguration of the Water Dependent Use Zone, and Facilities of Private Tenancy (FPT) over flowed tidelands. The redevelopment of the site will afford substantial baseline offsets of new perimeter Harborwalk that will provide the public access to this area of the Fort Point Channel for the first time, waterfront connections to Moakley Bridge, touch-and-go dock access, as well as sustaining the Hook business, a water dependent use, on the ground floor of the project site.

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The Downtown Waterfront MHP included several offsets related to the height, lot coverage and FPT substitutions, including \$1.5 million for to enhance the public's access and enjoyment of the Fort Point Channel through over water connections along the Channel and watershed activation. Additionally, the developer of the Hook Wharf site is to provide \$100,000 to fund the development of the Downtown Waterfront design and use standards, which is to be matched by the City for a total of \$200,000.

Through discussions during the consultation period, the feasibility and desirability of the overwater connections along the Fort Point Channel came into question. With the offset funding of the Harbor Garage site being oriented to the realization of the Aquarium's Blueway vision, the design and construction of a new open space resource at the Chart House parking lot location became a priority as there was near-unanimous support for a park in this location throughout the planning process. To advance the design and construction of new parkland at the Chart House parking lot site the following provision shall apply:

- The proponent of the redevelopment of the Hook Wharf site shall provide a total of \$4 million in inflation adjusted 2018 dollars, including \$1 million to offset substitute provisions for Facilities of Private Tenancy 310 CMR 9.51(3)(b), and \$3 million to offset lot coverage and open space 310 CMR 9.51(3)(d) and, height limitations 310 CMR 9.51(3)(e), as detailed in the attached chart. Offset contributions will support the development of design and construction of a new waterfront park at the current Chart House parking lot on Long Wharf. The \$4 million in offset funding, as well as the \$200,000 for the design and uses standards shall be deposited into a fund or an escrow account set up by the project proponent. The City and the state shall oversee and approve all financial withdrawals from the dedicated fund or escrow account. The City and the state shall be advised on management of funds and implementation of offset funding by to be managed by a joint entity comprised of a representative from the City, the state and a of a neighborhood or waterfront organization from within the Downtown Waterfront planning area. Funding for design and use standards shall be provided prior to the submission of an Environmental Notification Form (ENF) for the proposed project to the Massachusetts Environmental Policy Act (MEPA) office.

As all of the offset funding associated with the substitute provisions for the Hook Wharf will be directed to the design and construction of the waterfront park at the Chart House parking lot, the following amplifications and offsets specified in the Downtown Waterfront MHP for the Hook Wharf site shall be removed:



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- Offsets:
  - o The creation of an interior and exterior Special Public Destination Facility that shall include enhanced open space areas and a ground floor with a deeded restriction for waterfront uses.
  - o Expanding the publicly accessible deck south to connect with Moakley Bridge pedestrian connections as offset for FPT's.
  - o Promotion of the public's access to and enjoyment of the waterfront through the following projects in order of priority, at an inflation-adjusted 2017 cost of \$1.5 million:
    - An over-the-water, fully accessible connection between the project site and 470/500 Atlantic Avenue, to ensure a safe, continuous Harborwalk;
    - The implementation of the vision for Channel Walk West, as presented in the Fort Point Channel Watersheet Activation Plan;
    - Activation of the Fort Point Channel watersheet and the future Northern Avenue Bridge.

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**Summary of Chapter 91 Substitutions, Offsets and Amplifications**

The following table summarizes the proposed amplifications, substitutions and related offsets, and modifications as referenced above.

<b>Waterways Regulation</b>	<b>DTW MHP Location</b>	<b>Amplification</b>	<b>Substitute Provision</b>	<b>Offset</b>
<b>Engineering and Construction Standards [310 CMR 9.37 (3)(c)]</b>	All	For open space improvements, elevate exterior areas as feasible as a non-structural alternative to increase coastal resiliency	None	None
<b>Facilities of Private Tenancy (FPTs) [310 CMR 9.51 (3)(b)]</b>	Hook Wharf	<b>Remove:</b> Offsets for Hook Wharf, including FPTs over flowed tidelands, shall be provided regardless of upper floor uses over flowed tidelands.	Upper floor FPTs shall be allowed only on a portion of the Hook Wharf site	<b>Update:</b> Offsets for FPT's over flowed tidelands include (1) funding for the City's design and use standards; and (2) \$1-million for the design and construction of a new waterfront park at the Chart House parking lot at Long Wharf. <b>Remove:</b> The creation of an interior and exterior Special Public Destination Facility that shall include enhanced open space areas and a ground floor with a deeded restriction for waterfront uses. Expanding the publicly accessible deck beyond the project site south to connect with Moakley Bridge pedestrian connections as offset.
<b>Water-Dependent Use Zone (WDUZ) [310 CMR 9.51 (3)(c)]</b>	Hook Wharf	None	Any reconfigured WDUZ shall have an area that is equal to or greater than a compliant WDUZ and in no case shall it be less than 12 feet wide	None

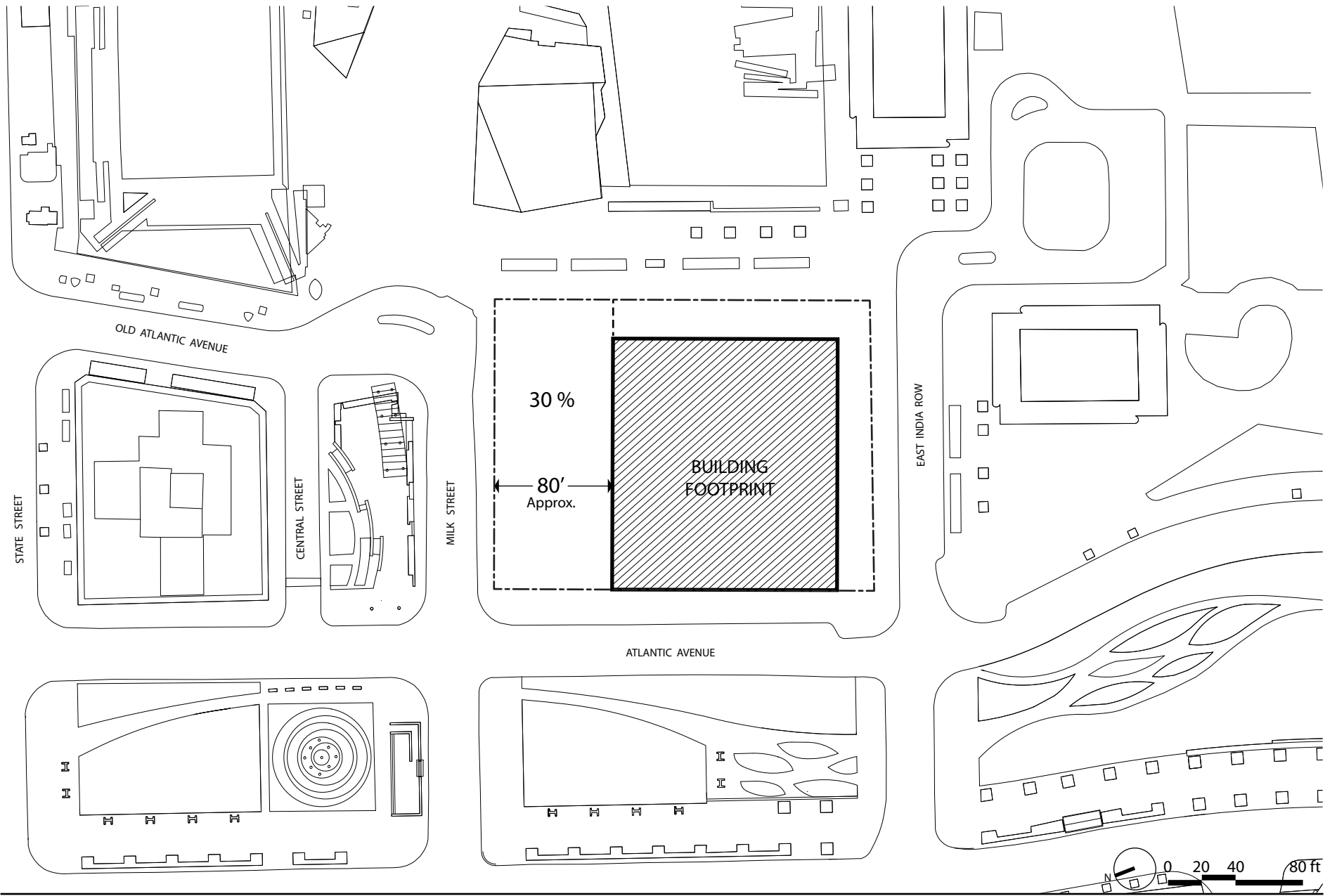
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<p><b>Lot coverage (building footprint) [310 CMR 9.51 (3)(d)]</b></p>	<p>Hook Wharf</p>	<p>None</p>	<p>Lot coverage shall not exceed 70%</p>	<p><b>Update:</b> Funding for the City's design and use standards; and \$3-million for the design and construction of a new waterfront park at the Chart House parking lot at Long Wharf. <b>Remove:</b> \$1.5 million to promote an over-the-water Harborwalk connection under the Moakley Bridge, Channel Walk West, and activation of the Fort Point Channel, potentially including the Northern Avenue Bridge.</p>
<p><b>Building Height [310 CMR 9.51 (3)(e)]</b></p>	<p>Harbor Garage</p>	<p>None</p>	<p>Up to 585' to the highest occupiable floor, but no more than 600' overall; oriented to minimize net new shadow and avoid net new shadow on Long Wharf seaward of the Marriott</p>	<p><b>Update:</b> Offsets for all substitute provisions at the Harbor Garage site include: funding for the City's design &amp; use standards; \$10-million for the design and construction of public realm improvements associated with NEAq's Blueway vision, or other waterfront public realm or water-dependent improvements in the Downtown Waterfront planning area. <b>Remove:</b> Open space improvements to Chart House parking lot.</p>
<p><b>Building Height [310 CMR 9.51 (3)(e)]</b></p>	<p>Hook Wharf</p>	<p>None</p>	<p>Up to 285' to the highest occupiable floor, but no more than 305' overall; oriented to minimize net new shadow</p>	<p><b>Update:</b> Funding for the City's design and use standards; and \$3-million for the design and construction of a new waterfront park at the Chart House parking lot at Long Wharf. <b>Remove:</b> \$1.5 million to promote an over-the-water Harborwalk connection under the Moakley Bridge, Channel Walk West, and activation of the Fort Point Channel, potentially including the Northern Avenue Bridge.</p>

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<b>Building Height [310 CMR 9.51 (3)(e)]</b>	New Structures on Existing Buildings	None	Additional building height of not more than 30'2 additional floors; oriented to minimize net new shadow and avoid net new shadow on Long Wharf seaward of the Marriott	To be determined at licensing but including any unfinished offsets identified for other projects in this MHP, other open space improvements, water transportation, & programming or capital improvements for open space within or adjacent to the DTW MHP
<b>Building Height [310 CMR 9.51 (3)(e)]</b>	New Structures Seaward of the Marriott on Long Wharf	None	Additional building height over existing building heights of not more than 30'2 additional floors; oriented to minimize net new shadow and avoid net new shadow on Long Wharf seaward of the Marriott	To be determined at licensing but including any unfinished offsets identified for other projects in this MHP, other open space improvements, water transportation, & programming or capital improvements for open space within or adjacent to the DTW MHP
<b>Activation of Commonwealth Tidelands for Public Use [310 CMR 9.53 (2)(b) &amp; (2)(c)]</b>	Private Tidelands	Given the highly public nature of the DTW MHP area, all exterior private tideland areas that are planned for public access shall be held to the public activation standard used for Commonwealth Tidelands	None	None
<b>Activation of Commonwealth Tidelands for Public Use [310 CMR 9.53 (2)(b) &amp; (2)(c)]</b>	All	The City shall develop design & use standards to ensure maximum public use and enjoyment of this area	None	None

Figure 1. Downtown Waterfront District Municipal Harbor Plan Supplemental Filing



Harbor Garage Property  
70 EAST INDIA ROW

Parcel Size: 57,346 Sq. Ft.  
Ch. 91 Compliant Building Footprint: 28,673 Sq. Ft.\*

\* The following is one of many possible footprint scenarios for a development on the Harbor Garage property. Building footprint and massing must adhere to MHP shadow conditions.