

BOARD APPROVED

MEMORANDUM

MAY 16, 2019

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

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

SUBJECT: NOTICE OF PROJECT CHANGE
WATERSIDE PLACE PROJECT, PHASE 1A

SUMMARY: This Memorandum requests authorization for the Boston Redevelopment Authority ("BRA") d/b/a Boston Planning & Development Agency ("BPDA") to authorize the Director to: (i) issue a Determination waiving the requirement of further review pursuant to Section 80A-6.2 of the Boston Zoning Code (the "Code") in connection with the Notice of Project Change (the "Sixth NPC") filed by Core Development Group North, LLC, an affiliate of Drew Company, Inc. (the "Proponent") for Phase 1A of the Waterside Place Project (the "Proposed Project"); (ii) issue one or more Certifications of Compliance or Partial Certifications of Compliance under Section 80B-6 of the Code upon successful completion of the Article 80 review process in connection with the Proposed Project; (iii) amend the existing Cooperation Agreement as may be necessary and appropriate; and (iv) issue any and all other documents, as may be necessary and appropriate in connection with Proposed Project.

PROJECT SITE

The Waterside Place Project is located within an area of the South Boston Waterfront known as the Commonwealth Flats Development Area ("CFDA"), on an approximately 3-acre site which has been ground leased by the Massachusetts Port Authority ("Massport") to the Proponent.

*Effective October 20, 2016, the BRA commenced doing business as the BPDA.
Phase 1A of the Waterside Place Project is located at 505 Congress Street, on a site

bounded by Congress Street to the north, World Trade Center Avenue to the west, the Silver Line right-of-way to the south, and D Street to the east, (the "Project Site").

DEVELOPMENT TEAM

The development team includes:

Proponent: Core Development Group North, LLC
c/o Drew Company, Inc.
John E. Drew
Theonie Alicandro

PROJECT HISTORY

The Waterside Place Project was initially approved by the BRA Board on June 21, 2007. On June 30, 2010, the Proponent submitted a Notice of Project Change (the "First NPC") proposing revisions to the Waterside Place Project, and phased construction of the development project. Phase 1 of the Waterside Place Project, as contemplated in the First NPC and approved by the BRA Board on August 26, 2010, called for the construction of approximately 234 residential rental units, approximately 72,000 square feet of retail space, approximately 185 parking spaces located in an interior garage, and approximately 14,000 square feet of innovation space for small entrepreneurial and developing companies, in a project totaling approximately 495,463 square feet of Gross Floor Area.

A Second Notice of Project Change (the "Second NPC") was subsequently submitted by the Proponent to the BRA on November 4, 2011 requesting that Phase 1 of the Waterside Place Project be completed in two sub-phases. Under the Second NPC, Phase 1A included the construction of approximately 236 residential rental units, approximately 140 parking spaces in a mix of above-grade internal and at-grade surface parking, and approximately 17,000 square feet of ground-floor commercial space dedicated to retail and innovation uses, of which 7,000 square feet was allocated to an Innovation Center. Furthermore, the remainder of the Waterside Place Phase 1 Project (as approved under the First NPC), was contemplated as Phase 1B in the Second NPC. Phase 1B was approved to consist of approximately 55,000 square feet of retail space and 115 parking spaces. The Second NPC was approved by the BRA Board on November 17, 2011.

On December 23, 2015 the Proponent filed a Third Notice of Project Change (the "Third NPC"), requesting that a portion of the innovation space in Phase 1A be designated for use by the South Boston Community Health Center. The Third NPC was approved by the BRA Board on January 14, 2016, and a Determination was issued by the Director on February 26, 2016.

The Proponent filed a Fourth Notice of Project Change (the "Fourth NPC") on March 28, 2016, requesting changes to the design and square footage of Phase 1B of the Waterside Place Project, as previously described in the Second NPC. As later approved by the BRA Board on July 14, 2016, the Fourth NPC permitted a revised Phase 1B development project of a 23-story, approximately 325,000 gross square foot, residential apartment building located at 501 Congress Street. The Fourth NPC allowed for Waterside Place Phase 1B to include 307 residential rental units, approximately forty (40) parking spaces, approximately 1,400 square feet of retail space, and sixty-two (62) innovation units.

A Fifth Notice of Project Change (the "Fifth NPC") was filed with the BPDA on December 19, 2016, and subsequently approved by the BPDA Board on March 16, 2017, authorizing the Proponent to temporarily lease the remaining 3,593 square feet of ground-floor innovation space in Phase 1A to the general contractor of Waterside Place Phase 1B for use as a field office. Due to the cost and timeline required for buildout, the General Contractor went on to make alternate arrangements for construction of a field office.

Phase 1A of the Waterside Place Project was completed in February of 2014, while construction is currently underway on Phase 1B.

SIXTH NOTICE OF PROJECT CHANGE

On April 16, 2019, the Proponent submitted a Sixth Notice of Project Change (the "Sixth NPC") to the Boston Planning & Development Agency in connection with the Waterside Place Project, specifically relating to the completed Phase 1A.

Through construction design and build-out of Phase 1A, approximately 6,555 square feet of the total 17,000 square feet of ground-floor commercial space was allocated and available for innovation uses. Prior to completion of Phase 1A, and through present, the Proponent has endeavored to secure a tenant for this space that meets the qualifications of "innovation" uses.

The Third NPC, as previously described and which was approved by the BRA Board on January 14, 2016, authorized the Proponent to lease a portion of the aforementioned approximately 6,555 square foot innovation space to the South Boston Community Health Center to provide a neighborhood-focused service for the South Boston Waterfront. The South Boston Community Health Center presently occupies approximately 2,962 square feet of the 6,555 square feet of ground-floor innovation space in Phase 1A of the Waterside Place Project.

The Proponent has continued its efforts to identify a tenant for the remaining innovation space but the remaining 3,593 square feet of ground-floor space has remained empty as Phase 1A of the Waterside Place Project approaches five years since completion.

The Sixth NPC proposes changing the use of the remaining 3,593 square feet of ground-floor commercial innovation space of Waterside Place Phase 1A in allowing Boston Veterinary Clinic to lease the space and by doing so, provide further neighborhood-oriented services in the South Boston Waterfront.

PUBLIC BENEFITS

The Waterside Place Project has included a number of community benefits and mitigation measures for the immediate neighborhood and City of Boston as a whole. Benefits associated with both phases of the Waterside Place Project and their statuses are described below:

Phase 1A

- Five (5) on-site Inclusionary Development Policy housing units have been delivered and filled.
- \$2,813,000 contribution for the creation of affordable housing. The Drew Company, Inc. directed this to be used for the creation of veterans housing on D Street through the South Boston Community Development Corp.
- Monetary contribution of \$150,000 to address social and environmental impacts within the impacted area.
- 7,000 square feet of ground-floor space allocated to an Innovation Center; 2,296 square feet of which has been leased by the South Boston Community Health Center, and the remainder of which serves as the subject of this Sixth NPC.

Phase 1B

- Construction is underway on Phase 1B of the Waterside Place Project, which will include fifteen (15) on-site Inclusionary Development Policy housing units and sixty-two (62) innovation housing units ranging from approximately 340 to 500 square feet, which are intended to serve Innovation District workers.
- \$5,700,000 contribution for the creation of affordable housing, part of which has been paid and part of which will be paid upon issuance of final Certificate of Occupancy.

ARTICLE 80 REVIEW PROCESS

On April 16, 2019, the Proponent submitted the Sixth Notice of Project Change to the BPDA.

The BPDA hosted a public meeting to discuss the Sixth NPC on May 1, 2019 on-site at Waterside Place Phase 1A (505 Congress Street, Boston, MA 02210). This public meeting was advertised in the relevant neighborhood newspapers (*South Boston Online* and *South Boston Today*). Additionally, the public meeting was posted to the BPDA website and a calendar notification was sent to all subscribers of the BPDA'S South Boston neighborhood updates. Local City and State elected officials and their staff members also received notification via email.

The public comment period in connection with the submission of the Sixth NPC concluded on May 15, 2019.

RECOMMENDATIONS

Based on the foregoing, BPDA staff recommends that the Board authorize the Director to: (i) to issue a Determination waiving the requirement of further review pursuant to Section 80A-6.2 of the Code in connection with the Sixth NPC for Phase 1A of the Waterside Place Project (the "Proposed Project"); (ii) issue one or more Certifications of Compliance or Partial Certifications of Compliance under Section 80B-6 of the Code upon successful completion of the Article 80 review process in connection with the Proposed Project; (iii) amend the existing Cooperation Agreement as may be necessary and appropriate; and (iv) issue any and all other documents, as may be necessary and appropriate in connection with Proposed Project.

Appropriate votes follow:

VOTED: That the Director be, and hereby is, authorized to issue a Determination waiving further review under Section 80A-6.2 of the Boston Zoning Code (the "Code"), which finds that the Notice of Project Change submitted to the Boston Redevelopment Authority ("BRA") by Core Development Group North, LLC on April 16, 2019 (the "Sixth NPC") does not significantly increase the impacts arising from Phase 1A of the Waterside Place Project ("Proposed Project") as described in the Sixth NPC, and waives further review of such Proposed Project, subject to continuing design review by the BRA; and

FURTHER

VOTED: That the Director be, and hereby is, authorized to issue one or more Certifications of Compliance or Partial Certifications of Compliance pursuant to Section 80B-6 of the Code in connection with the Proposed Project; and

FURTHER

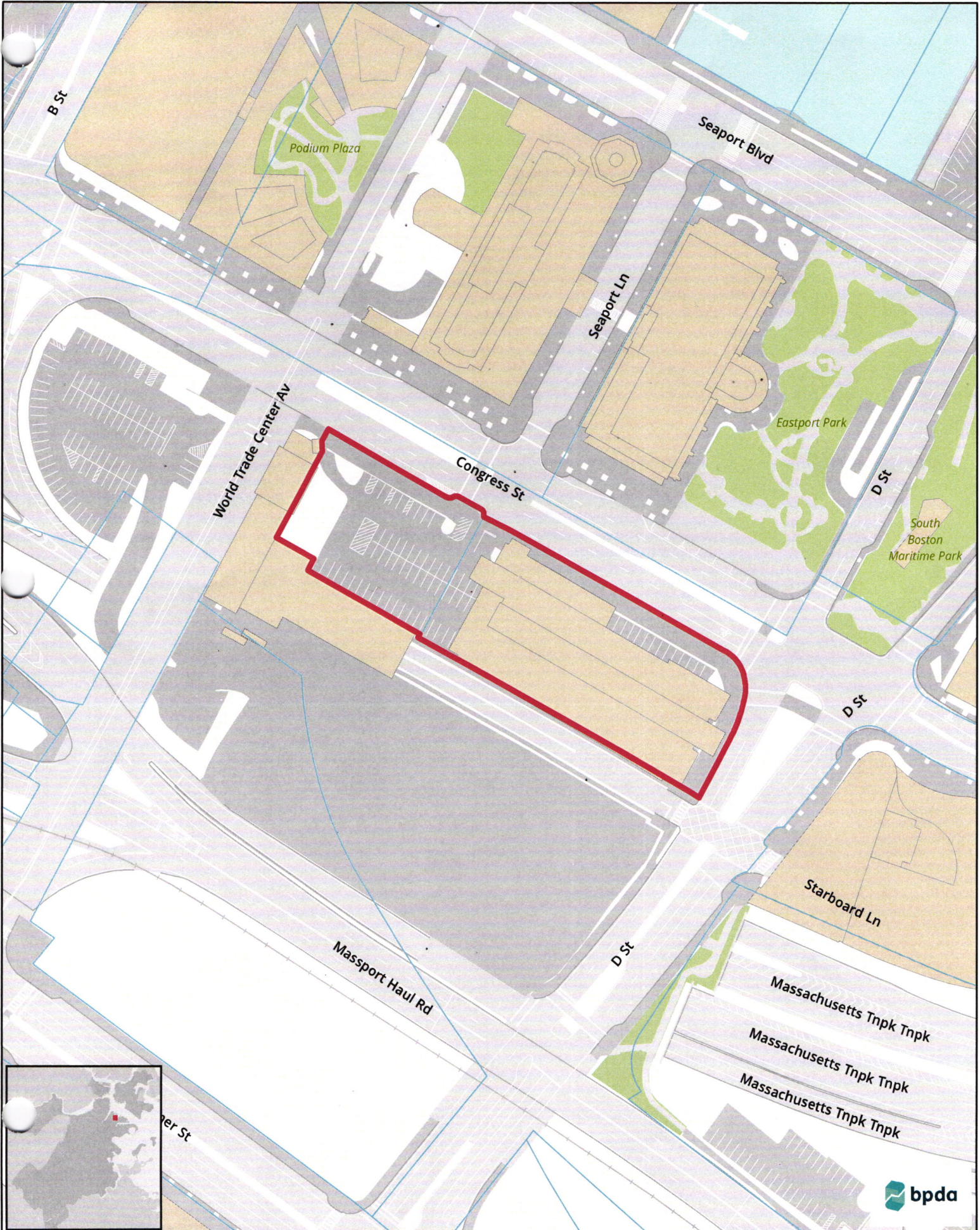
VOTED: That the Director be, and hereby is, authorized to amend the existing Cooperation Agreement between Core Development Group North, LLC and the Boston Redevelopment Authority as necessary and appropriate;

FURTHER

VOTED: That the Director be, and hereby is, authorized to execute and deliver all agreements and any and all other documents deemed necessary and appropriate by the Director in connection with the Proposed Project, subject to such terms and conditions as the Director deems to be in the best interest of the BRA, and to take such other actions deemed necessary and appropriate by the Director in connection with the foregoing.

Waterside Place Place 1A - NPC

① 1:1,600



Waterside Place Place 1A - NPC

1:1,600

