

BOSTON REDEVELOPMENT AUTHORITY

**DEVELOPMENT PLAN
FOR
232 A STREET PROJECT**

WITHIN PLANNED DEVELOPMENT AREA NO. 69

Fort Point Channel, South Boston, Massachusetts

[_____, 2024]

1. Development Plan: In accordance with Section 3-1A and Article 80C of the Zoning Code of the City of Boston (as in effect on the date hereof, the “**Zoning Code**”) and that certain Master Plan for Planned Development Area No. 69, South Boston/The 100 Acres effective January 10, 2007 as amended (the “**Master Plan**”) (described in greater detail below), this plan constitutes the Development Plan (this “**Development Plan**”) for the proposed redevelopment of an approximately 2.4 acre site located at 232 A Street along the Fort Point Channel in the Fort Point neighborhood of South Boston (such redevelopment, the “**Project**”). The Project Site, which currently includes a surface parking lot and an emergency access structure that serves the Central Artery tunnel system, including a significant vehicle access easement and adjacent standpipe array, is roughly bounded by Binford Street and privately owned land that is currently under development and is known as 244-284 A Street to the northeast, A Street to the southeast, the privately-owned Proctor and Gamble (“**P&G**”) South Boston manufacturing plant to the southwest, and the Fort Point Channel to the northwest, as shown on Exhibit A hereto and legally described on Exhibit B attached hereto (the “**Project Site**”).

On August 10, 2006 the Boston Redevelopment Authority d/b/a Boston Planning & Development Agency (the “**BPDA**”) originally approved and on January 10, 2007 the Boston Zoning Commission (the “**Zoning Commission**”) adopted a Planned Development Area Master Plan for The 100 Acres, defined and described in further detail in a document entitled “Master Plan for Planned Development Area No. 69, South Boston/The 100 Acres, Boston,” which plan has been amended six times since it was first adopted, by that certain First Amendment dated as of June 12, 2012, that certain Second Amendment dated as of December 24, 2012, that certain Third Amendment dated as of November 1, 2016, that certain Fourth Amendment dated as of February 8, 2018, and that certain Fifth Amendment dated as of October 21, 2020, and that certain Sixth Amendment to Master Plan for Planned Development Area No. 69 dated as of October 13, 2022 (the above, collectively, constituting the “**Master Plan**”).

The “100 Acres” planning area to which the Master Plan is applicable is an approximately 47-acre parcel bounded generally by the Fort Point Channel and A Street to the west, Summer Street to the north, the South Boston Bypass Road/Haul Road to the east, and West First Street and Mount Washington Avenue to the south. By its own terms, the Master Plan “sets forth a statement of the development concept” for proposed new development within the so-called “100 Acres” planning area, “including, inter alia, the planning objectives and character of the development, the proposed uses of the area, the range of dimensional requirements contemplated for each of the proposed uses, and the proposed phasing of construction of the development”, and “provides for

one or more PDA Development Plans ... to be submitted providing more specific information about various Proposed Project and components thereof.” The Master Plan further envisions the 100 Acres planning area as “a dense, varied, and lively urban district”.

The Project has completed review under Article 80B of the Code. A Project Notification Form (“**PNF**”) for the Project was filed with the BPDA on July 28, 2023. A response to a Request for Additional Information was filed on February ___, 2024, responding to comments respecting the PNF. On _____, 2024, the Proponent (as defined below) filed a draft of this Development Plan, and concurrently filed a draft Seventh Amendment to the Master Plan (such amendment, the “**Master Plan Amendment**”). The BPDA issued a Scoping Determination waiving further review of the Project under Section 80B of the Code on _____, 2024. Following the public review process and the BPDA’s approval of the Project pursuant to Article 80B of the Code, and based upon that process and approval of this Development Plan, final plans and specifications for the Project will be submitted to the BPDA pursuant to Section 3-1A and Article 80C of the Code for final design review approval and certification as to consistency with this Development Plan.

This Development Plan consists of [_____] ([___]) pages of text and [Exhibits A-D]. All references to this Development Plan contained herein shall pertain only to such pages of text and [Exhibits A-D]. Unless otherwise set forth herein, all references herein to terms set forth in the Code have the respective meanings set forth in the Code, as amended to the effective date hereof, and not as the same may be amended hereafter.

2. Proponent: The proponent of the Project is Parcel 3 Owner, L.L.C., a Delaware limited liability company (collectively with its successors and assigns, as applicable, the “**Proponent**”). The Proponent is an affiliate of Breakthrough Properties, a joint venture between Tishman Speyer Properties, L.P., a New York limited partnership, and Bellco Capital LLC, a Delaware limited liability company. The Proponent owns the Project Site in fee.

3. Proposed Location: The Project will be located on the property commonly referred to as 232 A Street in the Fort Point neighborhood of South Boston, which is also known as assessor’s parcel 0601165100, as more specifically described on Exhibit A and depicted on Exhibit B (collectively, the “**Project Site**”). The Project Site is roughly bounded by Binford Street and privately owned land currently under development known as 244-284 A Street to the northeast, A Street to the southeast, the privately-owned P&G South Boston manufacturing plant to the southwest, and the Fort Point Channel to the northwest.

The Project Site is located within the Restricted Manufacturing subdistrict of the South Boston Neighborhood District under Article 68 of the Code. The Project Site is also located in a Restricted Parking Overlay District, a Groundwater Conservation Overlay District and a Coastal Flood Resilience Overlay District and is subject to the Master Plan. The Project Site also contains historically-filled former tidelands that are subject to the Massachusetts Public Tidelands Act, M.G.L. c. 91, and the regulations promulgated thereunder set forth at 310 CMR 9.00 et seq. (collectively, “**Chapter 91**”), and is within the areas subject to the South Boston Waterfront Municipal Harbor Plan (“**SBWMHP**”) submitted by the City of Boston (the “**City**”) and the BPDA and approved by the Secretary of Energy and Environmental Affairs.

4. Proposed Location, Appearance and Dimensions of Structures and Proposed Density. The Project will include the redevelopment of the Project Site, which is currently improved by a surface parking lot and an emergency access structure that serves the Central Artery tunnel system, including a significant vehicle access easement and adjacent standpipe array. The Project will include a single building (the “**Building**”), with approximately [335,000]¹ square feet of Gross Floor Area of mixed-use development including laboratory/R&D and office space, ground floor space with intended retail, restaurant, civic, and/or cultural uses, and below-grade parking. The Project will contribute approximately 1.5 acres of Publicly Accessible Open Space and Public Realm areas along the Fort Point Channel waterfront. Within these approximately 1.5-acres, the Project will deliver new public sidewalks and bike lanes, improvements to the Harborwalk and South Bay Harbor Trail which will enhance pedestrian and cyclist connectivity throughout the Project Site and better integrate into the broader network, improve neighborhood resiliency through a site-wide grading plan and implementation of a portion of the City of Boston’s planned resiliency Berm (as defined below), as well as the extension of Necco Street. Plans and renderings of the Project showing the planned location and design of the Building and other improvements are attached hereto as Exhibit C.

Consistent with the PDA Master Plan, the Building will be no greater than 150 feet in Building Height, exclusive of rooftop mechanical penthouses, elevator penthouses and all other rooftop mechanical equipment (which will be compliant with the BPDA Life Science Design Guidelines with respect to allowable volume for rooftop mechanicals). In all instances, the Proponent shall be permitted to locate habitually unoccupied space devoted to mechanical equipment, roof decks and other like structures, including screening thereof, above the height permitted in this section, in accordance with the provisions of this section and as set forth in greater detail below. Also, notwithstanding the definition of “Building Height” set forth in the Zoning Code, the “Building Height” shall be the vertical distance from applicable “Grade” to the top of the structure of the last occupied floor, and any mechanical or elevator penthouse (including screening thereof), stairway bulkhead or any other roof structure built for the purpose of access to a roof deck or roof terrace as well as the said roof decks and roof terraces and other roof top amenities themselves, shall be excluded from the calculation of Building Height under the PDA Master Plan, this Development Plan and the Code.

The maximum Building Height 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 underlying zoning 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 BPDA, and the aspects of the Project approved as part of such review shall be and are hereby deemed to be the dimensional and design requirements applicable to the Project and are hereby incorporated in this Development Plan. Various aspects to the Project 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 BPDA.

As used in this Development Plan, (1) “**Publicly Accessible Open Space**” shall mean and include, as applicable, hardscape and greenscape areas, parks, playgrounds, active sports and

¹ NTD: final GFA of Building to be confirmed.

recreation and court areas, passive recreation areas, plazas, benches and sitting areas, greens and lawns, wooded, natural, and wetland areas, and pedestrian and bicycle paths and walkways; provided that (x) in each case such areas are publicly accessible, open to the sky, and accessible from at-grade spaces that are also publicly accessible, (y) sidewalks (other than sidewalks that run within or along the boundary of Publicly Accessible Open Space areas) and driveways and roadways open to private vehicular traffic shall not be considered Publicly Accessible Open Space, and (z) such areas may be programmed with public and private events and activities, and may be subject to periodic construction, maintenance, repair and replacement of landscaping, active and passive recreational improvements (including without limitation temporary tents and platforms), storm drainage facilities, and subsurface utilities and infrastructure; and (2) “**Public Realm**” shall mean and include open space areas designed to support civic, cultural, ecological, recreational, social and other activities, areas other than roadbeds that serve a transportation purpose (including sidewalks, driveways, and pedestrian bicycle paths), buffer areas between buildings and roadbed/curbline, greened medians that provide pedestrian scale on the streets, connections, and/or walkways through private parcel sites that provide connections to amenities available to the public, or through-block connections, and retail-associated space (in leases or not), including outdoor seating areas serving retail, restaurant, bar and entertainment establishments.

5. Proposed Uses of the Project Site. Allowed uses for the Project Site are set forth in Exhibit D and include, among others, office, laboratory, research and development, open space (including programmed open space, Publicly Accessible Open Space and Public Realm areas), and civic, cultural, retail and/or restaurant uses on the ground floor, together with Accessory and Ancillary Uses. Uses will also include below-grade accessory parking for all types of uses as set forth in the “Proposed Parking and Loading Facilities” section of this Development Plan. Other than as specified in this Development Plan or the Master Plan, the only use regulations applicable to the Project Site Area are those set forth in this paragraph and Exhibit D.

6. Proposed Open Spaces, Landscaping & Resiliency. The Project will include the establishment of significant Publicly Accessible Open Space and Public Realm areas on the Project Site. As currently designed, the Project is anticipated to create approximately 1.5-acres of Publicly Accessible Open Space and Public Realm areas along the Fort Point Channel waterfront, converting approximately 1.1-acres of the Project Site previously proposed for use as building footprint under the approved Master Plan prior to the effectiveness of the Master Plan Amendment to Publicly Accessible Open Space and Public Realm area, which represents nearly three times the previously-planned Publicly Accessible Open Space and Public Realm areas for the Site.

The Project will also contribute new public sidewalks and bike lanes and deliver improvements to the Harborwalk and South Bay Harbor Trail. The Project includes widening of on-site portions of the combined Harborwalk to a width of 22 feet, and raising of the grade of the Harborwalk, which are intended to improve access to the Fort Point Channel and its associated watershed.

Further, the Project will contribute to achieving the environmental and resiliency goals for the greater Fort Point community through its landscaping, and grading. The grading plan for the Project provides for a resiliency berm (the “**Berm**”) that is planned to create an integral barrier

intended to serve as elevated flood protection from the Fort Point Channel. The Project Site will include a portion of the Berm along the on-site Fort Point Channel waterfront, with the intent to limit flooding related to sea level rise and storm surge and contribute to flood protection in the immediate area and larger South Boston neighborhood. The BPDA has secured funding from the Federal Emergency Management Agency (“**FEMA**”) for design and construction of the Berm, and as the recipient of FEMA funding, the BPDA is responsible for direct coordination with FEMA and the final engineering details of the Berm. The Project team will continue to coordinate and collaborate with the City of Boston and the BPDA as the Berm’s design advances. Depending on timing of the design process for the Berm’s various elements, the portion of the Berm planned for the Project Site may be constructed and initially funded by the Proponent as part of the Project, with the intent that the Proponent would seek to pursue reimbursement of eligible costs from FEMA funds.

7. Transportation. The key vehicular access points to the Project Site are from Binford Street, A Street and Necco Street. The Project will include streetscape improvements along existing portions of A Street and Binford Street, and provide for the extension of Necco Street southward. Given Necco Street’s termination at the P&G manufacturing facility to the south, the Proponent has proposed a temporary condition to respond to the period in which the Necco Street extension does not continue across the site of the P&G facility. Planned improvements to Binford Street, along the Building’s street edge, include new planting beds planned to act as stormwater retention and help establish healthy street trees, which will supplement improvements to Binford Street that are described in the Sixth Amendment to the PDA Master Plan, which will be completed by the proponent of the 244-284 A Street project. The extension of Necco Street is planned to include a widened sidewalk, street lighting, new trees and plantings with large planting beds, seating areas, parking spaces, and a new drop off area for the Building. The streetscape will be well-lit and welcoming, connecting the neighborhood to the vastly improved Publicly Accessible Open Space and Public Realm areas of the Project Site and neighboring approved Channelside Park to the Building entry. All streets, associated ROW landscape improvements, and amenities, when completed to their final condition, will be consistent with the Boston Transportation Department’s Complete Street guidelines. The proposed sidewalks for the interim condition of Necco Street will include a greenscape zone with street trees and new accessible curb ramps and crosswalks will be installed at the intersection of Binford Street at Necco Street. The curb-to-curb cross section of the interim condition of Necco Street will comply with the Complete Streets guidelines and will be consistent with the Necco Street design proposed as part of the 244-284 A Street project. The proposed interim condition of Necco Street will provide two travel lanes, a parking lane on the west side, and will allocate space for the continuation of the cycletrack that is proposed on the east side of Necco Street, north of Binford Street. All streetscapes will incorporate native & adaptive plantings, permeable paver furnishing zone, lighting, and site furnishings.

Transit access to the Project will be provided by the MBTA Red Line, MBTA Silver Line, Commuter Rail Lines, and Amtrak. The Project Site is also currently served by MBTA Route 11 bus, for which service changes are planned as part of the MBTA Bus Network Redesign program. While the Project Site also has excellent access to the local and regional roadway network provided by nearby connections to I-90 and I-93, its proximity to multiple public transportation services is anticipated to result in a higher proportion of transit trips rather than vehicle trips. Consistent with the City’s goals to reduce auto-dependency, the Project and its Proponent will incorporate proactive Transportation Demand Management (“**TDM**”) measures to minimize vehicular usage

and encourage alternative modes of transportation. The TDM measures will be in line with the City's recently published Transportation Demand Management Point System (version 9/21/2021), and may include (i) contributing funding toward neighborhood Bluebikes operations, (ii) designating an on-site Transportation Coordinator to oversee transportation issues, including parking, service and loading, deliveries, (iii) developing and disseminating welcome packets to employees with tailored information about nearby transportation options, including public transportation routes/schedules, nearby vehicle sharing and bicycle sharing locations, and walking opportunities, (iv) providing an annual (or more frequent) newsletter or bulletin summarizing transit, ridesharing, bicycling, alternative work schedules, and other travel options, (iv) providing real-time transit information to employees and visitors via the internet and in the Building lobby, (v) providing on-site parking at a rate below the maximum allowed by the Parking Ratio Guidelines promulgated by the Boston Transportation Department ("**BTD**"), (vi) providing car-sharing opportunities, (vii) encouraging employers participation in MBTA Perq Program to facilitate purchase of transit passes, and (viii) complying with BTD's Bike Parking Guidelines (including covered secure bicycle storage for Building employees, on-site external bike racks for visitors, and/or showers and lockers for on-site employees).

The Proponent has agreed to enter into a Transportation Access Plan Agreement ("**TAPA**") for the Project with BTD specifying the traffic mitigation, transportation improvements and TDM measures consistent with the Master Plan and this Development Plan that are required for the Project, prior to the issuance of the building permit for the Project.

8. Proposed Parking and Loading Facilities. The Project is planned to include up to 125 parking spaces in a below-grade garage, which is consistent with the number of spaces currently existing within the surface parking lot at the Project Site. A large portion of the Project Site sits above the Central Artery tunnel extension to the Massachusetts Department of Transportation ("**MassDOT**") Ted Williams tunnel. This imposes significant limitations on the potential for vertical improvements and below-grade foundation systems and structural support that can be considered for proposed buildings.

The Project will result in the creation of an extension of Necco Street, as described above. Curbside use will be allocated to accommodate transit stops, passenger drop-off/pick-up needs as well as limited loading zones. On-street areas for ride-hail (i.e., Transportation Network Company ("**TNC**")) services such as Uber and Lyft will be designated, building upon BTD's current initiatives to manage TNC activity and reduce its impact on traffic flow and other curbside needs. Loading and service for the Project will include an appropriate off-street loading area along Binford Street. The Project's parking and loading facilities shall be subject to design, environmental and other development review by the BPDA, and the aspects of the Project approved as part of such review shall be and are hereby deemed to be the required parking and loading applicable to the Project and are hereby incorporated in this Development Plan.

9. Signage. Signage for the Project shall consist of signs permitted by Article 11 of the Code, and any additional signage approved pursuant to BPDA Design Review under BPDA Development Review Guidelines. Signage will also be consistent with the requirements of any Chapter 91 licenses for the Project. Signage, both informational and interpretive, will be strategically integrated into the Project's open spaces to assist with wayfinding and to augment the overall character/narrative of the Project Site, including signage as required as part of the

Chapter 91 licensing process and due to the incorporation of elements of the South Bay Harbor Trail within the Project Site.

10. Green Buildings. The Project shall comply with Article 37, Green Buildings, of the Code, and will likely follow the Mixed Fuel pathway for compliance under the Code. The Project shall comply with the 2023 Opt-in Specialized Energy Code, and will, in light of the uses included in the Project, follow the “Relative Performance” pathway for compliance under the 2023 Opt-in Code. In addition, the Building will target a minimum Gold level Leadership in Energy and Environmental Design (“**LEED**”) certification using the LEED v4 rating system.

11. Development Review Procedures. The designs reflected on Exhibit C are hereby approved as part of this Development Plan, subject to further design of the Building being subject to review according to the BPDA's Development Review Guidelines and by the Boston Civic Design Commission and the Boston Interagency Green Building Committee in accordance with Article 28 and Article 37 of the Code, respectively. The Building shall meet the City’s requirements in effect at the time of initiation of BPDA Design Review under BPDA Development Review Guidelines respecting updates to Article 37, USGBC’s LEED Rating Systems, and Boston Climate Resiliency and Sea Level Rise Base Flood Elevation requirements, Climate Action Plan or their successors. Aspects of the Project may also require approvals of other governmental agencies, such as the City of Boston's Public Improvement Commission and the Boston Conservation Commission. No permits for any elements of the Project included in this Development Plan, as the same may be amended, shall be required from the Zoning Board of Appeals.

12. Public Benefits. The Project will provide many public benefits to the Fort Point neighborhood and to the City of Boston, including diversification and expansion of Fort Point’s economy, creation of new job opportunities, significant improvements to the urban design characteristics and aesthetic character of the Project Site and its surroundings, and the creation of substantial new Publicly Accessible Open Space and Public Realm areas. The numerous public benefits and new planning, infrastructure, and programmatic improvements across the Project Site and surrounding area will include the following:

Urban Design/Public Realm Benefits:

- The Project will result in the development of approximately 1.5-acres of Publicly Accessible Open Space and Public Realm areas along and adjacent to the Fort Point Channel waterfront, which represents more than three times the Publicly Accessible Open Space and Public Realm areas previously planned for the Project Site pursuant to the Master Plan (i.e., prior to the effectiveness of the Master Plan Amendment) and compares favorably to the approximately 0.25 acre open space area that exists today. As part of the Project, the Publicly Accessible Open Space area will be dedicated to public use in perpetuity through the granting of an easement to the City of Boston. It is anticipated the maintenance will be funded by an owner’s association along with other similar open space areas within the area subject to the Master Plan, consistent with existing arrangements for A Street Park.
- The Project will promote public use and enjoyment of the Project Site and the waterfront through facilities of public accommodation on the ground floor of the Building. In addition, the Project will promote public enjoyment of the watershed and

provide ancillary support services which will include public restrooms, a drinking water station, and Dragon Boat storage at a to be determined location in the below grade garage within the Project.

- The Project is designed to satisfy Chapter 91 and SBWMHP requirements, including through provision of facilities of public accommodation as required by Chapter 91. The Project will also provide additional publicly accessible interior spaces and the Project's ground floor will promote public use and enjoyment of the waterfront and will include public restrooms and a drinking water station.
- The Building and the Public Realm will be designed to accommodate the planned extension of Necco Street and the City's Resilient Fort Point Channel Infrastructure Project.
- The Project will contribute new public sidewalks and bike lanes, and deliver improvements to the Harborwalk which will enhance pedestrian and cyclist connectivity throughout the Project Site and better integrate into the City's greater Harborwalk system and the South Bay Harbor Trail, which will connect the existing Fort Point Channel waterfront resources and new public spaces within the Site to other neighborhoods outside of South Boston.

Sustainability/Environmental/Resiliency Benefits:

- The Proponent is pursuing a less dense building scheme, eliminating the development of a second building previously planned in the approved Master Plan (i.e., prior to the effectiveness of the Master Plan Amendment) and its associated carbon and materials impacts. This will also allow, as noted above, for the conversion of approximately 1.1 acres of area previously contemplated as building coverage to Public Realm, reducing urban heat island effect.
- The Project will create permeable ground conditions in an area that is currently paved and, in large part, was previously proposed for vertical building construction under the approved Master Plan (i.e., prior to the effectiveness of the Master Plan Amendment). The Project will incorporate on-site stormwater management practices and treatment systems, which will significantly improve the overall quality of stormwater runoff, reduce runoff volumes, and control peak runoff in comparison to existing conditions.
- The grade of the Project Site will be raised up to 21'-6" Boston City Base ("BCB") at its peak, ensuring consistency with the recommended flood-resilient height per Boston's 2070 100-year storm elevation projections and with the Climate Ready South Boston Plan and reducing the risk of flooding due to sea level rise. The Project will also include a resiliency berm that is in keeping with the City's Resilient Fort Point Channel Infrastructure Project. The vegetated berm will be integrated into the Harborwalk and South Bay Harbor Trail along Fort Point Channel. In addition to reducing the risk of flooding due to sea level rise, this planted flood barrier will also serve to aid in stormwater management, help reduce urban heat island effect, improve wildlife habitat, and improve air quality along the waterfront.
- The Proponent will explore flood resiliency measures to account for street front retail at grade on A Street, which may include deployable flood barrier systems.

- The Project will comply with the Mixed Fuel Pathway of the City’s 2023 Stretch Energy Code, minimizing its operational carbon footprint. The Project is committed to a 13% reduction in energy use and 28% reduction in 2050 GHG emissions, relative to the 2023 Stretch Energy Code, which are beyond code requirements.
- The Project is committed to utilizing renewable energy onsite through the installation of rooftop photovoltaic (PV) arrays.
- The Proponent is committed to delivering a building targeting a LEED Gold certification at minimum using the LEEDv4 rating system, and will target Fitwel certification which is a certification system focused on building health for all, originally created by the U.S. Centers for Disease Control and Prevention and U.S. General Services Administration.
- The Project will comply with the City’s EV Readiness Standards with regards to the Project’s below-grade parking as well as inclusion of bicycle parking. 25% of the Project’s parking spaces will be EVSE Installed; and the remaining 75% of parking spaces will be EV-ready for future installation, in each case to the extent required by the City’s EV Readiness Policy.

Other Social and Economic Benefits:

- The Project will generate housing and jobs linkage funds for the City, as required by Section 80B-7(3)(a) of the Code, in accordance with a Development Impact Project Agreement to be executed by the Proponent and the BPDA, which funds will be paid in connection with the construction and operation of the Building. The Housing Contribution Grant rate and the Jobs Contribution Grant rate shall be \$13.00 and \$2.39 per square foot of Gross Floor Area of Development Impact Uses in the Project, subject to an exception for the first 100,000 square feet of Gross Floor Area of Development Impact Project Uses in the Project.
- The Project has a fundamental commitment to abide by a Diversity, Equity, and Inclusion (DEI) framework promoting diverse and inclusive employment, mentorship, and access through all phases of the Project’s lifecycle. Specifically, the Proponent will engage in a procurement process throughout each phase of the development lifecycle that will encourage the participation of historically underrepresented groups in the process by construction, contractors, sub-contractors, professional service providers and consultants.
- The Proponent will partner with workforce training and mentoring programs dedicated to social equity efforts to educate and mentor historically underutilized groups to career pathways in life science professions, construction, and commercial real estate.
- The Proponent will use good faith efforts to award or cause to be awarded at least 15% of the total value of all pre-construction contracts to certified MBE and WBE firms and consultants.
- The Proponent remains committed to ensuring any civic/cultural facility of public accommodation uses are vetted through a transparent public RFP process, which will include the BPDA Staff, City, and State agencies.

- The Proponent is committed to prioritizing access to opportunities for historically underrepresented professionals and companies defined as small, local, MBE, or WBE for any ground floor retail uses at the Project
- The Project will significantly enhance the public realm by developing approximately 1.5-acres of the Project Site as Publicly Accessible Open Space and Public Realm areas, including approximately 1.1 acres that had been previously planned as building footprint under the existing Master Plan (i.e., prior to the effectiveness of the Master Plan Amendment). This open space will benefit the community by providing shade elements, equitable access to the waterfront, and recreational spaces to promote physical and mental wellbeing.
- The Project is expected to create approximately 500 construction jobs and approximately 900 permanent jobs following delivery and occupancy. Further, the Proponent will support for on-the-job construction training programs and cause the site contractors to recruit women and people of color as construction apprentices and laborers through this intentional implementation of the BRJP ordinance.
- The Project will significantly enhance tax revenues from the Project Site, which is currently improved as a surface parking lot.
- The Project Site is accessible by a variety of public transit options that provide numerous connections to most other MBTA public transit services, allowing the Project Site to be reached by subway and commuter rail from many locations within the City of Boston and the surrounding suburbs.

14. Language Access Plan. In connection with the development of the Project in accordance with this Development Plan, the Proponent has worked closely with the BPDA to develop a Language Access Plan (the “LAP”) for the Project. Based on the BPDA’s Limited English Proficiency Assessment, Chinese, including Mandarin and Cantonese, have been identified by the BPDA as threshold languages for the Fort Point neighborhood. The LAP addresses requirements for translation of vital documents respecting the Project.

15. Effect of the Development Plan. This Development Plan sets forth the zoning for all elements of the Project for the Project Site. This Development Plan is consistent with the Master Plan (as amended by the Master Plan Amendment) and is therefore presumed to be compliant and consistent with underlying zoning and all other provisions of the Code to the extent that such requirements have been addressed in this Development Plan. A Certification of Consistency for the Project shall be issued pursuant to Section 80C-8 of the Zoning Code. In accordance with Sections 80C-9 of the Code, the issuance of a Certification of Consistency pursuant to Section 80C-8 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.

17. Amendment of Development Plan. In light of the various reviews necessary to secure all required permits and approvals, the Proponent may seek to make modifications to the Building and site improvements included in the Project. Proposed minor modifications to the Building and site improvements may be approved by the BPDA as part of a staff-level review process, without requiring an amendment to this Development Plan, subject to the use and

dimensional requirements and urban design parameters set forth in this Development Plan; provided that in no event may the total Gross Floor Area within the Project be increased or decreased by more than 10% without an amendment to this Development Plan as may be determined by the BPDA.

Exhibit A

Legal Description

A CERTAIN PARCEL OF LAND SITUATED IN THE CITY OF BOSTON, COUNTY OF SUFFOLK AND THE COMMONWEALTH OF MASSACHUSETTS, SHOWN AS "PROPOSED PARCEL 3" ON A PLAN ENTITLED, "SUBDIVISION PLAN – THE GILLETTE COMPANY, "A" STREET, WEST SECOND STREET, GILLETTE PARK, & DORCHESTER AVENUE – BOSTON, MASS." DATED AUGUST 11, 2020 BY FELDMAN LAND SURVEYORS, RECORDED WITH THE SUFFOLK COUNTY REGISTRY OF DEEDS AS PLAN 470 OF 2020, MORE PARTICULARLY DESCRIBED AS FOLLOWS:

BEGINNING AT A POINT OF TANGENCY FORMING THE INTERSECTION OF THE SOUTHERLY LINE OF BINFORD STREET WITH THE WESTERLY LINE OF "A" STREET;

THENCE RUNNING S 29°38'45" W, BY SAID WESTERLY LINE OF "A" STREET, A DISTANCE OF 125.59 FEET TO A POINT OF NON-TANGENCY;

THENCE RUNNING ALONG A CURVE TO THE RIGHT, HAVING A RADIUS OF 19.93 FEET, A CHORD BEARING OF N 83°30'39" W, A CHORD DISTANCE OF 15.72 FEET, A DELTA ANGLE OF 46°27'50", AND AN ARC LENGTH OF 16.16 FEET TO A POINT OF TANGENCY;

THENCE RUNNING N 60°16'44" W, A DISTANCE OF 80.48 FEET TO A POINT;

THENCE TURNING AND RUNNING N 63°36'58" W, A DISTANCE OF 142.77 FEET TO A POINT;

THENCE TURNING AND RUNNING N 60°21'52" W, A DISTANCE OF 428.30 FEET TO A POINT ON THE SOUTHEASTERLY SIDELINE OF THE FORT POINT CHANNEL;

THE PREVIOUS FOUR COURSES BY LAND NOW OR FORMERLY OF THE GILLETTE COMPANY;

THENCE TURNING AND RUNNING N 29°50'06" E, BY THE FORT POINT CHANNEL, A DISTANCE OF 169.02 FEET TO A POINT;

THENCE TURNING AND RUNNING S 61°38'48" E, BY LAND NOW OR FORMERLY OF THE GILLETTE COMPANY, A DISTANCE OF 166.36 FEET TO A POINT ON THE SOUTHEASTERLY TERMINUS OF SAID BINFORD STREET;

THENCE TURNING AND RUNNING S 29°38'49" W, BY SAID BINFORD STREET, A DISTANCE OF 16.90 FEET TO A POINT;

THENCE TURNING AND RUNNING S 60°21'11" E, BY SAID BINFORD STREET, A DISTANCE OF 482.91 FEET TO A POINT OF CURVATURE;

THENCE RUNNING ALONG A CURVE TO THE RIGHT, HAVING A RADIUS OF 16.00 FEET, A CHORD BEARING OF S 15°20'57" E, A CHORD DISTANCE OF 22.63 FEET, A DELTA ANGLE OF 89°59'25", AND AN ARC LENGTH OF 25.13 FEET TO THE POINT OF BEGINNING.

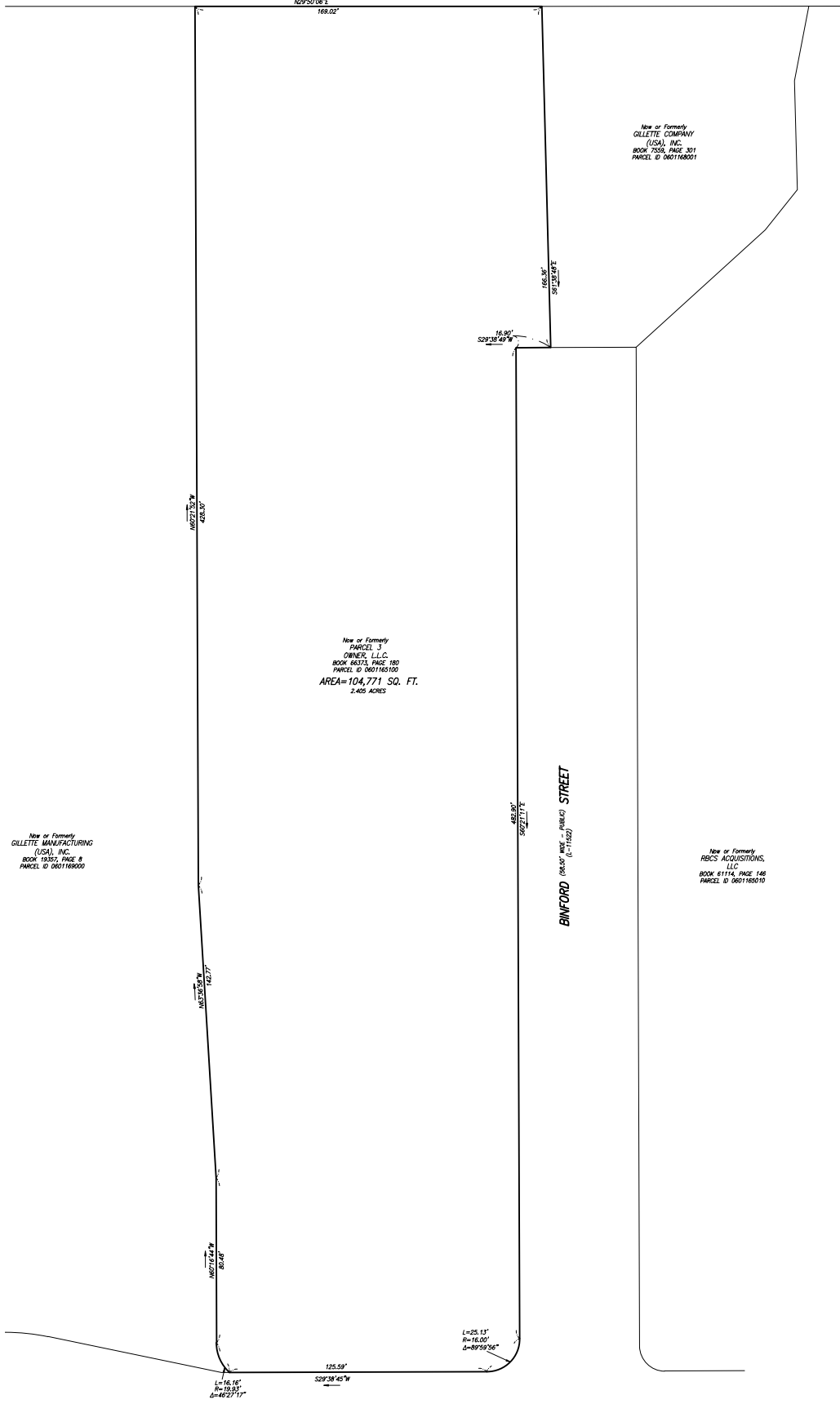
CONTAINING AN AREA OF 104,771 SQUARE FEET OR 2.405 ACRES.

Exhibit B

Plan of the Project Site

[See attached]

FORT POINT CHANNEL
(RD#4)



New or Formerly
GILLETTE COMPANY
(USA), INC.
BOOK 7553, PAGE 301
PARCEL ID 0601168001

New or Formerly
PARCEL 3
OWNER, L.L.C.
BOOK 66373, PAGE 180
PARCEL ID 0601163100
AREA=104,771 SQ. FT.
2.455 ACRES

New or Formerly
GILLETTE MANUFACTURING
(USA), INC.
BOOK 19307, PAGE 8
PARCEL ID 0601169000

New or Formerly
RBGS ACQUISITIONS,
LLC
BOOK 61114, PAGE 146
PARCEL ID 0601169010

BINFORD STREET
(66.00' WIDE - PUBLIC)
(1-11-2022)

"A" (VARIABLE WIDTH - PUBLIC) STREET

Exhibit C

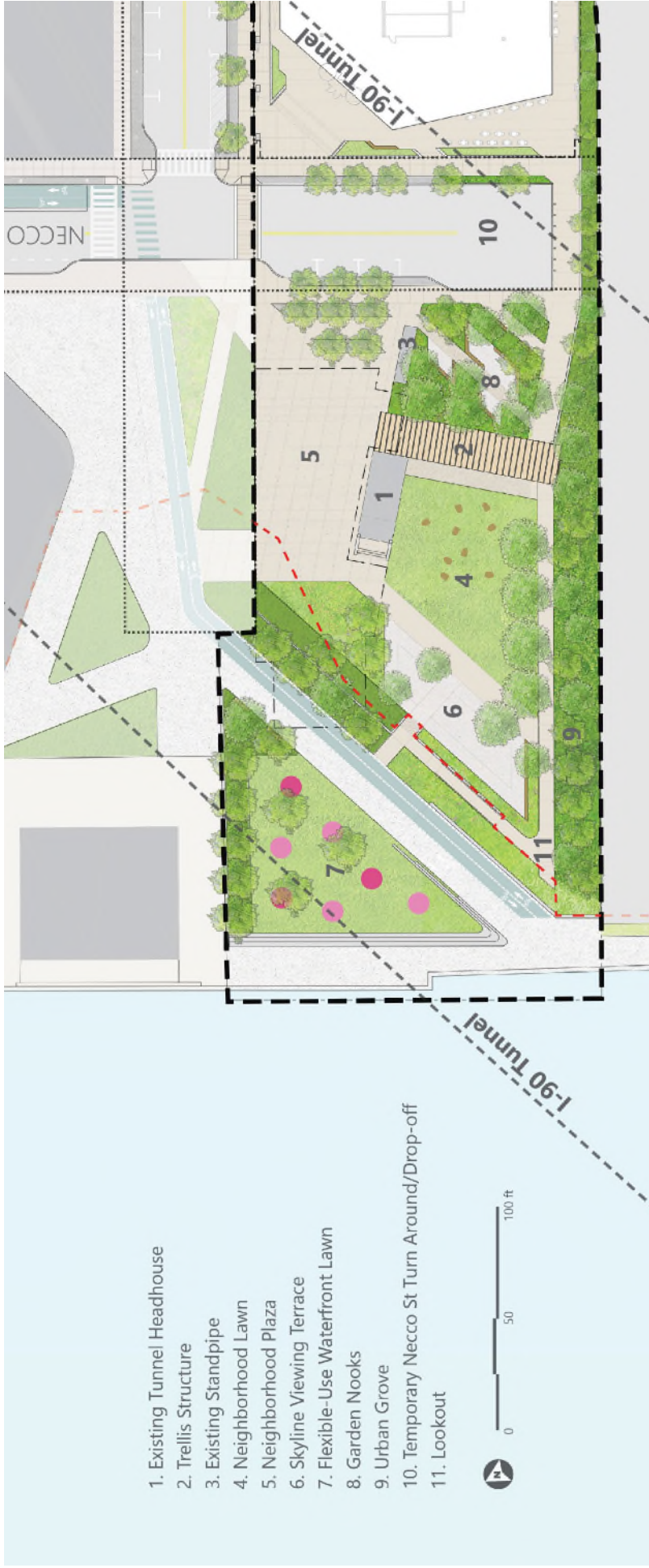
Plans and Renderings

[See attached]

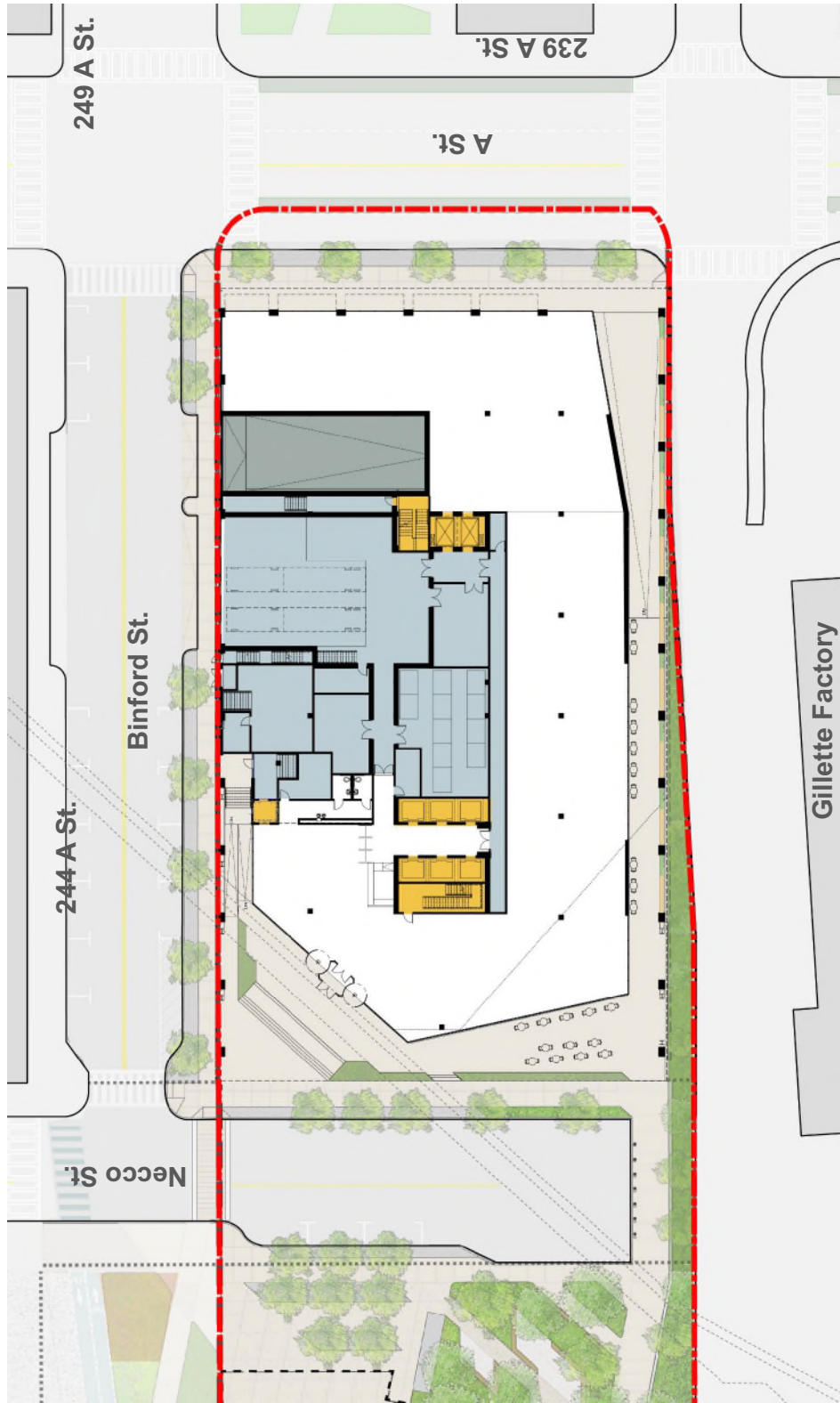
Site Plan



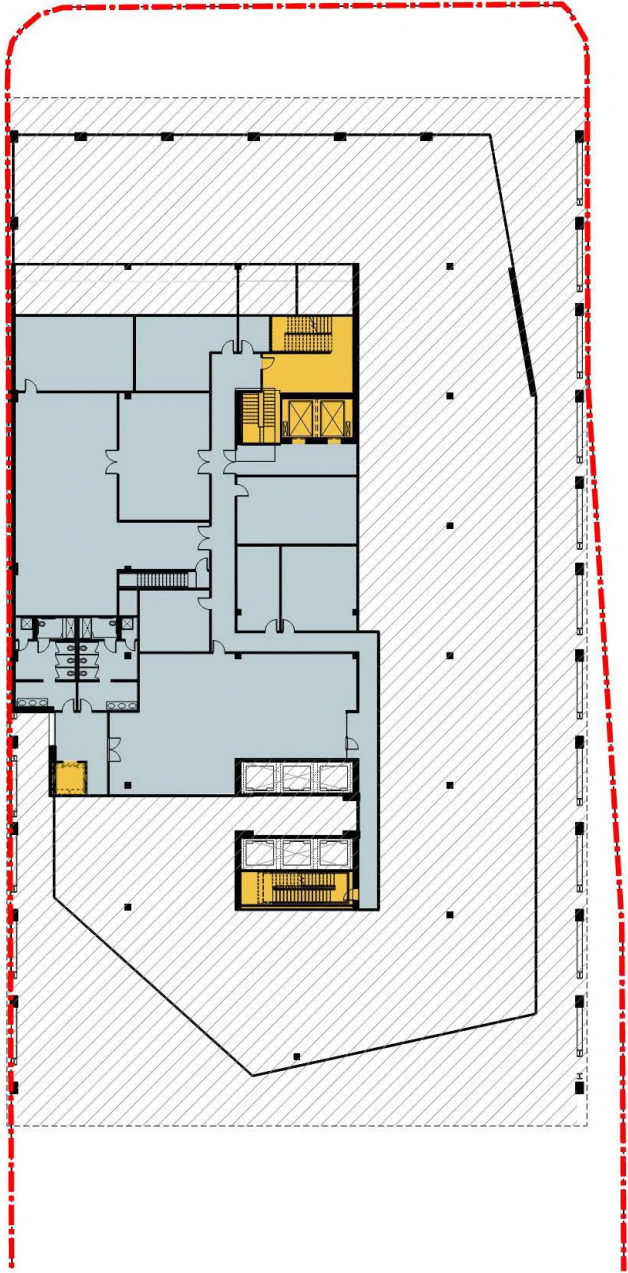
Landscape Plan



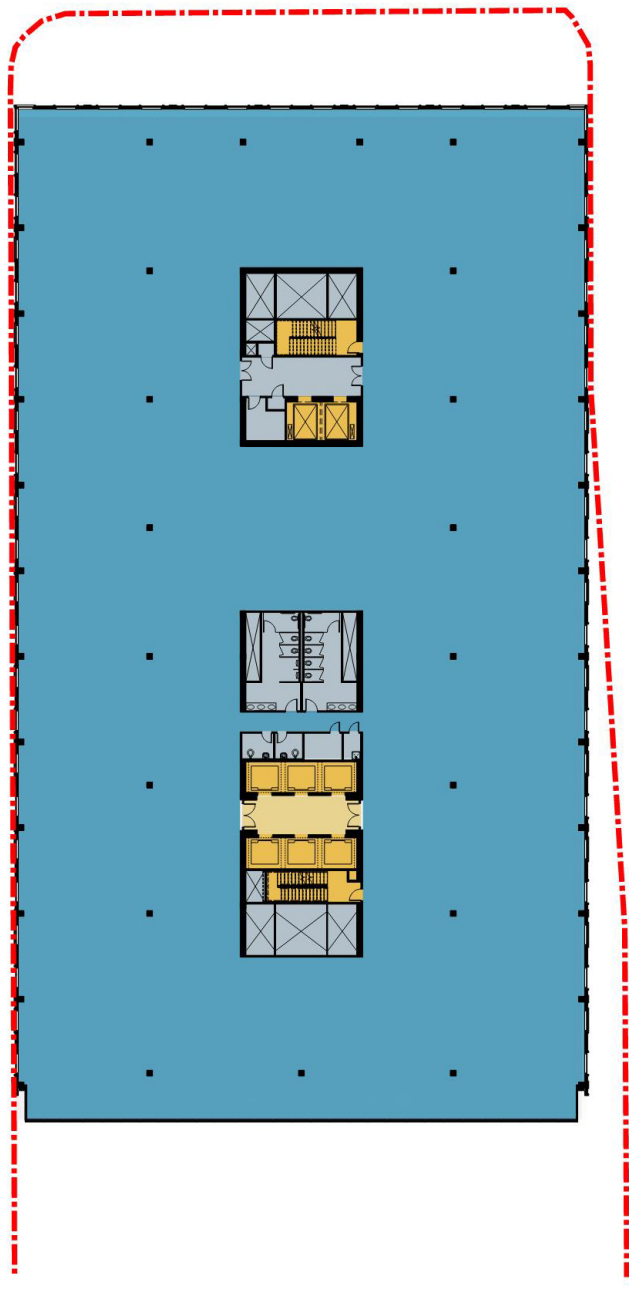
Ground Floor Plan



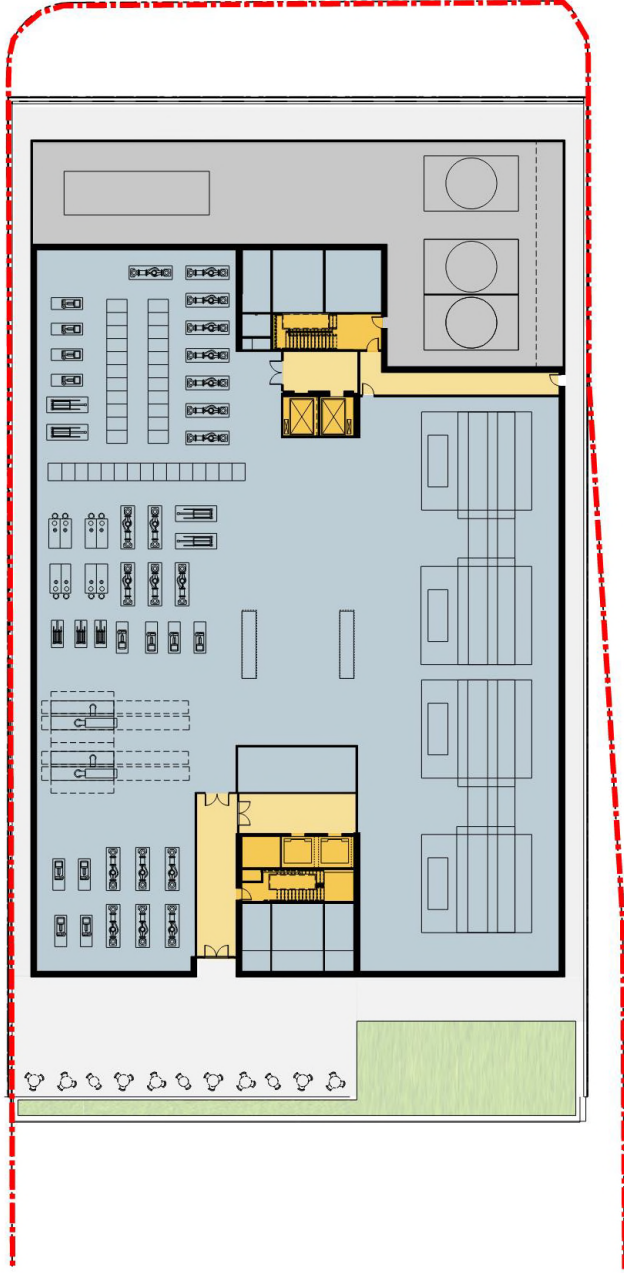
Level 1 Mezzanine Plan



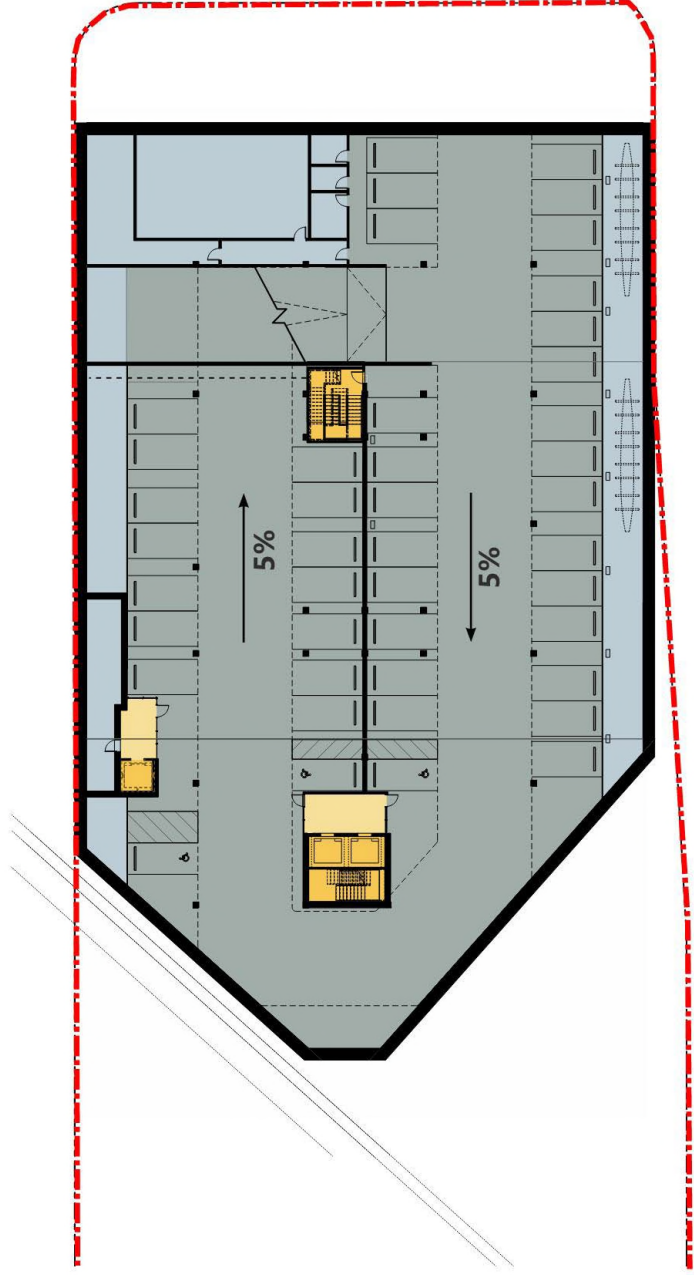
Representative Upper Floor Plan (Floors 2-9)



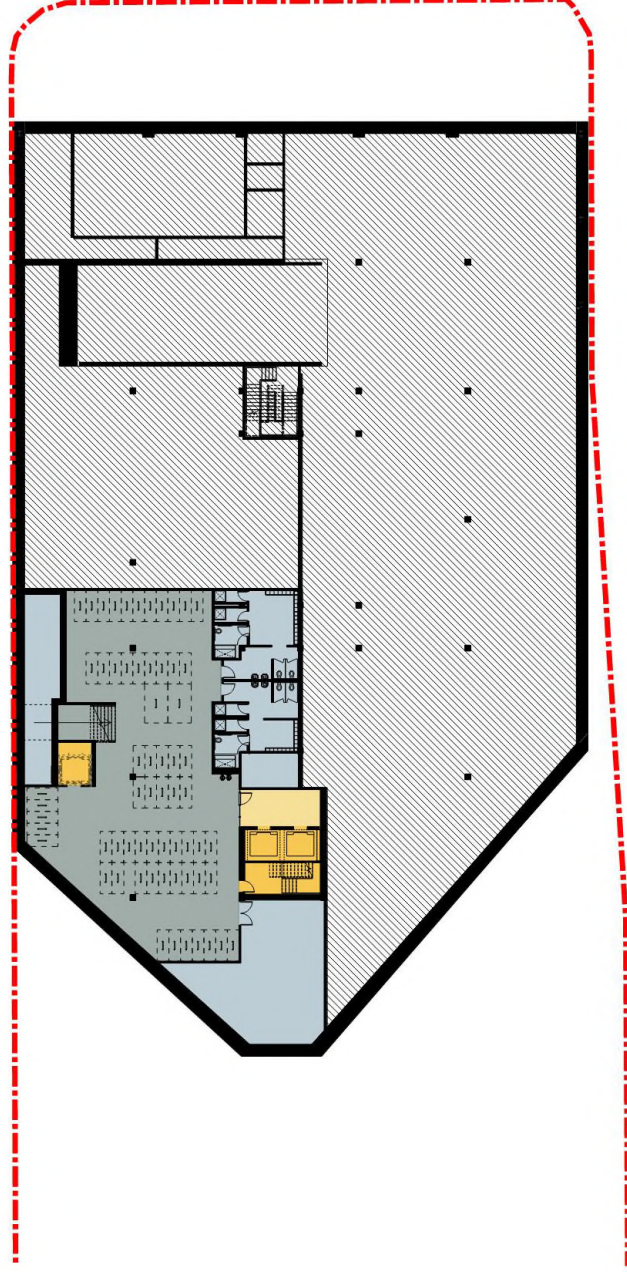
Roof Plan



Parking Plan – Level P1



Parking Plan – Level P1M



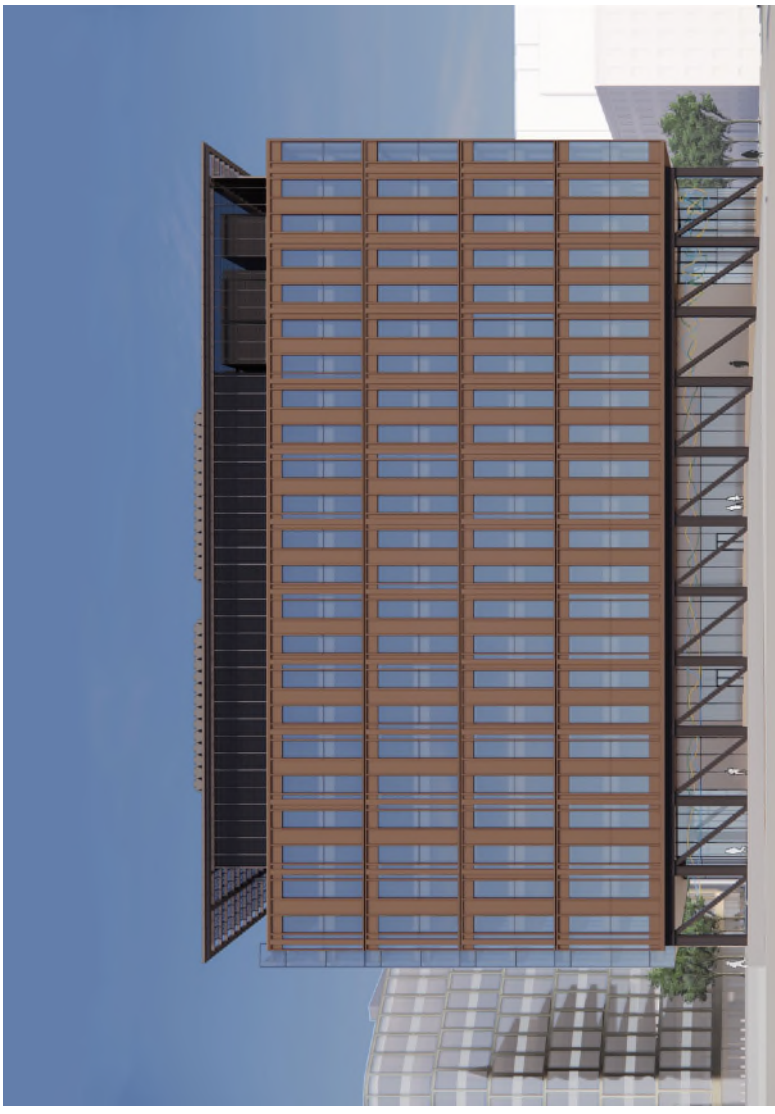
Section



Elevations

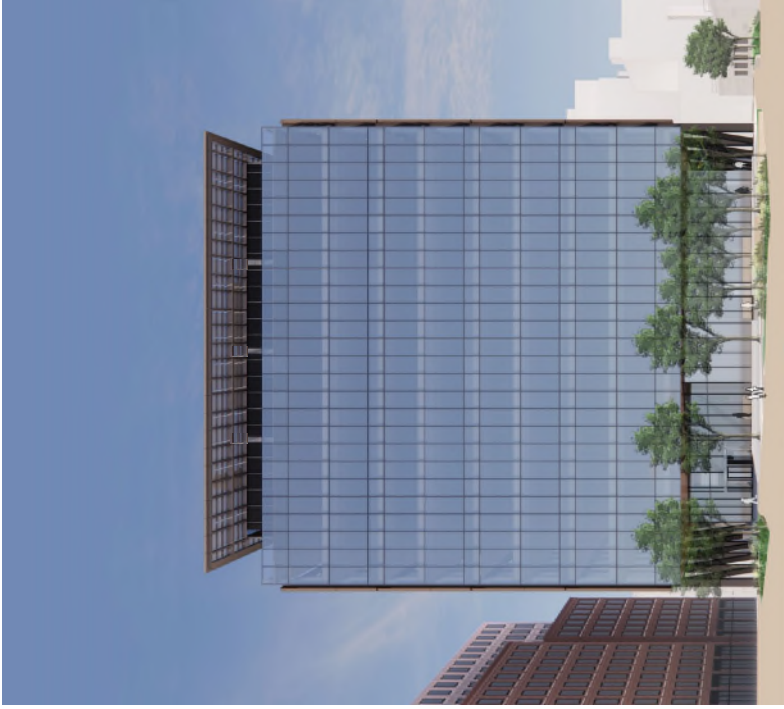


East Elevation



South Elevation

Elevations



West Elevation



North Elevation

Exhibit D

List of Allowed Uses²

- **Community and Cultural Uses:**
 - Non-profit uses, house of worship uses, social services center uses, childcare, day care center and nursery school uses by non-profit agencies and organizations, learning or tutoring center, community center, art use and artists' performance space and artists workshop, arts studio, art gallery and exhibit space, historical exhibit, public art display space, studios (music, dancing, visual arts or theatrical) and ticket sales.

- **Commercial Uses:**
 - Laboratory, Research and Development Uses:
 - Research and Development Uses and Scientific Laboratory Uses, including, but not limited to, basic laboratory; research laboratory, or prototype manufacturing or a facility devoted to the testing and analysis of scientific and applied research hypotheses through experimentation and vivarium uses and keeping of laboratory animals.

 - Office Uses:
 - Office Uses, including, but not limited to, agency or professional office, back office, data center uses (provided that such use is in support of a commercial use within Boston, as determined by the BPDA), shared office space, general office and office uses by insurance companies, cultural groups, community service organizations, banks and offices of architects, attorneys, dentists, physicians or other professional people.

 - Restaurant Uses:
 - Restaurant Uses, including, but not limited to lunchroom, restaurant with or without live and non-live entertainment, cafeteria, bar with or without live and non-live entertainment, establishments serving or not serving alcohol and/or other place for the service or sale of food and/or drink for on-premises consumption and serving or not serving alcohol, including outdoor cafes; place for sale and consumption of food and beverages and serving or not serving alcohol providing live and non-live entertainment; in a structure, sale over the counter, not wholly incidental to a local retail business or restaurant use, of food or drink prepared on premises for off-premises consumption or for on-premises consumption if, as so sold, such food or

² Capitalized terms used but not defined in this Exhibit D shall be as defined in Section 2A of the Zoning Code as in effect on the date hereof, and not as amended hereafter.

drink is ready for take-out; bakery, café, coffee shop, delicatessen and/or diner and facility of public assembly.

- Retail Uses:
 - Retail Uses, Banking and Postal Uses, Service Uses and Wholesale Uses, including, but not limited to retail or service business, including, but not limited to, store primarily serving the local retail business or service needs of the neighborhood, including but not limited to, barber shop, beauty shop, shoe repair shop, self-service laundry, photocopying establishment, tailor, post office, pick-up and delivery station of laundry or dry cleaner, retail package store, accessory retail package store, tailor shop, hand laundry, store retailing items including, but not limited to, the following: food, alcohol, baked goods, groceries, medication, tobacco products, clothing, dry goods, books, film, video, computer software, art, flowers, paint, hardware, and small household appliances, retail uses, including, but not limited to, department store, furniture store, general merchandise mart and accessory storage, bank (not including a drive-in window), automatic teller machine and a wholesale business.
- Facility of Public Assembly Uses:
 - Facility of Public Assembly, such as auditorium, theater, concert hall, dance hall, or drive-in theater.
- Neighborhood Medical Uses:
 - Medical offices, clinic including facility for out-patient procedures, assisted living and custodial care facility.
- Educational Uses:
 - Day care facilities, vocational training facilities, and satellite facilities for professional school or trade school.
- Art Uses:
 - The creation, manufacture, or assemblage of visual art, including two- or three-dimensional works of fine art or craft, or other fine art objects created, manufactured, or assembled for the purpose of sale, display, commission, consignment, or trade by artists or artisans; or classes held for art instruction.
- Parking and Vehicular Uses:

- Parking uses, including, but not limited to, parking garages; on-street parking; vehicle cleaning services, car-sharing and/or bicycle-sharing service and vehicle rental agency principally for residents, employees and visitors to the Project Site and surrounding neighborhoods.
 - Renewable and Stored Energy Uses:
 - Renewable and stored energy facilities and equipment, including, but not limited to, solar panels for the generation of electricity, geothermal wells for heat transfer systems, stored thermal energy (water, ice, and similar), stored electrical energy (batteries), and building integrated wind energy facilities.
 - Wireless Uses:
 - Wireless communications equipment, including, but not limited to, antennae, communications dishes and other reception and transmission equipment and equipment mounting structures in connection with the wireless transmission or reception of electro-magnetic communications signals.
 - Entertainment Uses:
 - Live and non-live entertainment Uses, including, but not limited to, theatre, bar, performance and event venue, fitness center and/or gymnasium.
- **Open Space and Recreational Uses:**
 - Open Space Uses, including, but not limited to, open space for active or passive recreational use and publicly accessible open space.
- **Accessory and Ancillary Uses:**
 - The categories of uses set forth in this Exhibit D shall be deemed to include Accessory Uses and Ancillary Uses as defined by the Zoning Code, including, but not limited to, any use accessory or ancillary to, and ordinarily incident to, a lawful main use; the storage of flammable liquids and gases incidental to a lawful use; permanent dwellings for personnel required to be resident on a Lot for the safe and proper operation of a lawful main use; storage; accessory keeping of laboratory animals; day care center; and/or health club facility; parking in a parking garage; on-street parking car-sharing and/or bicycle-sharing service.
- **Signs:**
 - Signs as permitted in accordance with the applicable PDA Development Plan shall be deemed to be an accessory use to all other uses, as applicable. Electronic Signs,

as defined by the Zoning Code, are forbidden except to the extent the same are approved Zoning by BPDA staff.

In addition to the above uses, interim uses and improvements may be located from time to time on portions of the Project Site that have not been redeveloped as contemplated by the Project. Such interim uses may include soil stockpiling and other uses that are consistent with underlying zoning. In addition, short term public events such as festivals and performances, shall be permitted and be coordinated with City of Boston public safety officials.