

**FIRST AMENDMENT TO DEVELOPMENT PLAN
FOR
PLANNED DEVELOPMENT AREA NO. 107
WASHINGTON VILLAGE/235 OLD COLONY AVENUE
SOUTH BOSTON NEIGHBORHOOD, BOSTON**

Dated: _____, 2019

Pursuant to Section 3-1A and Article 80C of the Boston Zoning Code (the “Zoning Code”), this amendment constitutes the First Amendment to the Development Plan for Planned Development Area (“PDA”) No. 107 dated September 8, 2016 (the “Original Plan”; and this amendment is the “First Amendment”).

The Original Plan and the accompanying map amendment were approved by the Boston Redevelopment Authority (the “BRA”) on August 11, 2016. On September 7, 2016, the Boston Zoning Commission approved the Original Plan and the accompanying map amendment.

The Original Plan encompasses approximately 4.89 acres of land in the South Boston section of Boston, as described in Exhibit A to the Original Plan, including two parcels of land at the corner of Old Colony Avenue and Dorchester Street, as more particularly shown on that certain plan dated September 25, 2015, entitled “Proposed Planned Development Area Overlay District, 235 Old Colony Avenue, South Boston, Massachusetts” prepared by Nitsch Engineering, a copy of which is attached to the Original Plan as Exhibit B-1 (the “Site”). The Original Plan provides for eight (8) proposed new building projects (Buildings “A” through “H”, inclusive), which proposed the creation of new residential housing opportunities, neighborhood open space amenities, and retail opportunities in various sized buildings and mixed-use configurations (the “Project”).

This First Amendment to the Original Plan proposes changes which only involve Building A and Building B of the Project and their related land area as shown herein. No changes are proposed to the other approved buildings or portions of the Site. Under the Original Plan, Buildings A and B together included approximately 124 residential units and approximately 37,100 square feet of retail space, along with approximately 39 on-street parking spaces at the Building A/B site. Buildings A and B are approved to be six (6) story buildings with new landscaped open space area and pedestrian connections.

The Original Plan, as amended by the First Amendment, sets forth the proposed location and appearance of structures, open spaces and landscaping, uses, densities and dimensions of structures, traffic circulation, parking and loading facilities, access to public transportation and other zoning requirements applicable to the Project.

Amendments to the Original Plan

As set forth below, this First Amendment modifies the Original Plan to amend certain of its provisions, in order to now allow for the preferred redesign and construction of one building in place of the approved Buildings A and B; a related increase in the total square footage for the single building (and overall project); a related increase in the number of residential units; a reduction in the approved retail square footage; and an increase in parking spaces (all to replace the approved Building A and Building B program). Specifically, this First Amendment would allow for a single new building in place of the approved buildings A and B to now include approximately 214 residential units and approximately 20,500 square feet of ground floor retail space (the “Phase I Project”). The Phase I Project will also include approximately 69 parking spaces, of which 50 will be included in the building and 19 will be on-street. The Project’s open spaces will continue to include a landscaped public open space area (referred to as “The Green” in the PNF). The Green will be improved through relocation to the east of the proposed building such that there is direct frontage on Damrell Street and by combining it with a new plaza and sidewalks along the proposed New Street which will connect Alger Street to Damrell Street. To accommodate these proposed changes, the building height for the new single-building is increased approximately 15 feet higher (from the prior Buildings A and B). Overall, the changes to the Project include a reduction of approximately 16,600 square feet of retail space and addition of approximately 20,950 square feet of new gross square floor area; and an addition of approximately 90 residential units and approximately 19 parking spaces. The following table provides a summary of the changes:

	Original Plan	NPC Plan	Change
Retail Square Footage	99,000	82,400	-16,600
Residential Units	656	746	+90
Parking Spaces	648	663	+15
Total Square Footage	979,450	1,000,400	+20,950

Capitalized terms in this First Amendment, unless otherwise defined herein, shall be defined as set forth in the Original Plan. The Original Plan is hereby amended as follows:

The Proposed Projects

1. The Original Plan sets forth “The Proposed Projects” in Section 4 as “the development of *eight* new building projects” referred to as Buildings “A” through “H”, inclusive, and with Building A described in Section 4(a) and Building B described in Section 4(b).
2. This First Amendment hereby revises Section 4 as “the development of *seven* new building projects” referred to as Buildings “A/B” through “H”, inclusive and with the following new description for Building A/B:
 - a. Building A/B: Located at the intersection of Dorchester Street and Old Colony Avenue, this seven-story building with approximately 214 residential units and

approximately 20,500 sf of ground floor retail space. The approved “The Green” will be relocated to the east side of the new building, combined with a new plaza and sidewalks along the proposed New Street that will connect Alger Street to Damrell Street.

- b. Section 4(b). Intentionally Omitted
3. The Original Plan sets forth in the last paragraph of Section 4 a summary of the Project at the bottom of Page 3, as follows: “In total, the Development will include approximately 99,000 square feet of retail space, approximately 656 residential dwelling units and approximately 648 parking spaces, including approximately 116 surface spaces within the site boundaries, as well as new streets, pedestrian paths, plazas, and landscaped open spaces.”
4. This First Amendment hereby replaces this summary of the Project in its entirety with the following new summary: “In total, the Development will include approximately 82,400 square feet of retail space, approximately 746 residential dwelling units and approximately 663 parking spaces, including approximately 81 surface spaces within the site boundaries, as well as new streets, pedestrian paths, plazas, and landscaped open spaces.”

Zoning – Maximum Floor Area Ratio

5. The Original Plan sets forth the Floor Area Ratio (“FAR”) on Page 4, Section 6(c) as not to exceed 3.5 (excluding accessory parking). However, this FAR maximum is not consistent with the BRA Board Approved Memorandum dated August 11, 2016 (as amended) for the Project nor the BRA Meeting Minutes from August 11, 2016, which both state an approved Maximum Floor Area Ratio of 3.8.
6. This First Amendment hereby replaces the FAR from the Original Plan and replaces it with “not to exceed 3.8 (excluding accessory parking),” to be consistent with the BRA Board Approved Memorandum and BRA Meeting Minutes

Zoning – Maximum Building Height

7. The Original Plan sets forth the Maximum Building Height on Page 4, Section 6(d) as follows: “(Project Site exclusive of Building C and Building D) – 70 feet; provided that any mechanical equipment enclosures, building stories devoted primarily or entirely to mechanical use, roof wall, and mechanical equipment screens may have a height of up to 80 feet.”
8. This First Amendment deletes the Maximum Building Height found on Page 4, Section 6(d) and replaces it with the following: “(Project Site exclusive of Building A/B, Building C and Building D) – 70 feet; provided that any mechanical equipment enclosures, building stories devoted primarily or entirely to mechanical use, roof wall, and mechanical equipment screens may have a height of up to 80 feet.”

9. The following is hereby added as Section 6 (m) of the PDA Plan:

Maximum Building Height (Building A/B) – 85 feet; provided that any mechanical equipment enclosures, building stories devoted primarily or entirely to mechanical use, roof wall, and mechanical equipment screens may have a height of up to 10 feet taller than its allowable height.

Proposed Location and Appearance of Structures

10. The location and appearance of the Proposed Projects was included in schematic plans included with the Original Plan within Exhibit D.
11. The Original Plan includes a sentence which states “Final architectural plans and specifications for all eight Proposed Projects (or portions thereof, as applicable) will be submitted to the BRA for approval. The issuance of a building permit for each of these Proposed Projects will occur after the issuance by the BRA, on a project-by-project basis, of a Certification of Consistency with this PDA Plan in accordance with Article 80C-8 of the Zoning Code, as well as Certifications of Compliance pursuant to Article 80B of the Zoning Code for Buildings A through E, inclusive, and a Certification of Approval pursuant to Article 80E of the Zoning Code for Buildings F through H, inclusive.”
12. This First Amendment hereby deletes this sentence in its entirety and replaces it with the following: “Final architectural plans and specifications for all seven Proposed Projects (or portions thereof, as applicable) will be submitted to the BRA for approval. The issuance of a building permit for each of these Proposed Projects will occur after the issuance by the BRA, on a project-by-project basis, of a Certification of Consistency with this PDA Plan in accordance with Article 80C-8 of the Zoning Code, as well as Certifications of Compliance pursuant to Article 80B of the Zoning Code for Buildings A/B through E, inclusive, and a Certification of Approval pursuant to Article 80E of the Zoning Code for Buildings F through H, inclusive.”

Density and Dimensions of Proposed Improvements

13. The Original Plan reiterates the maximum FAR on Page 6, Section 9, with the sentence: “After the development of the Proposed Projects, the Project Site will have an FAR of approximately 3.35; this PDA Plan seeks a maximum FAR of 3.5 for the Project Site/PDA Area, to allow for design refinements anticipated to occur during the design development and public agency design review process, and construction needs.”
14. This First Amendment hereby deletes this sentence in its entirety and replaces it with the following: “After the development of the Proposed Projects, the Project Site will have an FAR of approximately 3.72; this PDA Plan seeks a maximum FAR of 3.8 for the Project Site/PDA Area, to allow for design refinements anticipated to occur during the design development and public agency design review process, and construction needs.”

15. The Original Plan sets forth the Maximum Building Height on Page 6, Section 9, as follows: “This PDA Plan also seeks a maximum building height of 70' for the Project Site exclusive of the Building C Parcel and Building D Parcel.”
16. This First Amendment deletes this sentence regarding the Maximum Building Height referenced on Page 6, Section 9, in its entirety and replaces it with the following: “This PDA Plan also seeks a maximum building height of 70' for the Project Site exclusive of the Building A/B Parcel, Building C Parcel and Building D Parcel.”
17. The Original Plan states on Page 6, Section 9, as follows: “Each Proposed Project shall be deemed to be in conformity with the building height and density requirements of this PDA Plan provided that (i) it is constructed in accordance with the maximum FAR and maximum building height for the Project Site (or in the case of Building C and Building D, the maximum FAR and maximum building height for these structures) approved by this PDA Plan . . .”
18. This First Amendment deletes this sentence in its entirety on Page 6, Section 9, in its entirety and replaces it with the following: “Each Proposed Project shall be deemed to be in conformity with the building height and density requirements of this PDA Plan provided that (i) it is constructed in accordance with the maximum FAR and maximum building height for the Project Site (or in the case of Building A/B, Building C and Building D, the maximum FAR and maximum building height for these structures) approved by this PDA Plan . . .”

Parking and Loading Facilities

19. The Original Plan sets forth the proposed Parking and Loading Facilities in Section 11, Page 7, and stated that: “In total, approximately 532 parking spaces will be located in structured parking facilities (inclusive of the surface parking to be constructed on the ground floor of Building D). In addition to these structured parking spaces, the Proposed Project will include approximately 116 surface spaces located on existing and new vehicular ways through and adjacent to the Project Site as shown generally on Exhibit C-2.”
20. This First Amendment hereby deletes this language in Section 11, Page 7, in its entirety and replaces it with the following: “In total, approximately 582 parking spaces will be located in structured parking facilities (inclusive of the surface parking to be constructed on the ground floor of Building D). In addition to these structured parking spaces, the Proposed Project will include approximately 85 surface spaces located on existing and new vehicular ways through and adjacent to the Project Site as shown generally on Exhibit C-2.”

Public Benefits

As enumerated in the BPDA's original approvals, the overall Project includes numerous public benefits which were carefully coordinated with and supported by the BPDA's Impact Advisory Group for the Project.

21. The Original Plan sets forth certain Public Benefits in Section 14, Page 8. Bullet point Number 5 of Section 14 states: "The Proposed Project will result in the creation of approximately 110 new Affordable Housing units within the Project Site in accordance with the City of Boston's Inclusionary Development Policy;"
22. This First Amendment hereby deletes bullet point Number 5 of Section 14, Page 8, and replaces it with the following
 - ◆ The Proposed Project will result in the creation of approximately 126 new Affordable Housing units within the Project Site, which is in excess of that which is required under the City of Boston's Inclusionary Development Policy;

Development Schedule

23. The Original Plan sets for the Development Schedule on Page 9, Section 17 as follows: "Construction of the first phase of the Proposed Project is expected to take approximately 18 months and to commence in 2017."
24. This First Amendment hereby deletes this language on Page 9, Section 17 and replaces it with the following: "Construction of the first phase of the Proposed Project is expected to take approximately 18 months and to commence in 2020; the first phase will include only Building A/B and approximately 112 temporary surface parking spaces on the Buildings E and G sites. The details about the other construction phases has not been determined at this time."

BRA Design Review

25. The Proposed Project is subject to ongoing design, environmental, and other development review by the BRA, and by other governmental agencies and authorities, and the design, location, layout, and appearance of the proposed structures may evolve in the course of such review, to the extent consistent with the use and dimensional limitations contained in this First Amendment.

Applicability, Compliance and Phasing

26. This First Amendment hereby deletes the first sentence of the second paragraph of Section 18 and replaces it with the following: "For purposes of this PDA Plan, compliance of any individual Proposed Project with the requirements of this PDA Plan shall be determined on an individual rather than Project Site basis, except for the calculation of FAR, which shall be determined on a Project Site basis, even if the Project Site is in multiple ownership.

The compliance or non-compliance of any one Proposed Project with the provisions of the Code or this PDA Plan shall not affect the compliance of any other Proposed Project with the provisions of the Code or this PDA Plan. If individual Proposed Projects are separately owned, the owner of each Proposed Project shall be the Developer with respect to the applicable Proposed Project and shall bear no obligation regarding zoning compliance with respect to any other Proposed Project.”

27. The following is hereby added as Section 19 of the PDA Plan:

“19. **Amendments.** Any owner of an individual Proposed Project may seek an amendment of this PDA Plan as to such Proposed Project in accordance with the procedures prescribed by the Code without the consent of any other owner of another Proposed Project, provided that such amendment does not change any obligations or requirements applicable to any other Proposed Project, nor cause the Project Site to exceed the Maximum FAR allowed by this PDA Plan. The provisions of this PDA Plan applicable to a Proposed Project may be amended only with the consent of the owner of such Proposed Project.”

Exhibits

28. This First Amendment hereby deletes Exhibit B-1 (“Survey of Project Site”) attached to the Original Plan and replaces it with the new Exhibit B-1 attached hereto.

29. This First Amendment hereby deletes Exhibit B-2 (“Plan of PDA Lots”) attached to the Original Plan and replaces it with the new Exhibit B-2 attached hereto.

30. This First Amendment hereby deletes Exhibit C (“Site and Traffic Circulation Plan (Existing Condition)”) attached to the Original Plan and replaces it with the new Exhibit C attached hereto.

31. This First Amendment hereby deletes Exhibit C-1 (“Site and Traffic Circulation Plan (Interim Condition)”) attached to the Original Plan and replaces it with the new Exhibit C-1 attached hereto.

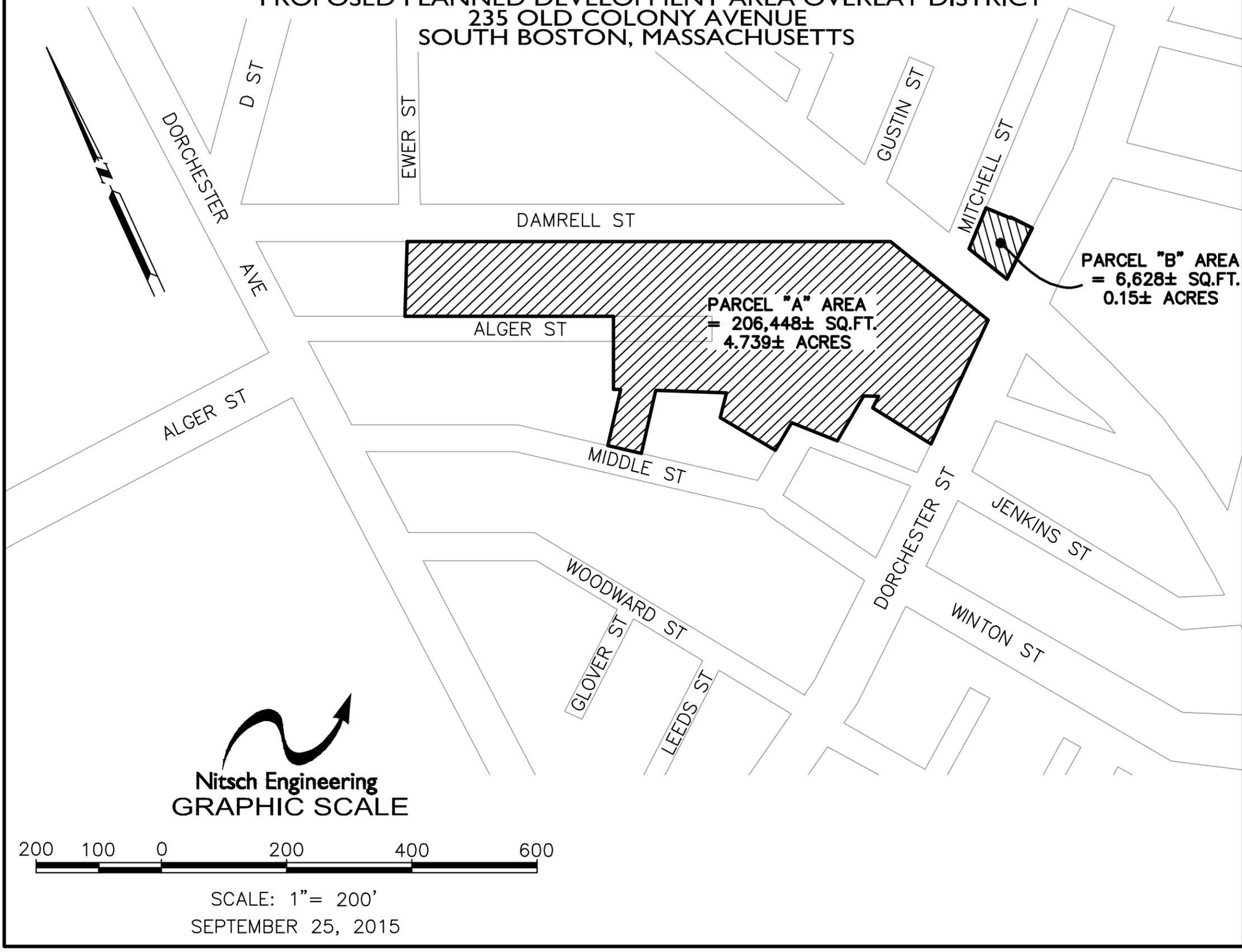
32. This First Amendment hereby deletes Exhibit C-2 (“Site and Traffic Circulation Plan (Final Condition)”) attached to the Original Plan and replaces it with the new Exhibit C-2 attached hereto.

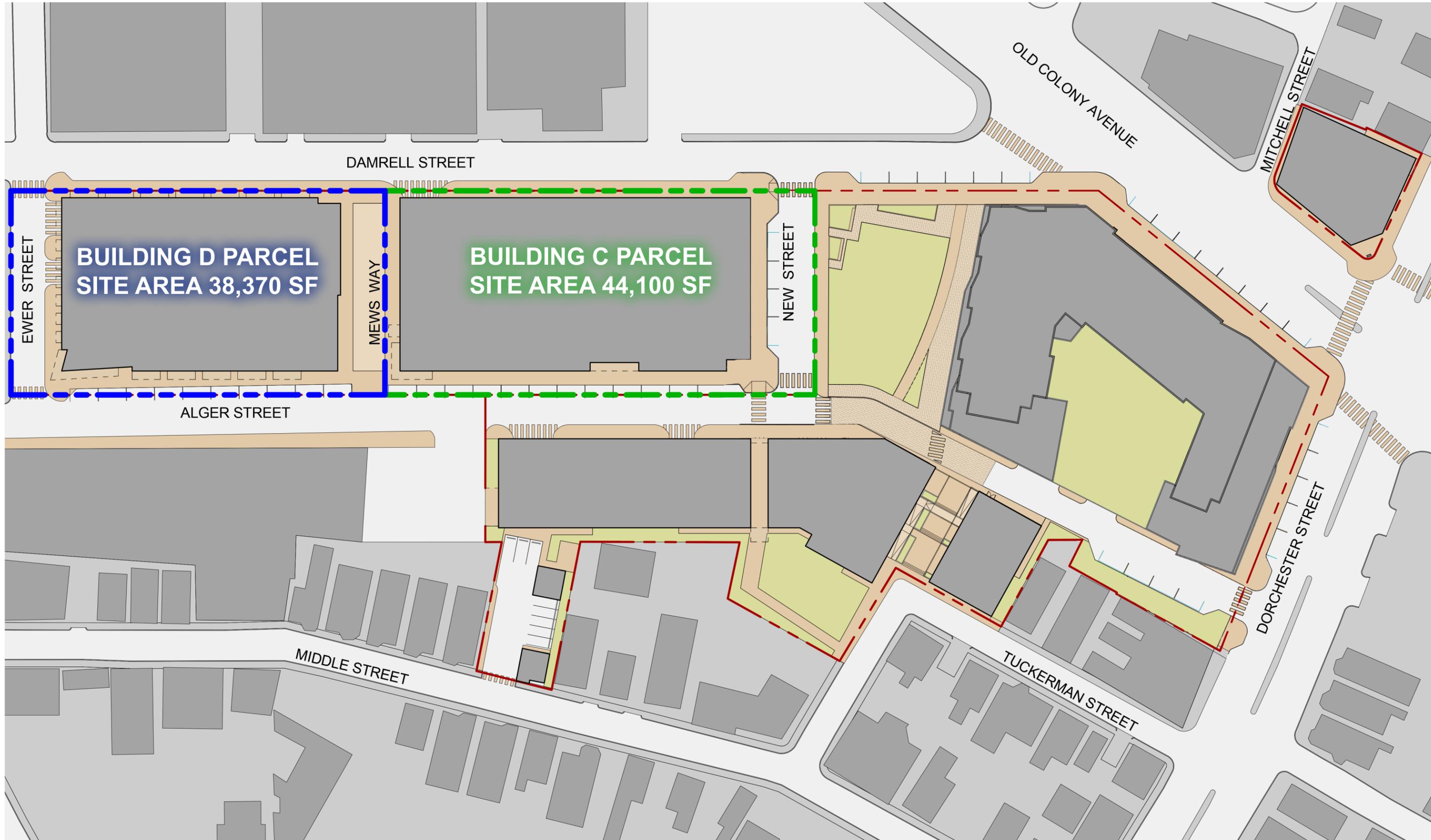
33. This First Amendment hereby deletes Exhibit D (“Schematic and Other Plans and Proposed Projects”) attached to the Original Plan and replaces it with the new Exhibit D attached hereto.

34. This First Amendment hereby deletes Exhibit F (“Project Team Members”) attached to the Original Plan and replaces it with the new Exhibit F attached hereto.

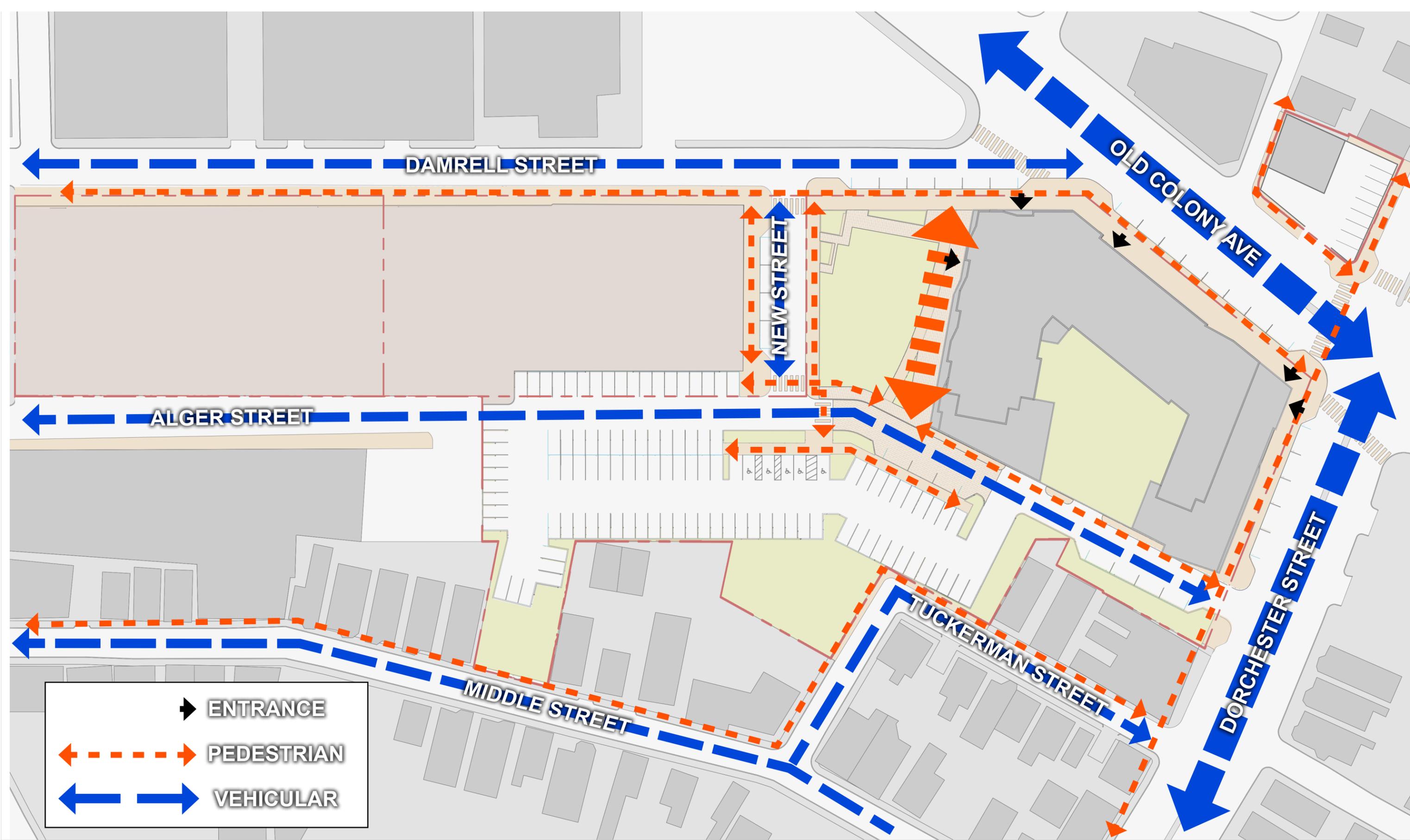
Except as amended by this First Amendment and the required BRA Design Review process, the Original Plan remains unmodified and in full force and effect.

PROPOSED PLANNED DEVELOPMENT AREA OVERLAY DISTRICT
235 OLD COLONY AVENUE
SOUTH BOSTON, MASSACHUSETTS

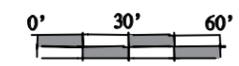
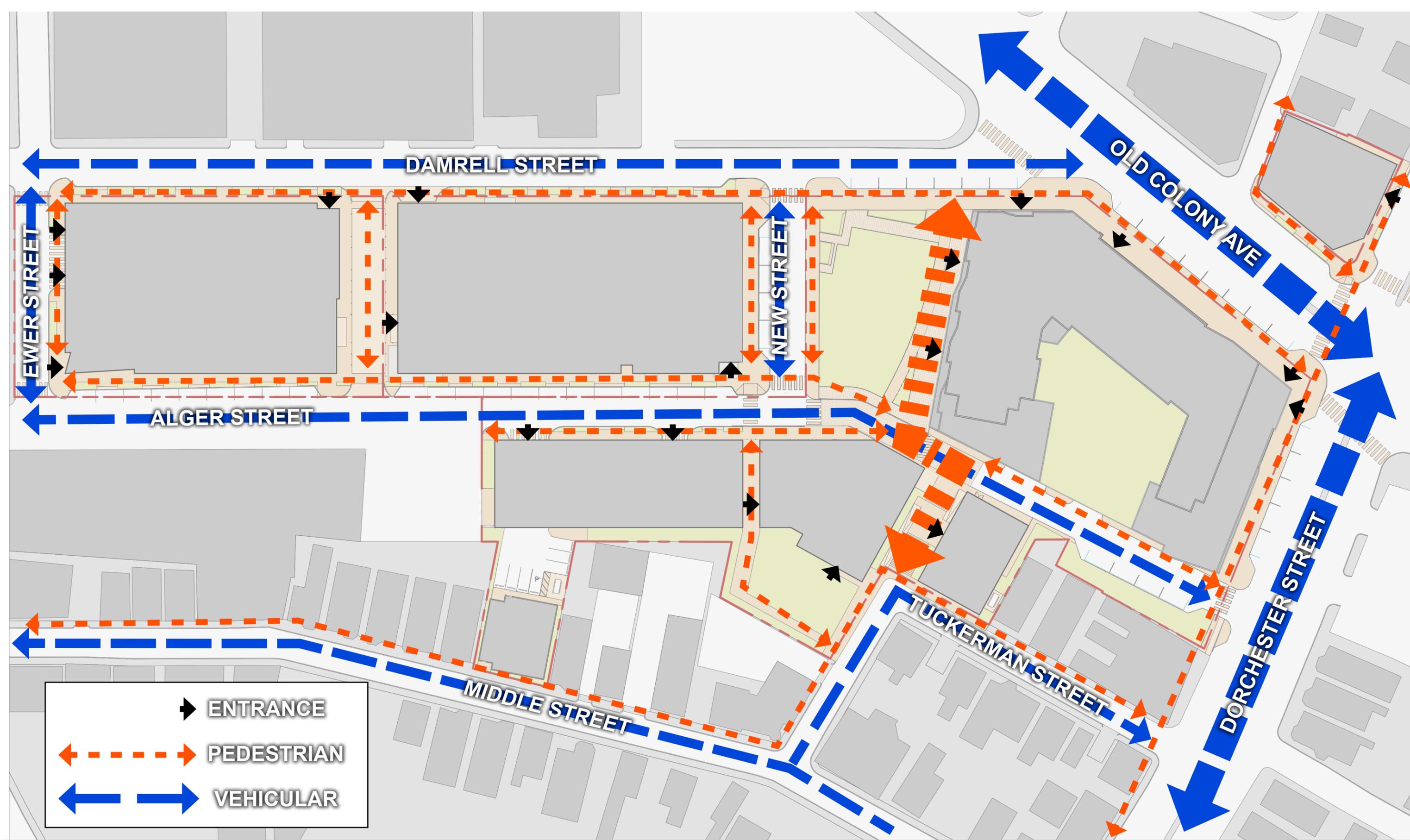






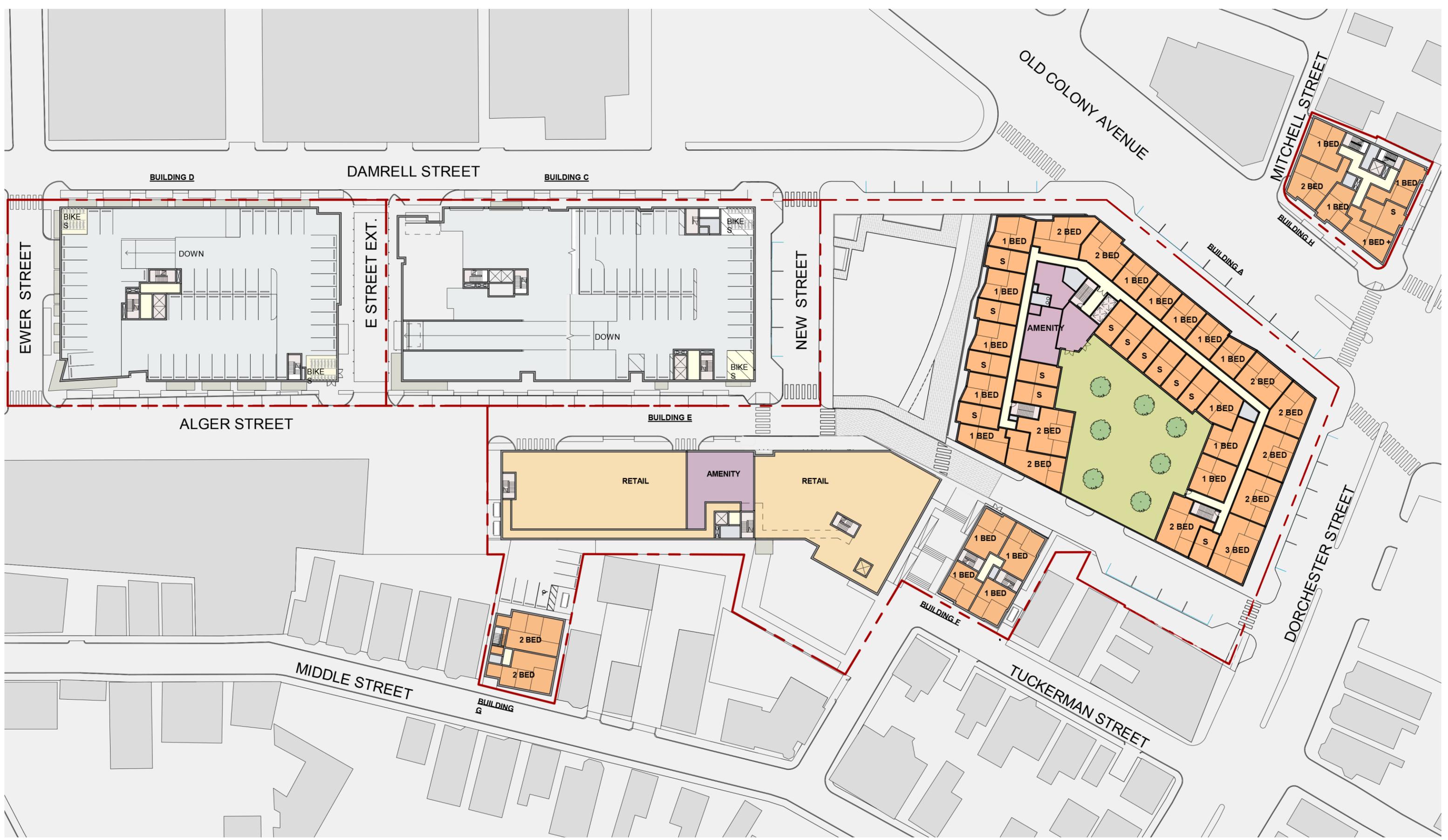


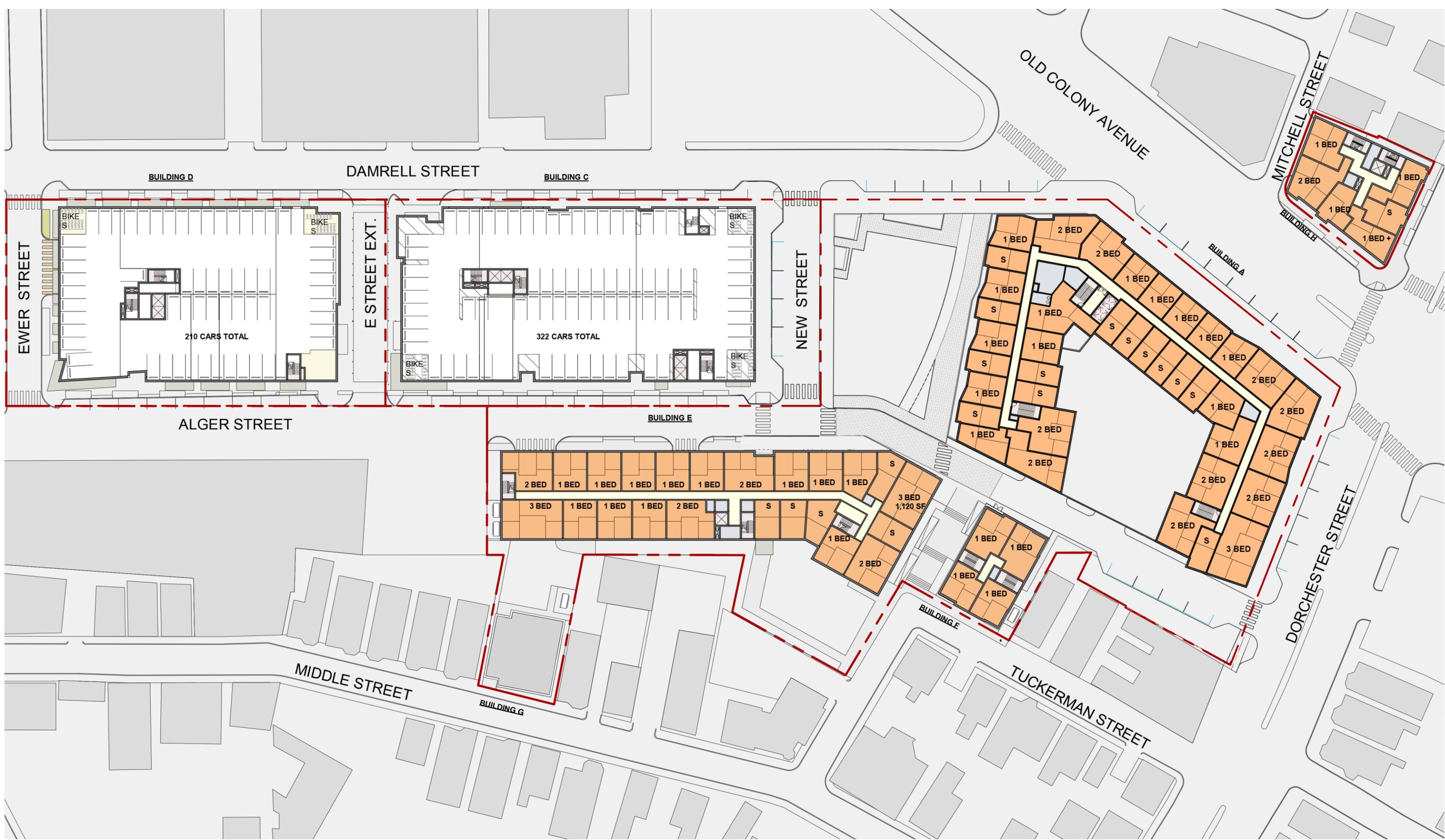
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	PEDESTRIAN
	VEHICULAR

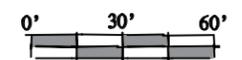




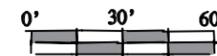


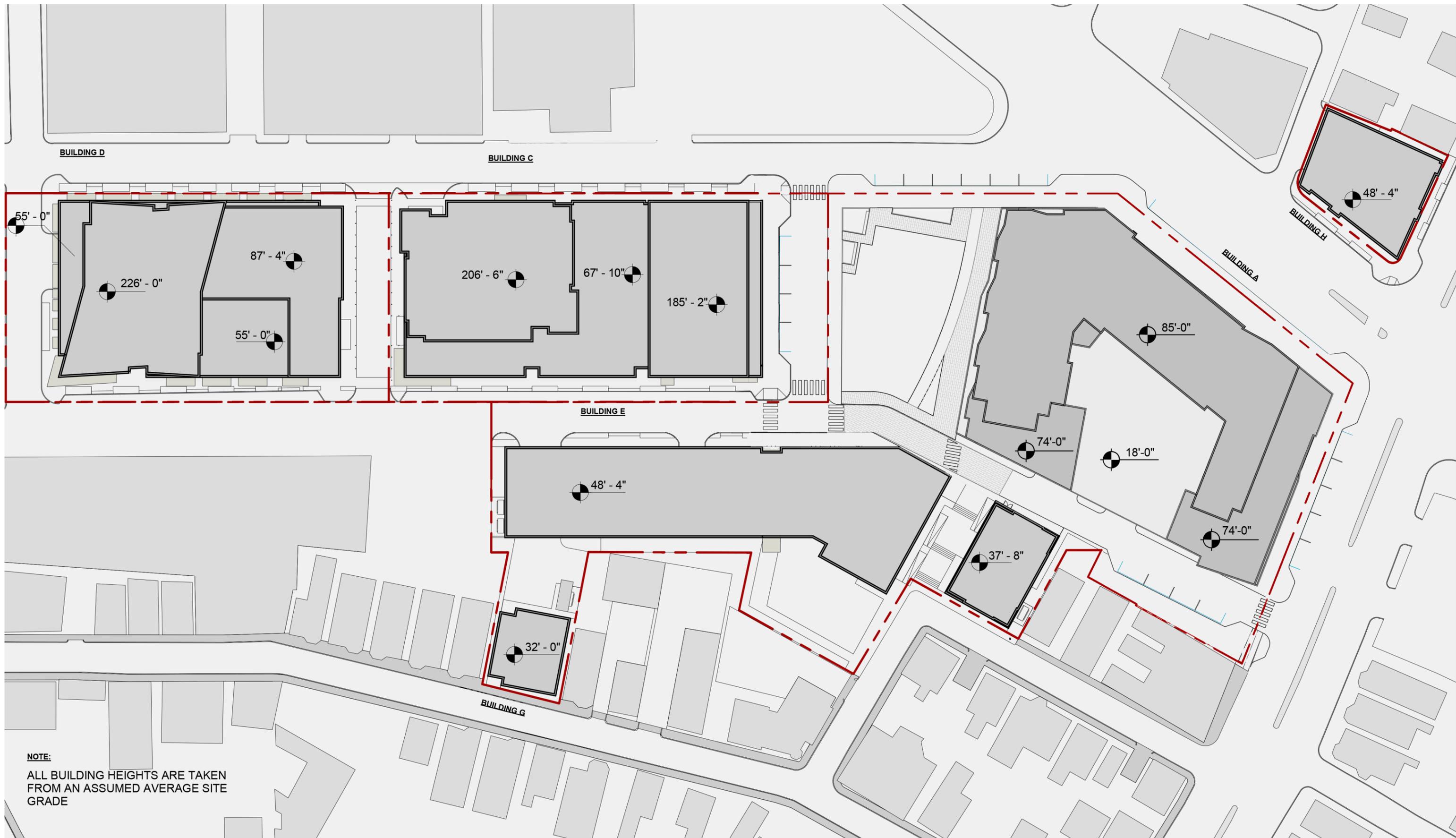


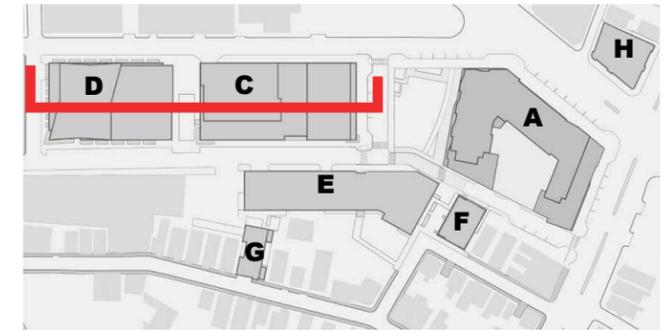








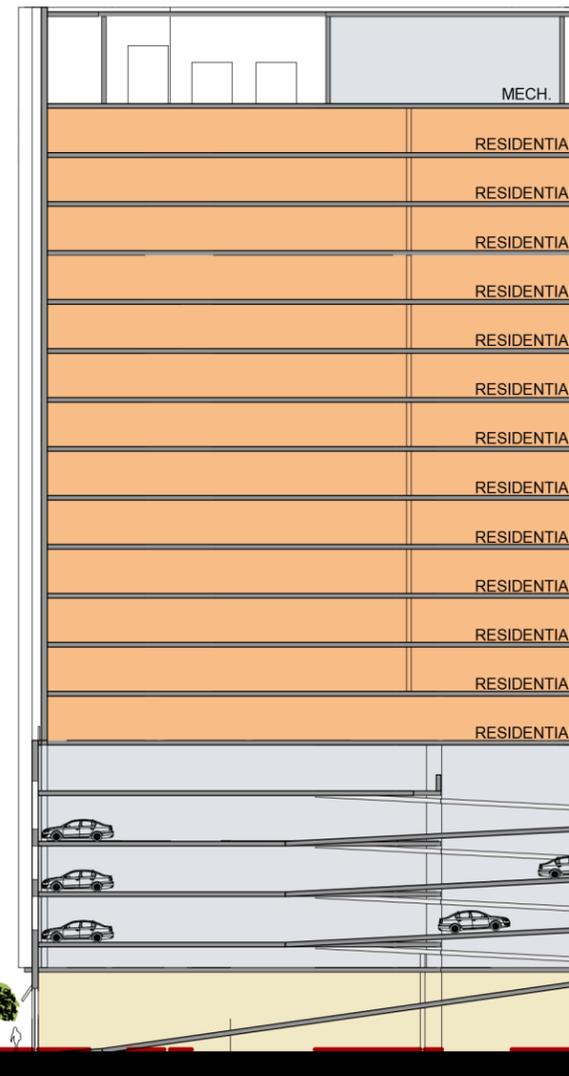




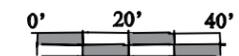
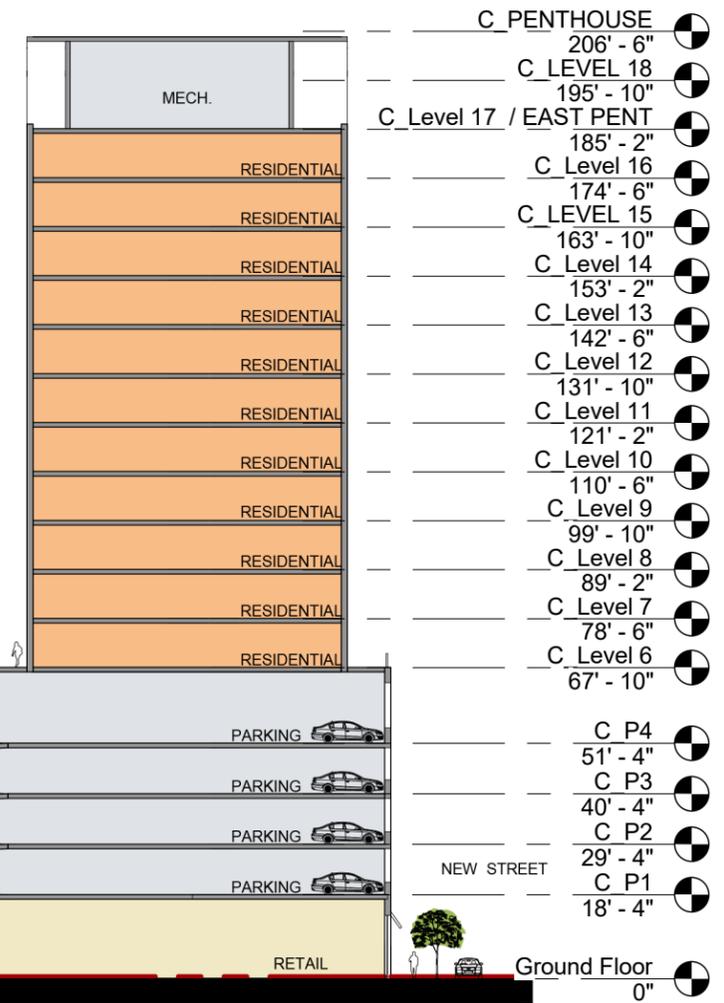
BUILDING D

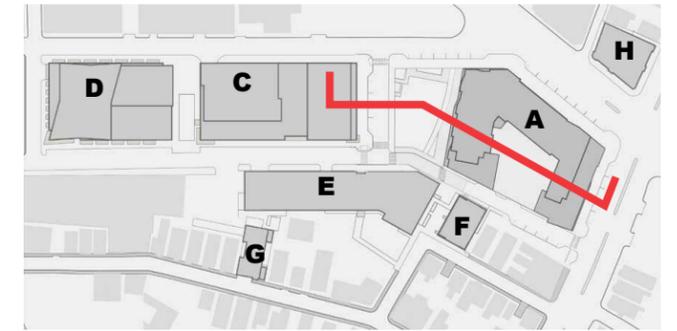


BUILDING C2

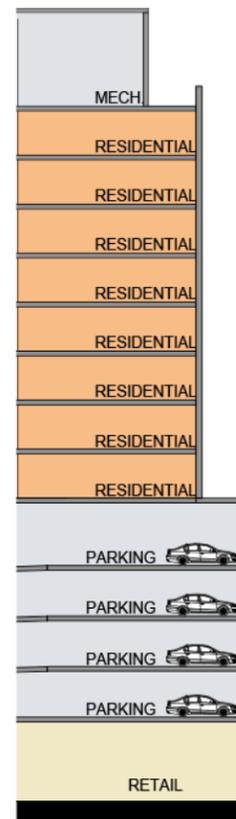


BUILDING C1





BUILDING C



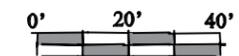
BUILDING A



- Roof
- Level 7
- Level 6
- Level 5
- Level 4
- Level 3
- Level 2
- Ground Floor

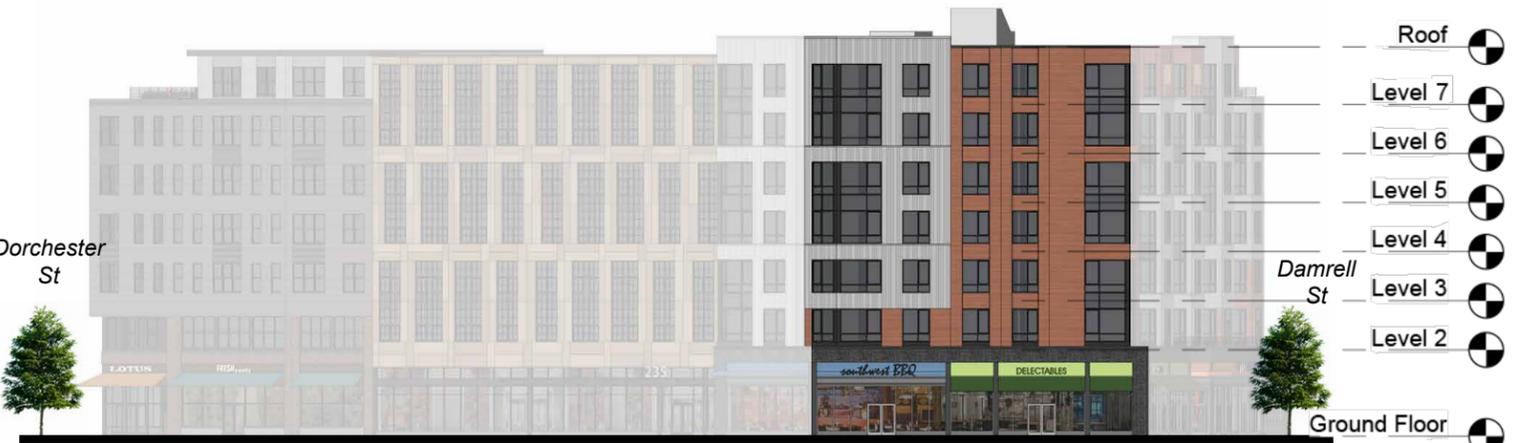
New St

Dorchester St





Old Colony Avenue Elevation



Damrell Street Elevation



Park Elevation



Alger Street Elevation



Dorchester Street Elevation



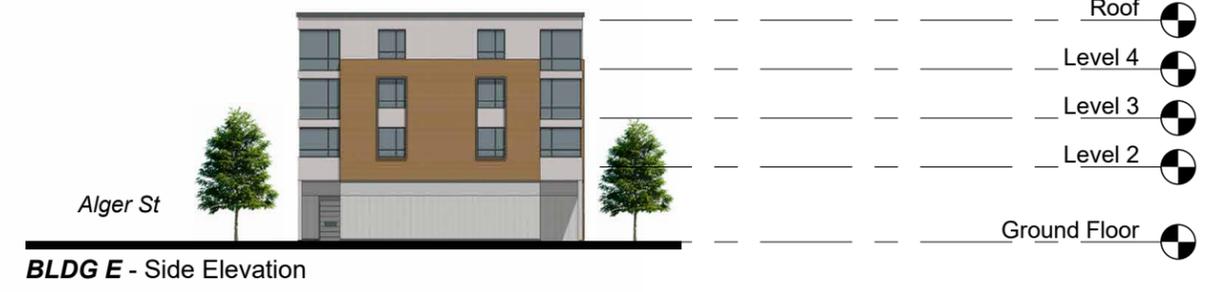
BLDG E - Alger Street Elevation



BLDG E - Pedestrian Street Elevation



BLDG E - Rear Elevation



BLDG E - Side Elevation



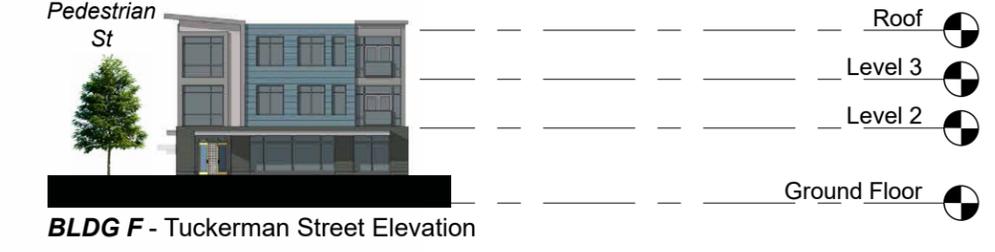
BLDG F - Side Elevation



BLDG F - Alger Street Elevation



BLDG F - Pedestrian Street Elevation



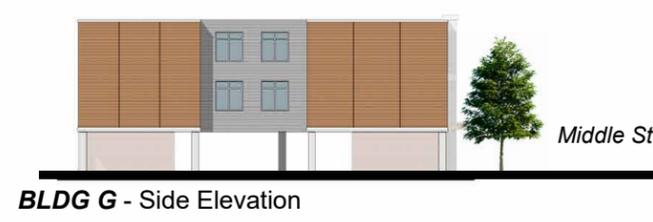
BLDG F - Tuckerman Street Elevation



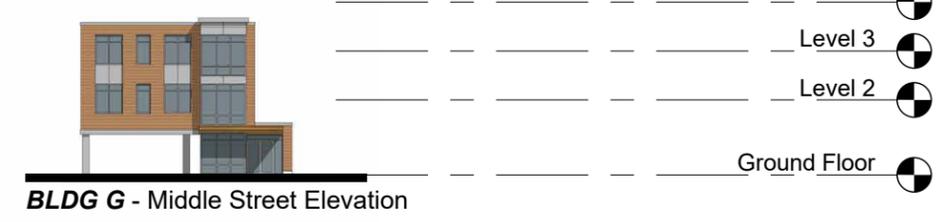
BLDG G - Side Elevation



BLDG G - Rear Elevation



BLDG G - Side Elevation



BLDG G - Middle Street Elevation



BLDG H - Mitchell Street Elevation



BLDG H - Old Colony Avenue Elevation



BLDG H - Dorchester Street Elevation

- D Roof ——— 246' - 0"
- D PENTHOUSE ——— 226' - 0"
- D Level 21 ——— 215' - 4"
- D Level 20 ——— 204' - 8"
- D Level 19 ——— 194' - 0"
- D Level 18 ——— 183' - 4"
- D Level 17 ——— 172' - 8"
- D Level 16 ——— 162' - 0"
- D Level 15 ——— 151' - 4"
- D Level 14 ——— 140' - 8"
- D Level 13 ——— 130' - 0"
- D Level 12 ——— 119' - 4"
- D Level 11 ——— 108' - 8"
- D Level 10 ——— 98' - 0"
- D Level 9 ——— 87' - 4"
- D Level 8 ——— 76' - 8"
- D Level 7 ——— 66' - 0"
- D Level 6 ——— 55' - 0"
- D P5 ——— 44' - 0"
- D P4 ——— 33' - 0"
- D P3 ——— 22' - 0"
- D P2 ——— 11' - 0"
- Ground Floor ——— 0"



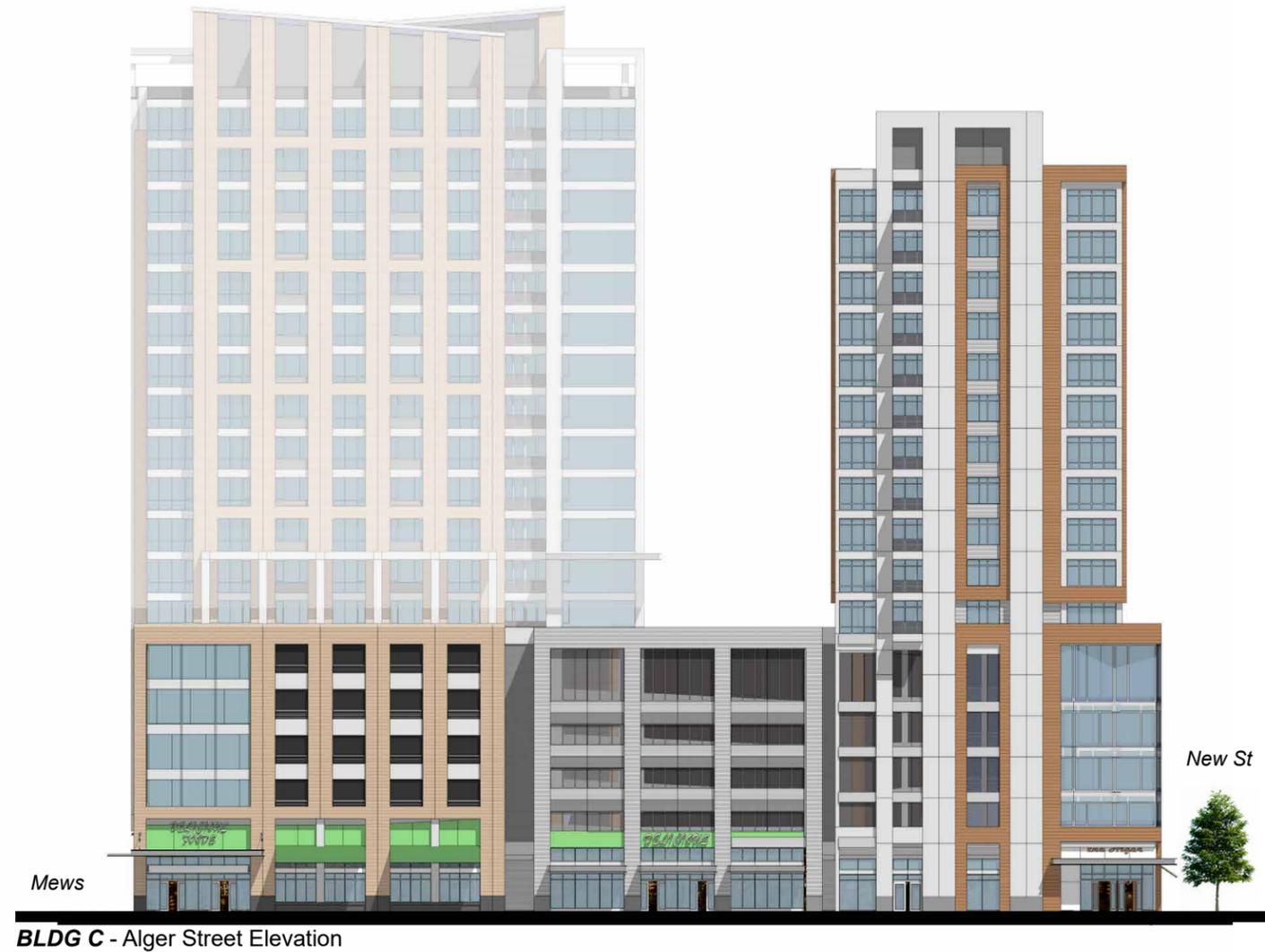
BLDG D - Damrell Street Elevation



BLDG D - Ewer Street Elevation

- D Roof
246' - 0"
- D PENTHOUSE
226' - 0"
- D Level 21
215' - 4"
- D Level 20
204' - 8"
- D Level 19
194' - 0"
- D Level 18
183' - 4"
- D Level 17
172' - 8"
- D Level 16
162' - 0"
- D Level 15
151' - 4"
- D Level 14
140' - 8"
- D Level 13
130' - 0"
- D Level 12
119' - 4"
- D Level 11
108' - 8"
- D Level 10
98' - 0"
- D Level 9
87' - 4"
- D Level 8
76' - 8"
- D Level 7
66' - 0"
- D Level 6
55' - 0"
- D P5
44' - 0"
- D P4
33' - 0"
- D P3
22' - 0"
- D P2
11' - 0"
- Ground Floor
0"





---	C_PENTHOUSE	206' - 6"	☉
---	C_LEVEL 18	195' - 10"	☉
---	C_Level 17 / EAST PENT	185' - 2"	☉
---	C_Level 16	174' - 6"	☉
---	C_LEVEL 15	163' - 10"	☉
---	C_Level 14	153' - 2"	☉
---	C_Level 13	142' - 6"	☉
---	C_Level 12	131' - 10"	☉
---	C_Level 11	121' - 2"	☉
---	C_Level 10	110' - 6"	☉
---	C_Level 9	99' - 10"	☉
---	C_Level 8	89' - 2"	☉
---	C_Level 7	78' - 6"	☉
---	C_Level 6	67' - 10"	☉
---	C P4	51' - 4"	☉
---	C P3	40' - 4"	☉
---	C P2	29' - 4"	☉
---	C P1	18' - 4"	☉
---	Ground Floor	0"	☉





Exhibit F

Project Team Members

Proponent:	Washington Village Property Owner LLC Boston, MA <i>Samuels & Associates</i> <i>DJ Properties LLC</i>
Architect:	Prellwitz Chilinski Architects, Inc. Cambridge, MA <i>David Chilinski, Principal</i> <i>Mark Eclipse</i> <i>Robert Leyen</i>
Environmental and Permitting Consultant:	Epsilon Associates Maynard, MA <i>Geoff Starsiak</i>
Legal Counsel:	McDermott Quilty & Miller, LLP Boston, MA <i>Joseph Hanley, Esq.</i>
Transportation & Parking Consultant:	Howard Stein-Hudson Boston, MA <i>Keri Pyke, Principal</i>
Civil Engineer:	Nitsch Engineering, Inc. Boston, MA <i>John Schmid, P.E.</i> <i>Kevin Quetti</i>
Landscape Design"	LeBlanc Jones Landscape Architects Boston, MA <i>Doug Jones, Principal</i> <i>Chris Regan</i>