



CITY OF CAMBRIDGE, MASSACHUSETTS

PLANNING BOARD

2021 FEB 17 PM 12:14

OFFICE OF THE CITY CLERK
CAMBRIDGE, MASSACHUSETTS

CITY HALL ANNEX, 344 BROADWAY, CAMBRIDGE, MA 02139

NOTICE OF DECISION

Case Number: 364

Location of Premises: 100 Cambridgeside Place, 60-68 and 106-108 First Street.

Zoning: Business A (BA), PUD-4 Overlay District, PUD-8 Overlay District.

Applicant: New England Development
75 Park Plaza, Boston, MA 02116

Owners: NW Cambridge Property Owner LLC (60-68 First Street)
575 Fifth Avenue, New York, NY 10017
Cambridgeside Galleria Associates Trust u/d/t dated April 1, 1985
(100 Cambridgeside Place)
75 Park Plaza, Boston, MA 02116
CambridgeSide Partners LLC (106-108 First Street)
75 Park Plaza, Boston, MA 02116

Application Date: August 13 2020

Preliminary Hearing/Determination: October 6, 2020

Second Public Hearing: December 22, 2020

Date of Planning Board Decision: December 22, 2020

Date of Filing Decision: February 17, 2021

Summary of Proposal: Planned Unit Development (PUD) Special Permit (Section 12.36.4), Special Permit for modification of bicycle parking standards (Section 6.108) and Project Review Special Permit (Section 19.20) to redevelop and expand the existing CambridgeSide property into a mixed-use center including residential, retail, office, and laboratory buildings, in addition to maintaining the existing core mall and below grade garage.

Decision: **GRANTED, with conditions.**

Appeals, if any, shall be made pursuant to Section 17 of Massachusetts General Laws, Chapter 40A, and shall be filed within twenty (20) days after filing of the above referenced decision with the City Clerk. Copies of the complete decision and final plans, if applicable, are on file with the Community Development Department and the City Clerk.

Authorized Representative of the Planning Board: Swaathi Joseph

For further information concerning this Decision, please contact Swaathi Joseph at 617-349-4668, or sjoseph@cambridgema.gov.

DOCUMENTS SUBMITTED

Application Documents and Supporting Material

1. Special Permit Application dated August 2020 containing the following volumes: Special Permit Application Summary Package; Volume I Special Permit Materials; Volume II PUD-8 Development Proposal; Volume III Design Review Materials for Initial Buildings and Associated Improvements; and Volume IV Minor Amendment to PUD-4 Special Permit.
2. Slides from Presentation to Planning Board on October 6, 2020.
3. Final Development Plan Supplement dated November 20, 2020.
4. Memo to the Planning Board from John Twohig, dated December 21, 2020, summarizing updated supplemental materials clarification, with attached graphic materials.
5. Slides from Presentation to Planning Board on December 22, 2020.

City of Cambridge Documents

6. Memorandum to the Planning Board from Katherine F. Watkins, City Engineer, Department of Public Works (DPW), dated 9/24/2020.
7. Memorandum to the Planning Board from Joseph E. Barr, Director, Traffic, Parking & Transportation Department (TP+T), dated 9/25/2020.
8. Memorandum to the Planning Board from Community Development Department (CDD) staff, dated 9/28/2020.
9. Memorandum to the Planning Board from Katherine F. Watkins, City Engineer, Department of Public Works (DPW), dated 12/17/2020.
10. Memorandum to the Planning Board from Community Development Department (CDD) staff, dated 12/17/2020.
11. Memorandum to the Planning Board from Joseph E. Barr, Director, Traffic, Parking & Transportation Department (TP+T), dated 12/21/2020.

Other Documents

12. Email to the Planning Board from George Sommer, dated 9/22/2020.
13. Email to the Planning Board from Jim Spencer, dated 9/24/2020.
14. Memo to the Planning Board from Cambridge Pedestrian Committee, dated 9/24/2020.
15. Email to the Planning Board from Cecily Cushman, dated 9/29/2020.
16. Email to the Planning Board from Janis Kaas, dated 9/29/2020.

17. Email to the Planning Board from Vaibhav P. Pai, dated 9/29/2020.
18. Email to the Planning Board from Steve Aliano, dated 9/29/2020.
19. Email to the Planning Board from Joe Capalbo, dated 9/30/2020.
20. Letter to the Planning Board from Fred Fantini, dated 9/30/2020.
21. Email to the Planning Board from Mary Ellen Doran, dated 10/1/2020.
22. Email to the Planning Board from Susan Corcoran, dated 10/1/2020.
23. Letter to the Planning Board from Donald F. Sheehan, dated 10/1/2020.
24. Letter to the Planning Board from Major R. Douglas Hart, dated 10/1/2020.
25. Email to the Planning Board from Allen Boyer, dated 10/2/2020.
26. Email to the Planning Board from Mounir Laouar, dated 10/3/2020.
27. Email to the Planning Board from Susan Johansen, dated 10/4/2020.
28. Email to the Planning Board from Isabella Corcione, dated 10/5/2020.
29. Letter to the Planning Board from Jeffrey K Martin, dated 10/5/2020.
30. Email to the Planning Board from Steve Bennett, dated 10/5/2020.
31. Email to the Planning Board from Phillip Rinchart, dated 10/5/2020.
32. Email to the Planning Board from Joseph Rose, dated 10/5/2020.
33. Email to the Planning Board from Judith Johanson, dated 10/5/2020.
34. Email to the Planning Board from David Borrus, dated 10/5/2020.
35. Memo to the Planning Board from East Cambridge Planning Team, dated 10/5/2020.
36. Email to the Planning Board from David Shea, dated 10/6/2020.
37. Email to the Planning Board from Laurie Rothstein, dated 10/6/2020.
38. Letter to the Planning Board from Tanya Hayes Lee, dated 10/6/2020.

39. Memo to the Planning Board from East Cambridge Business Association, dated 10/6/2020.
40. Memo to the Planning Board from Cambridge Committee on Public Planting, dated 10/6/2020.
41. Email to the Planning Board from Joe Capalbo, dated 12/10/2020.
42. Email to the Planning Board from Cecily Cushman, dated 12/11/2020.
43. Email to the Planning Board from George Sommer, dated 12/11/2020.
44. Email to the Planning Board from Jim Spencer, dated 12/14/2020.
45. Email to the Planning Board from Susan Johansen, dated 12/16/2020.
46. Letter to the Planning Board from Marlene H Lundberg, dated 12/17/2020.
47. Email to the Planning Board from Phillip Rinehart, dated 12/18/2020.
48. Email to the Planning Board from Maria Woodford, dated 12/20/2020.
49. Letter to the Planning Board from Fred Fantini, dated 12/20/2020.
50. Email to the Planning Board from Laurie Rothstein, dated 12/21/2020.
51. Email to the Planning Board from James Vaughan, dated 12/21/2020.
52. Memo to the Planning Board from Cambridge Bicycle Committee, dated 12/21/2020.
53. Email to the Planning Board from David Shea, dated 12/22/2020.
54. Email to the Planning Board from David Hurwitz, dated 12/22/2020.
55. Letter to the Planning Board from Janaial Robinson, undated.
56. Letter to the Planning Board from Bob Ahern, undated.
57. Memo to the Planning Board from Cambridge Camping Association, undated.
58. Notice of Extension of Time to December 23, 2020, dated 11/20/2020.
59. Notice of Extension of Time to February 18, 2020, dated 12/22/2020.

APPLICATION SUMMARY

This PUD application proposes redevelopment and expansion of sites already developed under case PB #66. The core part of the mall building would remain largely in its present condition with the third floor recently repurposed from retail to office use. New development would be contained in buildings fronting First Street and Land Boulevard. The below-grade parking garage will also be retained, but the above-grade parking garage will be demolished. The five existing building sites that are proposed to be part of the PUD include:

- Core Mall Building at 100 Cambridgeside Place.
- Former Sears Building at 60 First Street.
- Macy's Building at 20 Cambridgeside Place.
- Best Buy Building at 110 First Street.
- Upper Garage Building at 80 and 90 First Street.

The new development would contain ground-floor retail and active uses along First Street, Cambridgeside Place, and Lechmere Canal Park in accordance with the PUD-8 requirements. The development will create new residential uses in the neighborhood and revitalize the existing publicly accessible open space in the PUD-4 District while creating new urban pocket parks.

Parking for all new development and retained development, are proposed to be provided in the existing below grade garage. The two service areas are planned to remain in their existing locations on Land Boulevard and First Street, but will be renovated or rebuilt. The new development will have 7 long term bicycle parking spaces less than the number required by zoning and, hence seeking a special permit. The development will meet the requirement for short term bicycle parking spaces by contributing into the City's Public Bicycle Parking Fund for the spaces that cannot be located on the site.

FINDINGS

After review of the Application Documents and other documents submitted to the Planning Board, testimony given at the public hearing, and review and consideration of the applicable requirements and criteria set forth in the City of Cambridge Zoning Ordinance (“Zoning Ordinance” or “Ordinance”) with regard to the special permits being sought, the Planning Board makes the following Findings:

1. Planned Unit Development (PUD) Final Development Plan Approval (12.36)

The Applicant submitted a Development Proposal on August 13, 2020 in accordance with the requirements of Article 12.000. The Planning Board approved the Development Proposal following a public hearing on October 6, 2020, and issued a Preliminary Determination approving the Development Proposal with requests for additional material to be included in the Final Development Plan. The Preliminary Determination was filed with the City Clerk on October 29, 2020. The Applicant submitted a Final Development Plan, containing a further refinement of the material provided in the Development Proposal and additional information as requested by the Planning Board, on November 20, 2020.

Pursuant to Section 12.36.4, the Board reaffirms the findings made in its Preliminary Determination and finds that the Final Development Plan remains in conformance with the evaluation criteria set forth in Section 12.35.3, as set forth below.

(1) The Development Proposal conforms with the General Development Controls set forth in Section 12.50, and the development controls set forth in the specific PUD district in which the project is located.

The Board finds that the Final Development Plan is in conformance with the General Development Controls set forth in Section 12.50 and the development controls of the PUD-8 zoning district contained in Section 13.100 of the Zoning Ordinance. The Application Documents demonstrate compliance with the particular requirements set forth in the PUD-8 zoning adopted in 2019.

(2) The Development Proposal conforms with adopted policy plans or development guidelines for the portion of the city in which the PUD district is located.

The zoning for the PUD-8 district was developed to be consistent with a variety of plans and guidelines for East Cambridge, including the Eastern Cambridge Planning Study dated October 2001, the Eastern Cambridge Design Guidelines dated October 15, 2001, the East Cambridge Riverfront Plan dated May 1978, the East Cambridge Development Review Process and Guidelines dated June, 1985 and the Cambridge Riverfront Plan dated Spring 2011. The Board finds that the Final Development Plan conforms to the goal of the PUD-8 zoning to create a vibrant, mixed-use district of high-quality general and technical office and lab use, active commercial use, residential use, and enhanced open space. The Board also finds that the proposal is generally consistent with the development guidelines established for

the area, with the understanding that details will be fleshed out as the review process continues.

(3) The Development Proposal provides benefits to the city that outweigh its adverse effects.

The Board finds that, on the whole, the proposed PUD will benefit the City by enabling the redevelopment of a key retail center, providing new office and residential uses, enlivening First Street, and providing specific benefits to the City as outlined in the Letter of Commitment and incorporated into the PUD-8 zoning.

In making this determination the Planning Board shall consider the following:

(a) The quality of the site design, including integration of a variety of land uses, building types, and densities; preservation of natural features; compatibility with adjacent land uses; provision and type of open space; provision of other amenities designed to benefit the general public

The Final Development Plan includes a positive arrangement of uses on the site, with a focus on active ground floor retail uses, connectivity, and publicly-accessible open space, as well as new buildings with distinct design and details.

(b) Traffic flow and safety

The Final Development Plan includes a thorough transportation analysis that looks comprehensively at all forms of transportation. The project is subject to requirements that will limit or mitigate traffic impacts and the project is designed to provide safe access, egress and circulation meeting City standards.

(c) Adequacy of utilities and other public works

The Application Documents, testimony at the public hearing and memorandum from the City Engineer indicate that City requirements related to infrastructure are understood and will be met in the proposed new development.

(d) Impact on existing public facilities within the city

The Final Development Plan is not expected to result in any negative impact on existing public facilities.

(e) Potential fiscal impacts

The Final Development Plan is generally expected to result in positive fiscal impacts for the City, including increased tax revenue and contributions to public improvements and mitigation as required in the zoning for the district. Additional

detailed information was requested by the Board and provided in the Final Development Plan.

Pursuant to Section 12.36.4, the Board finds that the Final Development Plan contains those revisions required by the Planning Board in its Preliminary Determination, as set forth below.

General Development Program

- The Final Development Plan includes a Revised Dimensional Form with a more detailed breakdown of development by use, accounting for both existing (including recently-added office uses) and proposed GFA;
- The Final Development Plan includes a Revised Development Program chart with key development characteristics for each site;
- The Final Development Plan includes an Ownership plan for different portions of the Development Parcel;
- The Final Development Plan includes diagrams demonstrating that the proposed building heights comply with Section 13.104.3(b) of the Zoning Ordinance;
- The Final Development Plan includes a description of the overall strategy for coordination of signage across the site, including a detailed wayfinding signage plan.

Development Phasing Timeline

- The Final Development Plan includes a Revised Phasing Plan including a project timeline and general scope of work at each phase (including creation/removal of parking spaces, loading bays, and bicycle parking spaces);
- The Final Development Plan includes an anticipated timeline for delivery of residential units;
- The Final Development Plan includes an anticipated timeline for delivery of jobs, with a breakdown by job type.

Mobility

- The Final Development Plan requests a reduction in long-term bicycle parking by special permit, and a reduction in short-term bicycle parking, which are discussed further in these Findings;
- The Final Development Plan includes a draft construction mitigation narrative that identifies construction methodology, material management and staging, delivery routes, pedestrian and bicycle safety, noise impacts and work hours, waste management, dust and asbestos control; sitework, vehicle emissions, vibration, snow removal, odor control; cleaning; and coordination;
- The Final Development Plan includes information on parking management and operations while noting that additional details will need to be considered when amending the Commercial Parking Facility Permit;

- The Final Development Plan contains information related to specific transportation management measures requested by the Traffic, Parking, and Transportation Department, which has provided a response in a memo discussed further in these Findings and incorporated into the Conditions of this Special Permit;

Retail Program

- The Final Development Plan includes a plan for activating the proposed “Mall Connector,” and potential for another connection from First Street to the Galleria atrium aligned with Spring and/or Hurley Street(s);
- The Final Development Plan describes the strategy to maintain the vibrancy of the existing retail atrium;
- The Final Development Plan includes more detailed information on the arrangement of the underground parking levels of the entire CambridgeSide project, including location and size of entrances and exits;
- The Final Development Plan includes a detailed plan for the provision of Ground Floor Active Uses;
- The Final Development Plan describes a process for allocation of subsidized space for retail, small businesses, and non-profits, and generally describes where it could be located but acknowledges that specific locations will be determined at a future time.

Housing

- The Final Development Plan provides some information about the housing plan but as it is proposed for a later phase of development, it states that a more detailed breakdown of housing units by type, size, and affordability by income threshold will be provided when the design of the residential building is further advanced, and that consideration will be given toward increasing the number of large, affordable residential units;

Open Space and Connectivity

- The Final Development Plan includes additional details on the Open Space Plan, but notes that detailed design issues including grading and slopes, any adaptations to flooding, anticipated programming of spaces, and transitions with abutting spaces outside the PUD-8 development parcel will be a consideration in the design review process;
- The Final Development Plan notes that a more direct pedestrian connection and additional bicycle path between Monsignor O’Brien Highway and Canal Park through the green area west of Graves Landing is one of the issues that will be considered in the design review of improvements to Lechmere Canal Park;
- The Final Development Plan includes an overview of play areas on- and off-site for future residents of the project;

- The Final Development Plan provides conceptual design options for the pocket park next to the entry for residential uses at 90 First Street, which will be subject to future design review and approval;
- The Final Development Plan describes the general design intent for all pocket parks and discusses how they will contribute to the area's open space system as a whole.

Environmental Considerations

- The Final Development Plan acknowledges that a detailed Green Building Review submission will be submitted for each building at the design review phase, including potential for incorporating measures listed in Net Zero Plan requirements in buildings or at a PUD level;
- The Final Development Plan includes an analysis of rooftop solar potential and states that all new roofs will be designed to be "solar-ready" and the feasibility of installing photovoltaic arrays will be evaluated through the design review process for new buildings;
- The Final Development Plan notes that the Passive House standard will be strongly considered for residential uses during the design process for those buildings.

Community Benefits

- The Final Development Plan provides a general explanation of the economics of the development program;
- The Final Development Plan provides a more detailed accounting of public benefits, organized by type, to allow the Board to better assess the balance between public benefits and impacts;
- The Final Development Plan provides details on employment generated by the project, including projected job types, current and projected layoffs, and salaries;
- The Final Development Plan states that it is the Applicant's intention to continue the long-term ownership position while leasing portions of the project to various tenants and occupants, and that any future sale(s) would be subject to market conditions at the time.

2. Special Permit for Modification of Bicycle Parking Standards (Section 6.108)

(6.108.3) Findings and Approval. Upon granting a special permit to modify any requirements of this Section 6.100, the Planning Board shall make a general determination that the proposal is consistent with the purpose of this Section 6.100 and that the Bicycle Parking Plan proposes a quantity, design and arrangement of bicycle parking that will serve bicycle users in a way that is sufficiently comparable, given the circumstances of the specific project, to the bicycle parking that would be required under the regulations of this Section

6.100. The Planning Board shall also make specific determinations applicable to the modifications being sought as set forth below:

The Final Development Plan includes a request for approval of an alternative bicycle parking plan that would reduce the required number of long-term bicycle parking spaces to 450 and the required number of short-term bicycle parking spaces to 116. Responses were provided in a memo from the Community Development Department (CDD) dated December 17, 2020 and the Traffic, Parking and Transportation Department (TP+T) dated December 21, 2020. These staff memos support the request for reduced long-term bicycle parking as modest and reasonable given the expectation for some shared use of bicycle parking on the site. However, the request for reduced short-term bicycle parking is not supported given the anticipated need and the flexibility in being able to contribute to the City's Public Bicycle Parking Fund to compensate for spaces that cannot be accommodated on site. Therefore, the Board finds that the proposal for bicycle parking is consistent with the purpose of the bicycle parking requirements in Section 6.100, and will be sufficiently comparable to a proposal meeting the standards of Section 6.100, provided that the required amount of short-term bicycle parking will be provided on-site to the extent feasible and that a funding contribution will be made for additional required spaces as required by this Special Permit.

(a) Where an alternative design or layout of Bicycle Parking Spaces is proposed, the Planning Board shall determine that such design or layout shall be durable and convenient for the users whom it is intended to serve. Where new technologies are proposed, the Board may require that the Applicant demonstrate such technologies for review by City staff.

All of the proposed spaces will meet the city's requirements for layout and spacing of bicycle parking areas, therefore improving convenience for users. Only bicycle parking spaces that meet the applicable design and layout standards for bicycle racks will count toward the zoning number of long-term and short-term bicycle parking spaces.

(b) Where modifications to the location or quantity of bicycle parking is proposed, the Planning Board shall determine that the Bicycle Parking Plan will satisfactorily serve the needs of all expected users, based on quantitative and/or qualitative evidence provided by the Applicant. Such a modification may be appropriate for a campus master plan or other large development site within which bicycle parking is planned comprehensively across an area instead of on a specific site-by-site basis.

The project will provide 450 long-term bicycle spaces, which is slightly less than the 457 spaces required by zoning. 450 long-term bicycle spaces will be sufficient for some sharing of bicycle parking spaces by site users that may have peak bicycle parking demands at different times of the day (i.e. residential versus office uses). The applicant will provide short-term bicycle parking spaces on-site as is feasible, subject to review by CDD and TP+T in the design review process, and will contribute to the City's Public Bicycle Parking Fund for the number of bicycle spaces not installed up to the 146 spaces required by zoning.

3. Project Review Special Permit (19.20)

The Board finds that the Final Development Plan conforms to the criteria for approval of a Project Review Special Permit contained in Section 19.20, as set forth below.

(19.25.1) Traffic Impact Findings. Where a Traffic Study is required as set forth in Section 19.24 (2) the Planning Board shall grant the special permit only if it finds that the project will have no substantial adverse impact on city traffic within the study area as analyzed in the Traffic Study. Substantial adverse impact on city traffic shall be measured by reference to the traffic impact indicators set forth in Section 19.25.11 below.

(19.25.11) Traffic Impact Indicators. In determining whether a proposal has substantial adverse impacts on city traffic the Planning Board shall apply the following indicators. When one or more of the indicators is exceeded, it will be indicative of potentially substantial adverse impact on city traffic. In making its findings, however, the Planning Board shall consider the mitigation efforts proposed, their anticipated effectiveness, and other supplemental information that identifies circumstances or actions that will result in a reduction in adverse traffic impacts. Such efforts and actions may include, but are not limited to, transportation demand management plans; roadway, bicycle and pedestrian facilities improvements; measures to reduce traffic on residential streets; and measures undertaken to improve safety for pedestrians and vehicles, particularly at intersections identified in the Traffic Study as having a history of high crash rates.

The indicators are: (1) Project vehicle trip generation weekdays and weekends for a twenty-four hour period and A. M. and P.M. peak vehicle trips generated; (2) Change in level of service at identified signalized intersections; (3) Increased volume of trips on residential streets; (4) Increase of length of vehicle queues at identified signalized intersections; and (5) Lack of sufficient pedestrian and bicycle facilities. The precise numerical values that will be deemed to indicate potentially substantial adverse impact for each of these indicators shall be adopted from time to time by the Planning Board in consultation with the TPTD, published and made available to all applicants.

The Applicant completed a thorough and comprehensive Transportation Impact Study (TIS), with a functional scope determined by TP+T, which was certified as complete and reliable by TP+T on August 4, 2020. The Board received memoranda from TP+T dated September 25, 2020 and December 21, 2020 commenting on the findings of the TIS, other project considerations related to traffic and transportation, and recommended planning, design and mitigation strategies. The Board discussed such material with TP+T staff at its public hearings, and makes reference to such material in making these Findings.

In addition to a comprehensive analysis of the traffic impact criteria required by Section 19.20, the TIS includes an analysis of demand for parking and bicycle parking as well as an analysis of transit demand and service in the area. The findings of these analyses have been very informative to the City and have shaped some characteristics of the Final Development Plan, such as managing the supply of parking in a way that will help to limit transportation

impacts and will accommodate the parking needs in the existing below-grade garage without constructing new parking. The TIS indicated that the project will exceed project review thresholds in several areas, including vehicle level of service at several intersections, increased queuing at two intersections on Land Boulevard, pedestrian level of service at several intersections, and lack of bicycle facilities on Cambridgeside Place and Land Boulevard.

Based on the TIS, TP+T recommended a comprehensive package of mitigation and monitoring requirements, developed in coordination with the Applicant, included in its memo dated December 21, 2020.

Based on the information provided, the Board finds that the extensive set of transportation mitigation and monitoring measures appropriately counterbalance the anticipated transportation impacts as presented in the TIS, and therefore finds that there will be no substantial adverse impact on city traffic within the study area.

(19.25.2) Urban Design Findings. The Planning Board shall grant the special permit only if it finds that the project is consistent with the urban design objectives of the city as set forth in Section 19.30. In making that determination the Board may be guided by or make reference to urban design guidelines or planning reports that may have been developed for specific areas of the city and shall apply the standards herein contained in a reasonable manner to nonprofit religious and educational organizations in light of the special circumstances applicable to nonprofit religious and educational activities.

The Board finds that the proposed project is consistent with the Urban Design Objectives set forth in Section 19.30, which also make reference to plans and guidelines established by the City for particular areas. The Board acknowledges that the Final Development Plan presents development in conceptual form, and therefore makes the below findings based on the overall master plan presented for the development. Detailed designs of individual buildings and development sites within the PUD will be reviewed further by the Board in accordance with the Conditions of this Decision.

(19.31) New projects should be responsive to the existing or anticipated pattern of development.

As described in the PUD findings set forth above, the Final Development Plan follows from the extensive discussion undertaken during the creation of the PUD-8 zoning regulations that have shaped this PUD proposal. The inclusion of a mix of commercial development, active ground floor uses, and residential uses is consistent with area planning objectives for activating the First Street corridor and adding development to a transit-dense area. The design of the site will enhance connectivity to the surrounding neighborhood and improve existing open space.

The project's overall height strategy is appropriate to the urban context and conforms to the PUD-8 zoning. Tall buildings line First Street and Land Boulevard; while the flat-roofed interior of the block (the core mall building), the central portion of the south façade, and the curved north façade are preserved at their current heights. On First Street, three buildings, varied in materials and character, but with roughly similar heights and approximately aligned streetwalls, provide an architectural frame for the street. They are separated from each other by two "pocket parks" open to First Street. The widths of their facades roughly correspond to the widths of the East Cambridge city blocks to the west, strengthening the project's fit with the texture of East Cambridge's urban fabric. At the southeastern corner of the block, a single large building, 20 CambridgeSide, will replace the existing Macy's building in Phase 1. Its streetwall facades extend along the Land Boulevard and CambridgeSide Place sidewalks and meet in a smooth curve facing the intersection. Its relatively simple massing, holding the street edge and stepping back on its upper floors, is an appropriate response to the scale and importance of both Land Boulevard and Charles Park.

(19.32) Development should be pedestrian and bicycle-friendly, with a positive relationship to its surroundings.

The Final Development Plan prioritizes pedestrian and bicycle travel by placing active uses and pedestrian entrances to buildings at the ground floor, maximizing glazing on ground floor facades on First Street as well as side streets, improving public streets to prioritize pedestrian and bicycle circulation over vehicle travel, and placing parking below grade. The project also includes the creation of a new "Mall Connector" between the mall's food court and First Street via a two-story storefront entrance at the 60 First Street building (former Sears), which enhances the permeability of the PUD area. In addition, the Final Development Plan will re-design Canal Park in coordination with the City to improve the path system around the Park, which is important for users traveling through the area as part of the Charles River Basin, as well as for access to the Park and the Mall as destinations.

(19.33) The building and site design should mitigate adverse environmental impacts of a development upon its neighbors.

The Final Development Plan proposes a sensible arrangement of potentially disruptive functions so that they minimally impact surrounding lots or the public realm. Rooftop mechanical equipment is arranged and enclosed in a logical way. Most loading and service facilities are located on-grade, enclosed, and accessed from side streets. Conditions at the perimeters of the site are designed to be friendly to abutters and passersby. While the buildings are large in scale, as the zoning allows, the massing is distributed to provide separation between buildings providing light, air and views. Wind impacts have been assessed and mitigating measures are proposed to minimize impacts on the public realm, which will be reviewed in more detail for each site through the continuing review process. The project will result in an increase in trees and landscape

features through improvements to existing open spaces and public streets, and the creation of new pocket parks on the site.

(19.34) Projects should not overburden the City infrastructure services, including neighborhood roads, city water supply system, and sewer system.

In accordance with the Conditions of the Board's Decision and other applicable regulations, the Final Development Plan will result in improvements to public infrastructure including roads, water and sewer systems, and Canal Park. Transportation and other impacts will be monitored and assessed by applicable City departments. The project will also be subject to enhanced standards for sustainable design as required by zoning, and will continue to be reviewed and assessed for opportunities for improved sustainability through the course of development.

(19.35) New construction should reinforce and enhance the complex urban aspects of Cambridge as it has developed historically.

The Final Development Plan includes the construction of new buildings along with the preservation of the existing CambridgeSide Galleria mall. This design approach allows for the layers of urban development to be visible without sacrificing growth that is beneficial to the city. The Final Development Plan will result in a development that will be more welcoming to residents, employees and visitors to East Cambridge. The project also includes significant ground floor retail spaces that are accessible to the general public both from streets and from Canal Park.

(19.36) Expansion of the inventory of housing in the city is encouraged.

The Final Development Plan includes the addition of 175,000 square feet of residential use, which create approximately 200 dwelling units, approximately 130 of which will be reserved for tenants who meet qualifications for affordable and middle-income housing.

(19.37) Enhancement and expansion of open space amenities in the city should be incorporated into new development in the city.

As mentioned earlier, the Final Development Plan will re-design Canal Park in coordination with the City. The Plan also proposes improving the streetscapes of First Street, CambridgeSide Place, and Thorndike Way by widening sidewalks and planting street trees, and creating new pocket parks on First Street. Together, these interventions will enhance existing open space amenities and create new open spaces through a combination of vegetation and hardscape.

The proposed open space enhancements provide for the seamless integration of open space, ground floor retail and other activities that will continue to support the vitality and livability of East Cambridge. Public realm improvements, including generous sidewalks and spill out zones, provide opportunities for outdoor dining, seating and public

interaction, as well as improved stormwater management in Canal Park and along First Street.

4. General Criteria for Issuance of a Special Permit (10.43)

The Planning Board finds that the project meets the General Criteria for Issuance of a Special Permit, as set forth below.

10.43 Criteria. Special permits will normally be granted where specific provisions of this Ordinance are met, except when particulars of the location or use, not generally true of the district or of the uses permitted in it, would cause granting of such permit to be to the detriment of the public interest because:

(a) *It appears that requirements of this Ordinance cannot or will not be met, or ...*

Upon granting of the requested special permits, it appears that the requirements of the Ordinance will be met.

(b) *traffic generated or patterns of access or egress would cause congestion, hazard, or substantial change in established neighborhood character, or ...*

Transportation impacts have been carefully assessed as described above in these Findings. No changes to patterns of access or egress are anticipated that would cause substantial adverse impact.

(c) *the continued operation of or the development of adjacent uses as permitted in the Zoning Ordinance would be adversely affected by the nature of the proposed use, or ...*

The proposed development is consistent with the zoning requirements for the area and will not adversely impact the operation or development of adjacent uses.

(d) *nuisance or hazard would be created to the detriment of the health, safety and/or welfare of the occupant of the proposed use or the citizens of the City, or ...*

The proposed development will not cause nuisance or hazard and will be conducted in accordance with all applicable health and safety requirements.

(e) *for other reasons, the proposed use would impair the integrity of the district or adjoining district, or otherwise derogate from the intent and purpose of this Ordinance, and ...*

The proposed uses are fully consistent with the anticipated character of the district as established through the City's planning and zoning.

- (f) *the new use or building construction is inconsistent with the Urban Design Objectives set forth in Section 19.30.*

The proposed development is consistent with the Citywide Urban Design Objectives, as set forth further above in these Findings.

DECISION

Based on a review of the Application Documents, testimony given and comments made at the public hearings, and the above Findings, the Planning Board hereby GRANTS the requested Planned Unit Development, Project Review and bicycle parking modification special permits for the Final Development Plan, subject to the following conditions and limitations. Hereinafter, for purposes of this Decision, the Permittee shall mean the Applicant for the requested Special Permits and any successor or successors in interest.

Outline of Conditions

1. General Conditions
2. Approved Development Program
3. Open Space
4. Design Review
5. Timing and Phasing
6. Traffic and Infrastructure Improvements
7. Conveyance
8. Active Uses
9. Noise and Vibration
10. Construction Management
11. Sustainable Environmental Strategies
12. Letter of Commitment
13. Other Requirements
14. Subdivision of the PB-364 Development Parcel
15. Procedures for Granting Minor and Major Amendments

List of Appendices (Incorporated herein and made a part hereof.)

- A. Development Summary
- B. Conditions included in Traffic, Parking and Transportation Department (TP+T) memo on the Final Development Plan
- C. Conditions included in Department of Public Works (DPW) memos on the Final Development Plan
- D. Open Space Diagram
- E. Letter of Commitment (New England Development, 12/4/2019)

1. General Conditions

All development authorized by this Special Permit (the “Project”) shall conform to the applicable requirements of the Cambridge Zoning Ordinance (“CZO”) and all other City of Cambridge Ordinances, in addition to the Conditions of this Special Permit Decision (the “Decision”).

- a. All development authorized by this Special Permit shall be in substantial conformance with the Development Proposal dated August 13, 2020, as modified, supplemented and amended by the Final Development Plan Supplement dated November 20, 2020, the Supplemental Information Letter dated December 21, 2020, and other Application Documents submitted to the Planning Board (collectively, the “Final Development Plan”), except as otherwise set forth in this Decision.
- b. The Community Development Department (“CDD”) shall certify to the Superintendent of Buildings that all Conditions of this Decision are met prior to the issuance of a Building Permit or Certificate of Occupancy for any development authorized by this Special Permit.

2. Approved Development Program

The following characteristics of the Planned Unit Development (PUD) are specifically permitted and are summarized in Appendix A, Development Summary:

- a. Development Parcel. The Development Parcel approved by this Decision (referred to as the “PB-364 Development Parcel”) shall include a portion of the Development Parcel previously approved in Special Permit Decision PB-66 (referred to as the “PB-66 Development Parcel”). Simultaneous with issuance of this Decision, a Minor Amendment to Special Permit Decision PB-66 is being issued to address the relationship between the PB-364 Development Parcel and the PB-66 Development Parcel. The land remaining subject to Special Permit Decision PB-66 (i.e., a total of approximately 268,552 square feet of Gross Floor Area (GFA)) shall be governed by the terms of Special Permit Decision PB-66. Henceforth, the provisions of Special Permit Decision PB-66 shall not govern the PB-364 Development Parcel.
- b. Aggregate Development Program.
 - i. Total Development. The Gross Floor Area (GFA) that exists in the PB-364 Development Parcel from the date of the PUD-8 Special Permit application is 1,090,000 square feet, which includes the GFA of above-ground structured parking facilities in existence on or before September 15, 2000. The maximum Net New GFA permitted for the PB-364 Development Parcel shall not exceed 575,000 square feet. The total development allowed in the PB-364 Development Parcel is 1,665,000 in the aggregate, as more specifically set forth in Appendix A attached to this Decision and incorporated herein.
 - ii. Office or Laboratory Uses. This Decision authorizes a total of 1,100,000 square feet of GFA for office or laboratory uses (Section 4.34 of the CZO), which includes reconstructed or converted existing retail GFA, Net New GFA, and existing office

GFA on the third floor of the “Core Mall” previously approved by Amendment #21 to PB-66, as summarized in Appendix A.

- iii. Residential Uses. This Decision authorizes the construction of at least 175,000 square feet of GFA devoted to multifamily residential uses (Section 4.31-g of the CZO). The residential component is currently anticipated to include approximately 200 dwelling units; however, the final unit count, as well as unit sizes, layout, floor plans and amenities, is subject to final review and approval during the design review process for the residential building, which will include refinement based on input from the Housing Division of the Community Development Department. Such residential uses shall fulfill the housing requirements set forth in Section 13.104.1(d) of the CZO.
- iv. Active Uses, as defined in Section 13.107.1 of the CZO, are authorized as shown in the Final Development Plan and as further defined in this Decision. Authorized Active Uses shall include all Retail or Consumer Service Establishments uses listed in Sections 4.35 and 4.36 of the CZO as permitted in the PUD-8 district or base zoning district. Additional Active Uses permissible by Section 13.107.1 of the CZO may be approved by a written determination of the Planning Board on finding that the use enhances the public pedestrian usage of the sidewalks and create a sense of neighborhood continuity by providing an interesting, lively and active presence at street level.
- v. Modifications of Permitted Uses. Any change to this approved Aggregate Development Program that increases the GFA devoted to Residential Uses or Active Uses, with a commensurate decrease in Office or Laboratory uses, may be approved by the Planning Board as a Minor Amendment pursuant to Condition #15 of this Decision.
- vi. Parking. No accessory parking shall be required for approved principal uses in the Final Development Plan. All approved uses shall be served by existing principal use parking spaces on the site, which will be reduced in number from 2,490 to approximately 1,695 parking spaces at the time of demolishing the existing above-grade structured parking garage according to the Phasing conditions set forth below. All parking facilities shall be regulated by the applicable provisions of Appendix B as well as by the Commercial Parking Facility Permit, as it may be amended. The parking garage shall continue to be made available to Cambridge residents during declared snow emergencies. Parking spaces may be used for carsharing to the extent allowable by the CZO. Electric Vehicle (EV) charging stations shall also be allowed within parking facilities. After the demolition of the existing above-grade parking garage, any change to the number of parking spaces accomplished by reallocating space within the below-grade garage or active parking management (e.g., valet parking) may be approved as a Minor Amendment pursuant to Condition #15 of this Decision.
- vii. Loading. Pursuant to Section 13.106.6 of the CZO, the Planning Board hereby grants a waiver to allow for a reduction in the required number of loading bays and to permit loading facilities to be shared across any uses on the Development Parcel. As set forth in the Final Development Plan, a total of 12-20 loading bays shall be provided to

serve the Project, at full buildout, with the final number of required loading bays to be determined during the design review process for each Phase of the Project. Interim loading conditions shall be permitted as generally described on the Phasing Timeline in Appendix A, subject to approval by the Traffic, Parking and Transportation Department (TP+T).

- viii. **Bicycle Parking.** The Planning Board hereby approves a special permit to modify bicycle parking requirements per Section 6.108 of the CZO. The required number of long-term bicycle parking spaces shall be 450 and the required number of short-term bicycle parking spaces shall be 146 for the Project at full buildout. Long-term bicycle parking spaces may be provided anywhere on the site and are permitted to serve all approved uses in the PUD. As set forth in Appendix B, the final number of and locations for short-term bicycle parking shall be subject to approval by CDD and TP+T during the design review process for individual buildings, and the Permittee shall contribute to the City's Public Bicycle Parking Fund for the number of bicycle spaces not installed on-site, up to the 146 required short-term bicycle parking spaces. Bicycle parking spaces shall be created proportionally to the development occurring within each Phase of the Project.
- ix. **Public Bicycle Sharing Stations** are authorized without limitation. At a minimum, the Permittee shall fund the purchase and related installation costs of a public bicycle sharing station (i.e., Bluebikes Station) proximate to the PB-364 Development Parcel in accordance with the transportation mitigation requirements contained in Appendix B of this Decision. The City and Permittee have identified Canal Park as a mutually acceptable location for such a station, with the final location within Canal Park to be made by the City prior to installation.
- c. **Site Development Program.**
- i. This Decision authorizes development on distinct building areas, as generally shown on the Final Development Plan and in the Approved Site Development Summary Table in Appendix A of this Decision summarized below, which areas are subject to final review, modification and approval during the design review process:
1. **Initial Phase Buildings:**
 - o 20 CambridgeSide Place – demolition of the existing retail building and construction of a new building with approximately 360,000 square feet of GFA, predominantly for office or laboratory uses with some Active Uses at the ground story.
 - o 60 First Street – addition to the existing building to result in a total of approximately 210,000 square feet of GFA, for office or laboratory uses with Active Uses at the ground story.
 2. **Subsequent Phase Buildings:**
 - o 80-90 First Street – demolition of the existing above-grade parking garage and construction of a new building with approximately 305,000 square feet of GFA, for a mix of residential, office, and Active Uses.

- o 110 First Street – demolition of the existing retail building and construction of a new building with approximately 335,000 square feet of GFA, for office or laboratory uses with Active Uses at the ground story.
- ii. Modifications to Approved Site Development Summary Table. Any change to the Approved Site Development Summary Table that alters the GFA figures set forth in Appendix A for any particular site by no more than 2,000 square feet may be approved by the Community Development Department (CDD) as an administrative change without requiring an Amendment by the Planning Board, provided that the resulting development remains in substantial conformance with applicable Sections of the CZO, the approved Final Development Plan, and the Conditions of this Decision. Any change to the configuration of the two Subsequent Phase building sites, or to the allocation of GFA and uses across those two sites, may be approved during the design review process as a Minor Amendment pursuant to Condition #15 of this Decision if the Board finds that such change will not negatively impact the residential component of the Project. Any further change to the Approved Site Development Summary Table that does not increase the GFA of any phase by more than 10% or reconfigure the boundary line of any one or more sites may be approved by the Planning Board as a Minor Amendment pursuant to Condition #15 of this Decision. The Planning Board shall determine whether any other change to the Approved Site Development Program constitutes a Minor or Major Amendment in accordance with Condition #15 of this Decision.

3. Open Space

- a. As an element of the Planned Unit Development, the Planning Board specifically approves the amount, location, and functional characteristics of the Publicly Beneficial Open Space as required in the CZO and such other open space as the same is contextually depicted in the “Open Space Diagram” attached as Appendix D.
- b. In accordance with Section 13.105, upon the completion of all of the improvements in the PUD-8 District authorized by Special Permit PB #364, the Publicly Beneficial Open Space in the PUD-8 District and/or within 1,000 feet of the PUD-8 District shall total no less than twenty percent (20%) of the total land area of the PUD-8 District. Approximately 73,000 square feet of Publicly Beneficial Open Space shall be provided on the PB-364 Development Parcel, at full buildout of the Project, as set forth in the Final Development Plan.
- c. The Permittee shall be responsible for completing improvements to Lechmere Canal Park and to other public spaces surrounding the PB-364 Development Parcel as set forth in the Final Development Plan. All off-site improvements to public spaces controlled by the City of Cambridge or other third parties shall be subject to obtaining all necessary permits and approvals, including, without limitation, final approval by the City.
- d. The Permittee shall create, as part of the approximately 73,000 square feet of Publicly Beneficial Open Space identified above, approximately 14,000 square feet of new Publicly Beneficial Open Space as generally depicted in the Open Space Diagram, including a “Mall Connector” interior to the building at 60 First Street and two courtyards

adjacent to First Street, subject to final review and approval during the design review process for the applicable phase of the Project. The Publicly Beneficial Open Space shall accommodate a variety of passive and active uses to serve the Permittee, occupants of the improvements situated within the Planned Unit Development, and the general public. Such Publicly Beneficial Open Space shall be located at the ground plane and shall be generally accessible for use by the public for reasonable periods throughout the day for the purposes for which the open space is designed and approved by the Planning Board. All Publicly Beneficial Open Space interior to a building, including the Mall Connector, shall be open for use by the general public during all hours when retail uses are in operation.

- e. Open space amenities located above the ground plane that are intended to serve only occupants of a building, which amenities will be reviewed and approved by the Planning Board in the Design Review process, shall not be considered to be Publicly Beneficial Open Space.
- f. The specific landscape and open space elements associated with a development phase, as set forth in Condition #5 below, will be reviewed and approved by the Planning Board in connection with its Design Review of the improvements associated with a particular building, pursuant to the criteria set forth in Condition #4 below.
- g. Subject to the terms and conditions of ongoing maintenance agreements with the City and other abutters, as the same may be amended or modified over time, the Permittee shall be responsible for the continued maintenance of the Publicly Beneficial Open Space and the Canal Park Public Open Space, including keeping pathways clear of ice and snow, as per City of Cambridge regulations.

4. Design Review

In granting a Project Review Special Permit under Section 19.20 for the Final Development Plan, the Planning Board hereby approves buildings as presented in conceptual form, subject to later design review by the Planning Board. The Planning Board shall review and approve the specific design of each building contained within the approved Final Development Plan, including any Open Space and landscape elements associated with that building, at a regular Board meeting at which the design has been placed on the agenda, within two (2) years prior to issuance of a Building Permit for that building. The Permittee may also submit interim materials for review and comment by the Planning Board prior to seeking final design approval.

- a. For each Building, during the design development stage but prior to completion of final construction drawings, the Permittee is required to provide the following materials to the Planning Board for final review and approval, which materials shall also be made available to the public at least two weeks prior to the Planning Board meeting at which the design review will be conducted:
 - i. A dimensional form describing the Gross Floor Area, building height, setbacks, size of open space, and vehicular and bicycle parking spaces, as well as cumulative dimensional information for all development approved in this PUD, that has been

- previously constructed or has received final design review approval from the Planning Board.
- ii. A description of all uses intended to be located within the new or renovated buildings.
 - iii. A Site Development Plan, revised as necessary, showing the proposed boundary lines for the subject building site and other building sites within the PUD.
 - iv. A site plan (or plans) of the entire building site illustrating, in detail:
 1. Landscape features including hardscape and vegetated surfaces, trees and other plantings, outdoor furniture, outdoor lighting, bicycle parking, activity spaces, public art, signage and wayfinding, and any other design elements.
 2. Conceptual plans for all roadways or sidewalks adjacent to the building site, including any planned changes approved or to be approved in the future by City departments.
 3. Circulation routes to, from and through the site for pedestrians, bicyclists, passenger vehicles and service or delivery vehicles.
 4. The locations of all access and egress points for pedestrians, bicyclists, passenger vehicles and service or delivery vehicles.
 - v. Scaled and dimensioned floor plans of each level of the proposed building.
 - vi. A scaled and dimensioned roof plan, illustrating all features proposed to be located on the roof including the arrangement of any rooftop mechanical systems and enclosures, and any proposed lighting that will be visible from outside the building.
 - vii. Scaled and dimensioned elevations of each side of the proposed building with labels and descriptions of proposed exterior façade materials, which shall include any visible rooftop mechanical equipment, screening devices, exterior vents, lighting fixtures and other appurtenances, as well as focused elevations of each of the ground floor façades.
 - viii. A signage plan showing the general locations and areas of all signage visible from the public way, including the general design characteristics of any wayfinding signage intended to serve the PUD as a whole.
 - ix. A plan showing the locations and describing the general characteristics of proposed art installations.
 - x. Perspective views of the building site from significant vantage points, including public streets from which the building will be visible at a distance, as well as pedestrian views from all sides of the building to illustrate how the building will relate to the adjacent public realm.
 - xi. The Green Building Review materials required to certify compliance with Condition #11 of this Decision, as set forth in that Condition.
 - xii. A Noise Mitigation narrative and acoustical report prepared by a professional acoustical engineer, addressing the requirements in Section 13.107.2 and Condition #9 of this Decision.

- xiii. A Light Mitigation narrative for any building containing laboratory use, addressing the requirements in Section 13.107.3 and Condition #9 of this Decision.
- b. In addition to presenting design drawings and illustrations, the Permittee shall present the following materials to the Planning Board at the design review meeting:
 - i. A physical, contextual scale massing model of the proposed building and surrounding buildings.
 - ii. Samples of materials to be employed for major elements of the building façade.
- c. Publicly Beneficial Open Space located on a particular building site shall be reviewed and approved by the Planning Board as part of the design review process for each individual building site.
- d. For the development of any residential building, the following information shall also be submitted for review and approval by the Planning Board:
 - i. Detailed layout of floor plans and unit plans.
 - ii. Number, type and size of units including the number of bedrooms and floor area.
 - iii. Amenities both in units and in common spaces.
 - iv. Views from residential units.
- e. During the design review process, the Board shall consider:
 - i. The architectural design of building facades, with special attention to the ground level.
 - ii. The placement of rooftop mechanical equipment, along with the design of penthouses and other features meant to screen such equipment, and any other exterior features within or surrounding the building site.
 - iii. The configuration and design of pedestrian, bicycle and vehicular modes of access and egress.
 - iv. The design of open spaces, landscape elements, and modifications to abutting street or sidewalk rights of way, with attention to pedestrian and bicycle circulation and comfort and management of potential conflicts between pedestrian and bicycle paths of travel and referenced in this Decision.
 - v. Any potential impacts of the proposed design on the public realm or on properties outside of the PUD, including but not limited to visual impacts, noise impacts, wind impacts, and effects on the safety and comfort of pedestrians, bicyclists and motorists in the area, and measures that are being taken to mitigate such impacts.
 - vi. The measures being implemented to promote highly sustainable design and development reflecting the goals and objectives established by the City that are included in the Final Development Plan and referenced in this Decision.
- f. For residential development, best efforts to include in the affordable component units with two and three bedrooms to address the housing needs for families consistent with City housing goals.

- g. The Planning Board's review shall be guided by the design standards set forth in the Final Development Plan and in Section 13.107.5 of the CZO, which include the policy objectives set forth in the Eastern Cambridge Planning Study dated October 2001, the guidance provided in the Eastern Cambridge Design Guidelines dated October 15, 2001, the East Cambridge Riverfront Plan dated May 1978, the East Cambridge Development Review Process and Guidelines dated June, 1985 and the Cambridge Riverfront Plan dated Spring 2011, provided that in the event of any conflict between any policy objectives or guidelines and the provisions of Section 13.100 of the CZO, the provisions of Section 13.100 of the CZO shall govern.
- h. City Department Review.
 - i. Technical Standards. Design elements on a building site requiring technical review for compliance with City requirements or standards, such as parking facilities, bicycle parking facilities, loading facilities, bicycle and vehicular access and egress, public bicycle sharing stations, stormwater management systems and Green Building materials (per Section 22.20), shall be reviewed by applicable City departments (which may include CDD, TP+T, DPW, Electrical or Water Departments, or others) at a conceptual design stage prior to submission of materials for review by the Planning Board. Final plans shall be reviewed by City departments for compliance with applicable standards and requirements prior to issuance of a Building Permit.
 - ii. Public Improvements. Before submitting a Design Review package to the Planning Board that includes the design of any public improvements, including but not limited to construction of public streets or infrastructure, the Permittee shall submit conceptual design drawings of such public improvements for review and comment by applicable City departments. Subsequent to Planning Board Design Review approval of a building site but prior to completing final construction drawings of any such public improvements, the Permittee shall prepare and submit 75% design drawings of such public improvements for review and comment by applicable City departments. All public improvements on City-owned property shall be subject to final approval by applicable City departments.
- i. Before the issuance of a Building Permit for any Building Site in the PUD, CDD shall certify to the Superintendent of Buildings that the final plans submitted to secure the Building Permit are consistent with and meet all conditions of this Permit, including design approval, granted by the Planning Board as it relates to said Building.
- j. Materials. Prior to the final selection of colors and textures for façade materials, the Permittee shall erect a mock-up of an exterior wall section on or near the building site to be reviewed by CDD staff for comment. Members of the Planning Board shall be notified when the mock-up is erected and given an opportunity to view the materials and transmit any comments to CDD staff.

5. Timing and Phasing

- a. Commencement. This Special Permit shall be governed by the provisions of Chapter 40A of the Massachusetts General Laws (M.G.L.) and Section 10.46 of the CZO, which establish the time within which construction authorized by the Special Permit must

commence. With respect to the requirements of Section 12.40, the Planning Board grants to the Permittee the right to start construction within two (2) years of the date of filing of this Decision with the City Clerk (not including the time required to pursue or await the final adjudication of an appeal under Section 17 of M.G.L. c. 40A), hereby granting the extension permitted under Section 12.41 for good cause, such good cause having been demonstrated by the Permittee because of the unusually large size and scope of the PUD and the need to obtain third party permits and approvals (including, without limitation, those for infrastructure and mitigation) for the Project.

- b. **Completion.** In accordance with the Final Development Plan, construction of the PUD shall be completed within ten (10) years of the date of issuance of this Special Permit, provided that if construction on a particular phase has commenced within ten (10) years, such phase shall be entitled to a Certificate of Occupancy so long as construction is diligently carried through to completion.
- c. **Phasing**
 - i. Development shall occur in phases as set forth in the Final Development Plan and summarized below and in Appendix A, subject to Design Review, and subject to modification in accordance with the Conditions of this Decision:
 1. The Initial Phase shall consist of development at 20 Cambridgeside Place and 60 First Street as described in the Site Development Program above, as well as improvements to Lechmere Canal Park.
 2. The Subsequent Phase shall consist of development at 80-90 First Street and 110 First Street as described in the Site Development Program above, as well as improvements to First Street.
 - ii. Each Phase shall consist of the buildings, Publicly Beneficial Open Space, streets, utilities, and other physical improvements set forth in the Final Development Plan (except as they may be modified by this Decision, as the same may be amended, and in the Design Review process) as being located on or immediately adjacent to and serving the building site(s) upon which the particular Phase is being constructed.
 - iii. The sequencing of the different Phases of development shall proceed as generally shown in the Phasing Timeline included in Appendix A, although the exact timing of the initiation and completion of each Phase may vary. If a Building Permit for the Subsequent Phase development has not yet been issued prior to issuance of a final Certificate of Occupancy for the last building in the Initial Phase development, the Permittee shall provide a detailed timeline for the Subsequent Phase development to the Planning Board demonstrating that the project will be completed within the timeframe set forth in this Decision or seeking approval of a modification to the Project timeline in accordance with the Conditions of this Decision.
 - iv. In the event that construction of a Phase has commenced but subsequently ceases, causing a Building Permit to lapse prior to the delivery of required public benefits, improvements or mitigation associated with that Phase, then the Planning Board may withhold authorization of a Building Permit for a future Phase until construction has recommenced, or the required public benefits, improvements or mitigation have been

delivered in a manner acceptable to the City, or this Decision has been amended to authorize a change to the Final Development Plan (the Board may consider allowing for the posting of security in a manner acceptable to the City to ensure the completion of work required for such prior Phase). A Building Permit for a Subsequent Phase building may be issued prior to the completion of the Initial Phase buildings, provided that it does not violate applicable requirements of the CZO or this Decision.

- d. **Modifications.** Modifications to the Phasing Plan or to this Condition #5 may be approved by the Planning Board as Minor Amendments pursuant to Condition #15 of this Decision, provided that all other Conditions of this Decision and requirements of the CZO continue to be met, in particular the requirements of Section 13.104.1(d) of the CZO.
- e. **Compliance.** The requirements of Section 13.100 of the CZO shall be applicable to the PB-364 Development Parcel as a whole, as set forth in Sections 13.102.6, 13.102.7, and 13.102.8 of the CZO. This Decision authorizes a Final Development Plan with multiple development sites that will proceed in Phases. Requirements of the CZO and of this Decision that are dependent on the amount and uses of constructed GFA, including but not limited to parking and bicycle parking, shall be met incrementally in relation to the amount and use of GFA completed at different Phases of development, subject to certification by CDD prior to issuance of a Building Permit or Certificate of Occupancy in accordance with Condition #1b. of this Decision.

6. Traffic and Infrastructure Improvements

- a. The Permittee shall be required to implement the transportation mitigation program and transportation monitoring program contained in Appendix B, at such times as are identified in said Appendix B, subject to receipt of all necessary permits and approvals where applicable.
- b. Any and all necessary infrastructure improvements shall be designed to meet all requirements and standards of the City of Cambridge and its relevant departments (including TP+T, DPW, the Water Department and the Electrical Department), and all other legal requirements with regard to the design and installation details of the improvements, as if such facilities were to be installed in City streets. At the completion of any Phase, the Project shall be in compliance with all DPW standards as generally described the memos provided by DPW to the Planning Board dated September 24, 2020 and December 17, 2020 (attached to this Decision as Appendix C), and subject to receipt of all necessary permits and approvals where applicable.

7. Conveyance

Where any utility is to be conveyed to the City of Cambridge, it shall be done in a manner acceptable to the City. The Permittee shall prepare all documents necessary to transfer these facilities to the City.

8. Active Uses

- a. The Planning Board approves the proposed location of required Active Use spaces as described and illustrated in the Final Development Plan. In addition, the Board authorizes any non-residential ground-floor space within the PUD to be occupied by Active Uses without amending this Special Permit.
- b. Active Uses shall include those uses enumerated in Section 13.107.1, along with any other use authorized in writing by the Planning Board in accordance with Section 13.107.1.
- c. In accordance with the Final Development Plan, the Permittee shall form an Open Space and Retail Advisory Committee within 90 days of receipt of a building permit for the first new building. The advisory committee shall include representatives from the Community Development Department, the East Cambridge neighborhood, and three (3) representatives designated by the Permittee, any of which may be representatives from other City-led advisory committees. The advisory committee shall meet bi-annually for a period of 10 years.
- d. In accordance with the Letter of Commitment dated December 4, 2019, no later than the issuance of the final Certificate of Occupancy for the first new building in the Project, the Permittee shall provide, for a period of not more than 20 years, up to 2,500 square feet of office space (which may be demised in smaller segments) at reduced rates (equal to a reduction of 30% below the rent charged for comparable market rate space), and for shorter durations than a typical office lease at the Project, in order to serve as an incubator for small businesses or non-profits in East Cambridge. A lease agreement for such space shall not require a tenant to pay for any share of the landlord's costs attributable to any of common area maintenance, insurance, or real estate taxes. Prior to the issuance of the final Certificate of Occupancy for the first new building in the Project, the Permittee shall provide a report to CDD describing the location, operational program, rent structure, and other characteristics of such office space in order to demonstrate compliance with this requirement.
- e. In accordance with the Letter of Commitment dated December 4, 2019, no later than the issuance of the final Certificate of Occupancy for the first new building in the Project, the Permittee shall provide, for a period of not more than 20 years, up to 2,500 square feet of space within the PUD-8 District (which may be demised in smaller segments) at reduced rates (equal to a reduction of 30% below the rent charged for comparable market rate space) to local retailers. A lease agreement for such space shall not require a tenant to pay for any share of the landlord's costs attributable to any of common area maintenance, insurance, or real estate taxes. Prior to the issuance of the final Certificate of Occupancy for the first new building in the Project, the Permittee shall provide a report to CDD describing the location, operational program, rent structure, and other characteristics of such retail space in order to demonstrate compliance with this requirement.

9. Noise and Vibration

- a. All buildings within the permitted Planned Unit Development, and all construction activity pursuant to this Special Permit, shall conform to the requirements of the City of Cambridge Municipal Noise Ordinance.
- b. Furthermore, in accordance with Section 13.107.2 of the CZO, at a minimum, any noise or vibration emanating from buildings and uses within the permitted Planned Unit Development shall not be normally perceptible at ground level without instruments at a distance of one hundred (100) feet from the source lot line.
- c. To certify compliance with the Cambridge Noise Ordinance and with Section 13.107.2 of the CZO, prior to and as a condition of the issuance of the first Certificate of Occupancy for a new or substantially altered commercial Building, the Permittee shall provide to CDD an acoustical report, including field measurements, demonstrating compliance of such building with all applicable noise requirements.
- d. In accordance with Section 13.107.2, prior to obtaining any Building Permit to add any equipment having a capacity greater than five (5) horsepower to the rooftop, the Permittee shall provide to CDD a narrative report demonstrating that there will be continued compliance with all applicable noise requirements after such addition, and upon completion of such addition and as a condition to operation thereof, an acoustical report, including field measurements, demonstrating such compliance.

10. Construction Management

- a. Before issuance of a Building Permit for any Phase of development within the PB-364 Development Parcel, the Permittee shall prepare a new or updated Construction Management Program consistent with the requirements of Section 18.20 of the CZO, which Program shall be reviewed and approved by the CDD, DPW, the Water Department, TP+T, the Inspectional Services Department, and other departments as deemed appropriate by the City.
- b. The Construction Management Program shall include those elements listed in Section 18.20, with particular attention to ensuring safe and convenient pedestrian access to major public facilities.
- c. The Construction Management Program shall include, in addition to the specific items required by Section 18.20:
 - i. A plan for site remediation in accordance with applicable local, state and federal requirements;
 - ii. Identification of all work to take place in the public right of way including but not limited to potential impacts to existing public shade trees to be coordinated early in the design process with the City Arborist; and
 - iii. A community outreach program including, at a minimum, the following elements:
 1. An identified point of e-mail and telephone contact to respond to community questions and feedback throughout the construction process;

2. A system for communicating ongoing project updates, which may include a web page, e-mail list, social media presence, direct outreach, and/or other measures; and
3. One or more signs posted on-site, legible from the public way, providing the information above along with a brief description of the project, the amount of commercial space, an expected completion date, and a rendering of the street-facing elevations.

11. Sustainable Environmental Strategies

- a. The requirements of Section 22.20 and Section 13.107.4 shall apply to all development in the Planned Unit Development. If the requirements of Section 22.20 in effect at the time of issuance of this Special Permit are superseded by a duly enacted amendment to the CZO, then the amended provisions shall apply to any new building, unless a complete Green Building Report has been submitted and certified for that building prior to the enactment of such amendment but not more than two (2) years prior to issuance of a Building Permit.
- b. Pursuant to Condition #4 of this decision, the design review submission for a building site shall include a Green Building Checklist and Narrative as required to be submitted with a Special Permit Application under Section 22.20, which shall also address the sustainability standards contained in Section 13.107.4, enhanced commissioning for newly constructed or renovated office and lab buildings, opportunities for ground source and air source heat pumps, solar photovoltaics, solar hot water, bio-fuel emergency power fuel, battery storage, facilities electrification, airtightness and additional methods to eliminate fossil fuel usage, including in the context of relevant energy initiatives implemented through the City of Cambridge, and exploring participation, if available, in any program sponsored by the City of Cambridge for community renewable energy purchase.
- c. The Permittee shall make the public areas of the Core Mall available for use by the general public during extreme heat events, including seating, restrooms, water fountains, and charging stations, during normal retail hours of operation. Prior to the issuance of the final Certificate of Occupancy for the first new building authorized by this Decision, the Permittee shall coordinate with City staff to create an operations plan for heat emergencies, including communication protocols, hours of operation, amenities, and public awareness.

12. Letter of Commitment

Prior to the issuance of any Building Permit or Certificate of Occupancy for development authorized by this Special Permit, CDD and all other relevant City departments shall verify to the Superintendent of Buildings that all provisions of the Letter of Commitment dated December 4, 2019, by the CambridgeSide Galleria Associates Trust, attached as Appendix E to this Decision, applicable at the time of issuance of that Building Permit or Certificate of Occupancy, are continuing to be met.

13. Other Requirements

All authorized development shall conform to all other requirements of Ordinances of the City of Cambridge, including but not limited to the following:

- a. All construction shall comply with the Asbestos Protection Ordinance, Chapter 8.61 of the City Municipal Code.
- b. Nonresidential Development authorized in this Decision is subject to the Incentive Zoning provisions of Section 11.200. The Housing Contribution payment, required in Section 11.200, shall be calculated upon the issuance of a Building Permit and provided to the City for each Building individually prior to the issuance of the first Certificate of Occupancy for that Building. The payment shall be at that rate established by the Ordinance at the time of issuance of the Building Permit, and applied to the area of eligible uses in the building, which area shall be certified by a registered architect. In a mixed-use Building containing non-subject uses, common areas shall be allocated proportionately.
- c. Residential development authorized in this Decision is subject to the Inclusionary Housing provisions of Section 11.200, as they are modified by Section 13.104.1(d), which states that subject to the provisions of Section 11.203, the percentage shall be increased to thirty percent (30%). In addition, thirty-five percent (35%) of the total Dwelling Unit Net Floor Area constructed shall be devoted to Middle Income Units as defined by Section 13.104.1(d). The total number of Affordable Family-Sized Dwelling Units required under Section 11.203.3(g) shall be determined based on the total Dwelling Unit Net Floor Area devoted to Affordable Dwelling Units required by Section 13.104.1(d)(2) and, to the extent legally permissible under Section 11.200 and other applicable legal requirements, all Family-Sized Dwelling Units will be Middle Income Units and Affordable Dwelling Units per Section 13.104.1(d). Before the issuance of a Building Permit, the specific number, sizes, and location of affordable units shall be designated and approved by CDD's Housing Division, and the owner shall enter into an Affordable Housing Covenant, which shall conform with the requirements of Section 11.200 and Section 13.104.1(d) Compliance shall be certified by the Housing Division of CDD prior to issuance of a Building Permit for authorized residential uses.

14. Subdivision of the PB-364 Development Parcel

- a. The subdivision of the PB-364 Development Parcel into lots at the time of issuance of this Special Permit is illustrated in the Ownership Diagram contained in Appendix A, attached to this Decision. Further subdivision of the PB-364 Development Parcel into smaller lots (should they be proposed) shall be permitted, provided that applicable requirements of the CZO (applied to the PB-364 Development Parcel as a whole, as set forth in Sections 13.102.6, 13.102.7, and 13.102.8 of the CZO) and this Decision are met and subject to Planning Board approval of setbacks and other development characteristics at the time of final Design Review approval.
- b. In the event that the Permittee desires to subdivide the PB-364 Development Parcel before or after receiving Design Review approval into separate lots containing specific buildings approved by this Decision, or to make changes to the boundaries of existing

lots that are not minor adjustments or corrections, including, without limitation, vertical air-rights subdivisions of the PB-364 Development Parcel, or portions thereof, the Permittee shall file a copy of the subdivision plan with CDD for inclusion in the record of this PUD. Except as provided above, no further approval by the Planning Board or CDD shall be required to authorize a subdivision of the PB-364 Development Parcel or lots within the PB-364 Development Parcel. A Condominium Property Regime shall be subject to the provisions of Section 13.102.6 of the CZO.

15. Procedures for Granting Minor and Major Amendments to this Decision

- a. **Determination.** Except where a change is explicitly authorized as a Minor Amendment in this Decision, the Planning Board shall determine whether a proposed change is considered a Major Amendment or Minor Amendment pursuant to Section 12.37 of the CZO.
- b. **Minor Amendments.** A Minor Amendment to this Decision shall be approved by an affirmative vote of at least five (5) members of the Planning Board after consideration of the proposed change, enumerated on the Agenda, at an appropriately noticed meeting of the Planning Board. In approving a Minor Amendment, the Board shall issue a written determination that:
 - i. The change is consistent with the standards for a Minor Amendment set forth in Section 12.37 of the CZO; and
 - ii. The change does not violate applicable Sections of the CZO, or if the change requires relief pursuant to a special permit or variance, such relief has been granted; and
 - iii. The change will not substantially alter the Findings upon which this Decision is based.
- c. **Major Amendments.** Notwithstanding the provisions of Article 12.000, any Major Amendment shall only be granted after an affirmative vote of at least five (5) members of the Planning Board and only after the proposed change has been advertised as a new Special Permit subject to the procedural requirements of Section 10.40. The Planning Board shall consider the substance of the change as presented in the amendment application documents and shall not be reviewing this Decision in its entirety. Upon granting a Major Amendment, the Board shall issue written Findings that the amended portions of the Final Development Plan remain in conformance with all special permit criteria applicable to the PUD. However, if the Board finds that a requested Major Amendment to this Decision constitutes a substantial alteration to the intent, purpose and substance of this Decision, such Major Amendment shall be considered under the procedures established in Article 12.000 as if it were a new Planned Unit Development Special Permit after the submission of all required application materials.
- d. **Conditions.** Upon issuing any Amendment, the Planning Board may impose additional conditions intended to ensure conformance with the intent, purpose and substance of this Decision as well as any applicable requirements, standards or criteria set forth in applicable Sections of the CZO.

City of Cambridge, MA • Planning Board Decision
PB # 364 – CambridgeSide Planned Unit Development

Voting in the affirmative to GRANT the Special Permits were Planning Board Members Louis Bacci, H Theodore Cohen, Steven Cohen, Catherine Preston Connolly, Mary Flynn, Hugh Russell and Tom Sieniewicz, constituting at least two thirds of the members of the Board, necessary to grant a special permit.

For the Planning Board,

A handwritten signature in blue ink, appearing to be "Catherine Preston Connolly", written over a horizontal line.

Representative to the Planning Board, authorized by Catherine Preston Connolly, Chair.

Pursuant to Section 12.36.4 of the City of Cambridge Zoning Ordinance, New England Development agrees to the conditions attached to this Decision approving the granting of a PUD Special Permit for Case PB #364.


By John E. Twohig
Authorized Representative of New England Development

A copy of this decision PB #364 shall be filed with the Office of the City Clerk. Appeals, if any, shall be made pursuant to Section 17, Chapter 40A, Massachusetts General Laws, and shall be filed within twenty (20) days after the date of such filing in the Office of the City Clerk.

City of Cambridge, MA • Planning Board Decision
PB # 364 – CambridgeSide Planned Unit Development

ATTEST: A true and correct copy of the above decision has been filed on February 17, 2021 with the Office of the City Clerk, by Swaathi Joseph, duly authorized representative of the Planning Board. All plans referred to in the decision have been filed with the City Clerk on said date.

Twenty days have elapsed since the above decision was filed in the office of the City Clerk and:
_____ no appeal has been filed; or

_____ an appeal has been filed within such twenty days.

The person exercising rights under a duly appealed special permit does so at risk that a court will reverse the permit and that any construction performed under the permit may be ordered undone. This certification shall in no event terminate or shorten the tolling, during the pendency of any appeals, of the periods provided under the second paragraph of G.L. c. 40A, §6.

Date: _____, City Clerk

Appeal has been dismissed or denied.

Date: _____, City Clerk

Planning Board Special Permit #364 – CambridgeSide Planned Unit Development
 Appendix A: Development Summary

Approved Aggregate Development Summary Table

	Required (PUD-8)	Existing	Existing to be Removed	Conversion of Existing	New	Total Approved	Net Change
Land Area (square feet)	326,700	359,065	N/A	N/A	N/A	359,065	0
Total GFA (square feet) ¹	1,665,000 max.	1,090,000	(-511,000)	See below	1,086,000	1,665,000	575,000 ²
Multifamily Residential (4.31 g.)	175,000 min.	0	0	0	175,000 ⁴	175,000	175,000
Office (4.34 a.-e.)	N/A	140,000	0	0	275,000	415,000	275,000
Technical Office/Lab (4.34 f.)	N/A	0	0	89,000	596,000	685,000	685,000
Retail (4.35-4.36)	N/A	677,000	(-238,000)	(-89,000)	40,000	390,000	(-287,000)
Above-Grade Structured Parking ³	N/A	273,000	(-273,000)	0	0	0	(-273,000)
Total Dwelling Units⁴	N/A	0	0	0	200 (appx.)	200 (appx.)	200 (appx.)
Market Rate Units	No max. or min.	0	N/A	N/A	70 (appx.)	70 (appx.)	70 (appx.)
Affordable Units / Middle Income Units ⁵	30% of new d.u. sf as Affordable and 35% of new d.u. sf as Middle Income	0	N/A	N/A	130 (appx.)	130 (appx.)	130 (appx.)
Open Space (square feet)	20% of PUD-8 land area	230,600⁶	0	0	14,000	244,600⁶	14,000
Off-Site Public Open Space ⁶	N/A	171,600	0	0	0	171,600	0
On-Site Publicly Beneficial Open Space (square feet) ⁶⁷	N/A	59,000	0	0	14,000	73,000	14,000
Off-Street Parking Spaces⁷⁸	3,072 max. (see note)⁸⁹	2,490	(-795)	N/A	0	1,695	(-795)
Bicycle Parking Spaces	603 min.	131	N/A	N/A	N/A	See note¹⁰	See note¹⁰
Long-Term Bicycle Parking	457 min.	46	N/A	N/A	N/A	450 ¹⁰	404 ¹⁰
Short-Term Bicycle Parking	146 min.	85	N/A	N/A	N/A	146 ¹⁰	See note ¹⁰

Planning Board Special Permit #364 – CambridgeSide Planned Unit Development
Appendix A: Development Summary

- 1 The proposed GFA and allocations to particular uses and Phases of the Project may be modified in accordance with the Conditions of this Special Permit.
- 2 No more than 575,000 sf of Net New GFA may be constructed pursuant to Section 13.104.1 of the CZO. Net New GFA may be allocated to development in either of the Project's Phases in accordance with the Conditions of this Special Permit.
- 3 Above-grade structured parking is counted as Existing GFA per PUD-8 zoning.
- 4 The total proposed unit count, as well as unit sizes, layout, floor plans and amenities, is subject to final review and approval during the design review process for the residential building, which will include refinement based on input from the Housing Division of the Community Development Department.
- 5 65% of the required Dwelling Unit Net Floor Area at the Project will be affordable, with 30% devoted to Inclusionary Housing and 35% devoted to Middle Income Units (as defined in Section 13.104.1(d)(3) of the CZO).
- 6 Per Section 13.105 of the CZO applicable to the PUD-8 District, Open Space includes the off-site Public Open Space at Charles Park and Canal Park.
- 7 On-site Publicly Beneficial Open Space includes the publicly accessible mall atrium space, the public easement for CambridgeSide Place and the new Mall connector, new setbacks and new pocket parks on First Street as generally depicted in the approved Open Space Plan.
- 8 This Special Permit approves a reduction in parking spaces at the Project from 2,490 spaces to approximately 1,695 spaces in accordance with the approved Final Development Plan and the Conditions of this Special Permit.
- 9 Parking is subject to maximum ratios by use set forth in Section 13.106.4 of the CZO.
- 10 Modification approved per Section 6.108 of the CZO. Long-term bicycle parking requirements may be met anywhere on the site and are permitted to serve all approved uses in the PUD. Required short-term bicycle parking shall be provided as possible on-site, subject to design review and site constraints, and any unmet requirement on-site shall be met via contribution per Section 6.104.2b of the CZO. See special permit conditions for additional details.

Approved Site Development Summary Table

Initial Phase

Building Site (Owner)	60 First Street (NW Cambridge Property Owner LLC)
Existing GFA	124,000 sq. ft. (Retail)
Approved GFA (Uses) ¹	175,000 sq. ft. (Office & Lab) 35,000 sq. ft. (Retail)
Approved Building Height	85 feet
Total Approved Parking Spaces	See special permit conditions
Long-Term Bicycle Parking (min.)	See Aggregate Development Summary
Short-Term Bicycle Parking (min.)	See special permit conditions
Building Site (Owner)	20 CambridgeSide Place (CambridgeSide Galleria Associates Trust)
Existing GFA (Uses)	125,000 sq. ft. (Retail)
Approved GFA (Uses) ¹	55,000 sq. ft. (Office) 295,000 sq. ft. (Office & Lab) 10,000 sq. ft. (Retail)

Planning Board Special Permit #364 – CambridgeSide Planned Unit Development
Appendix A: Development Summary

Approved Building Height	155 feet
Total Approved Parking Spaces	See special permit conditions
Long-Term Bicycle Parking (min.)	See Aggregate Development Summary
Short-Term Bicycle Parking (min.)	See special permit conditions

Subsequent Phase

Note that any change to the configuration of the two Subsequent Phase building sites, or to the allocation of GFA and uses across those two sites, may be approved during the Design Review process as a Minor Amendment in accordance with the Conditions of this Special Permit.

Building Site (Owner)	80 & 90 First Street (Cambridgeside Galleria Associates Trust)
Existing GFA	273,000 sq. ft. (Structured Parking)
Approved GFA (Uses) ¹	175,000 sq. ft. (Residential) 122,000 (+/-) sq. ft. (Office) 8,000 (+/-) sq. ft. (Retail)
Approved Building Height	135-155 feet
Total Approved Parking Spaces	See special permit conditions
Long-Term Bicycle Parking (min.)	See Aggregate Development Summary
Short-Term Bicycle Parking (min.)	See special permit conditions

Building Site (Owner)	110 First Street (Cambridgeside Partners LLC)
Existing GFA	113,000 sq. ft. (Retail)
Approved GFA (Uses) ¹	215,000 sq. ft. (Office & Lab) 98,000 (+/-) sq. ft. (Office) 22,000 (+/-) sq. ft. (Retail)
Approved Building Height	155 feet
Total Approved Parking Spaces	See special permit conditions
Long-Term Bicycle Parking (min.)	See Aggregate Development Summary
Short-Term Bicycle Parking (min.)	See special permit conditions

Planning Board Special Permit #364 – CambridgeSide Planned Unit Development
Appendix A: Development Summary

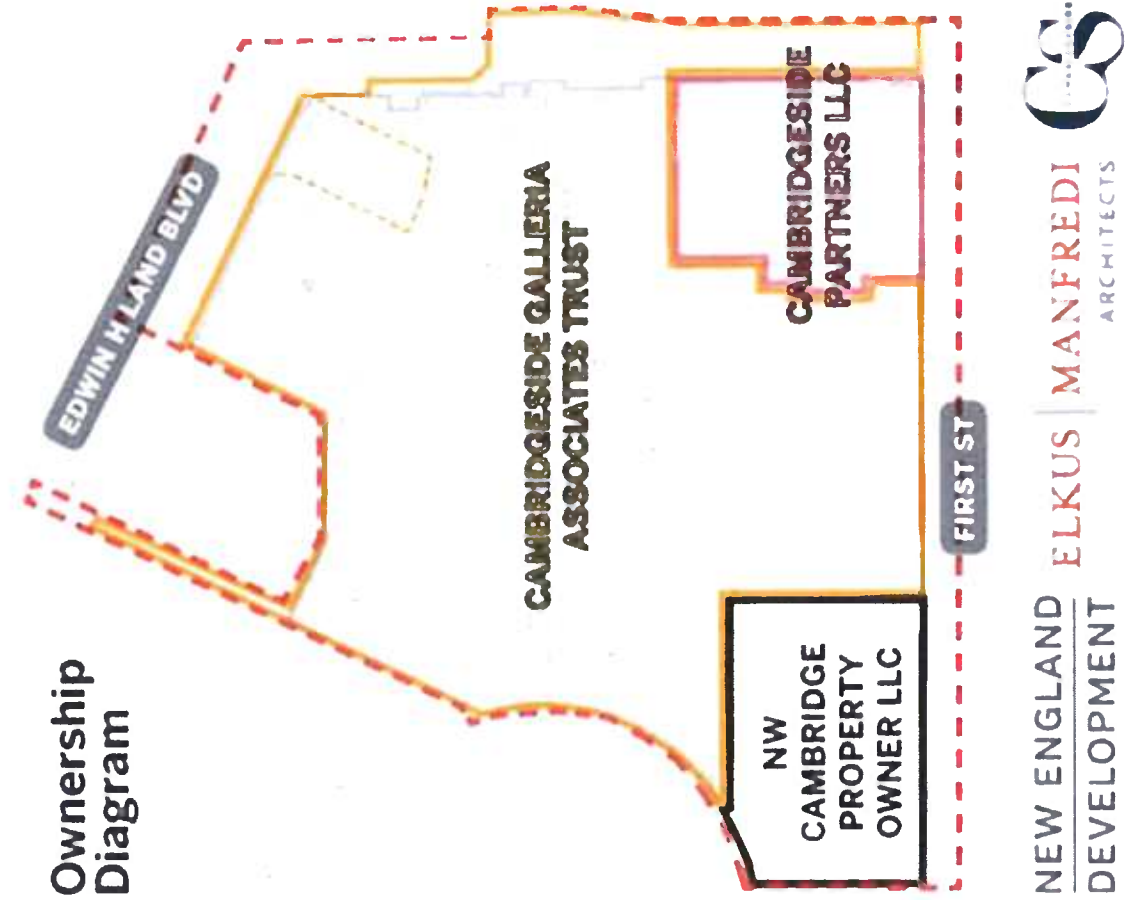
Core Mall

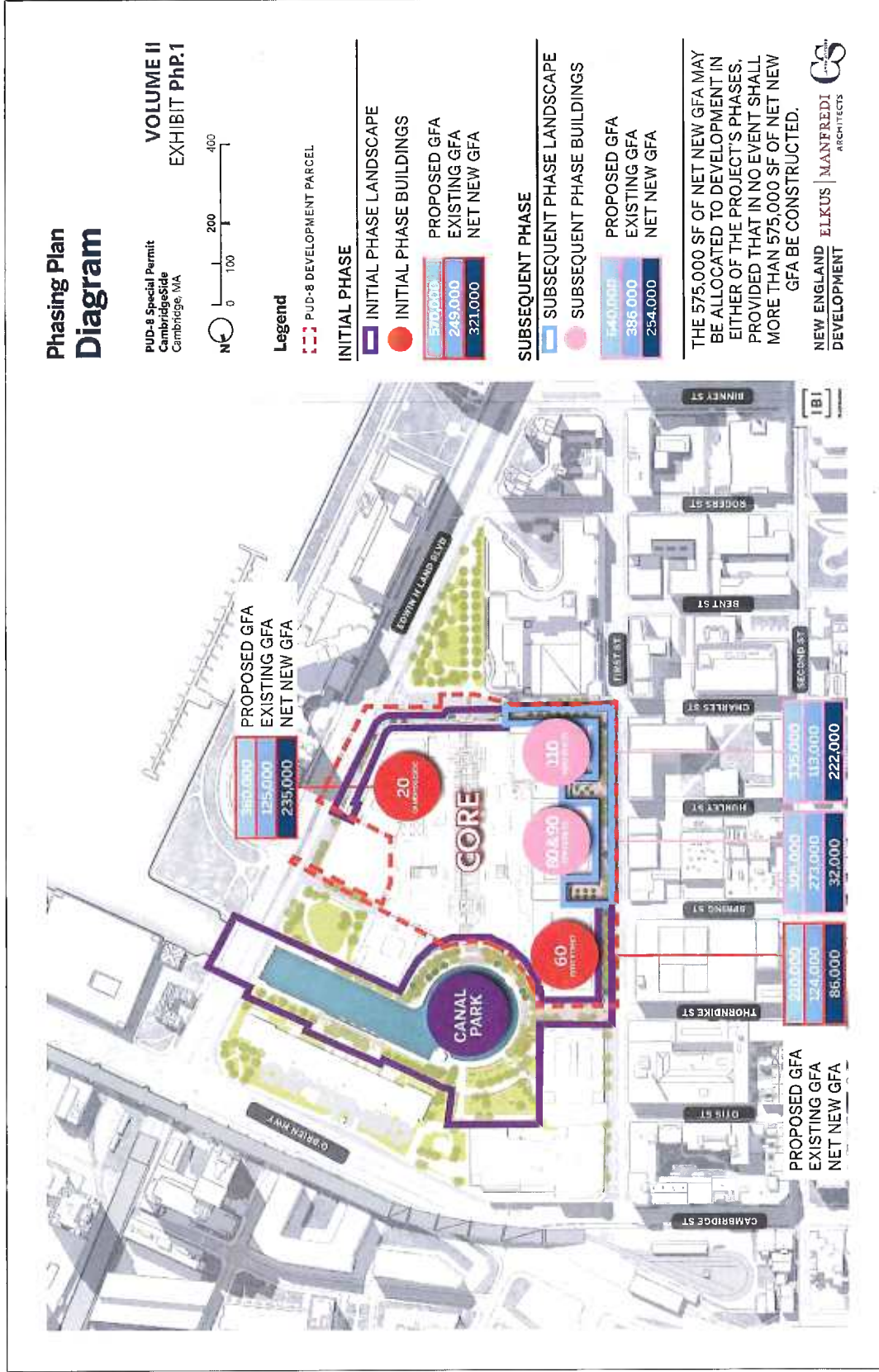
Building Site (Owner)	Core Mall (Cambridgeside Partners LLC)
Existing GFA (Uses)	140,000 sq. ft. (Office) 315,000 sq. ft. (Retail)
Approved GFA (Uses) ¹	140,000 sq. ft. (Office) 315,000 sq. ft. (Retail)
Approved Building Height	As exists
Total Approved Parking Spaces	See special permit conditions
Long-Term Bicycle Parking (min.)	See Aggregate Development Summary
Short-Term Bicycle Parking (min.)	See special permit conditions

Below-Grade Parking Garage

Building Site (Owner)	Below-Grade Parking Garage (Cambridgeside Galleria Associates Trust)
GFA	None (all exempt from GFA calculations)
Existing Parking Spaces	2,490
Total Approved Parking Spaces Upon Completion of the Project	1,695 (see Special Permit Conditions)

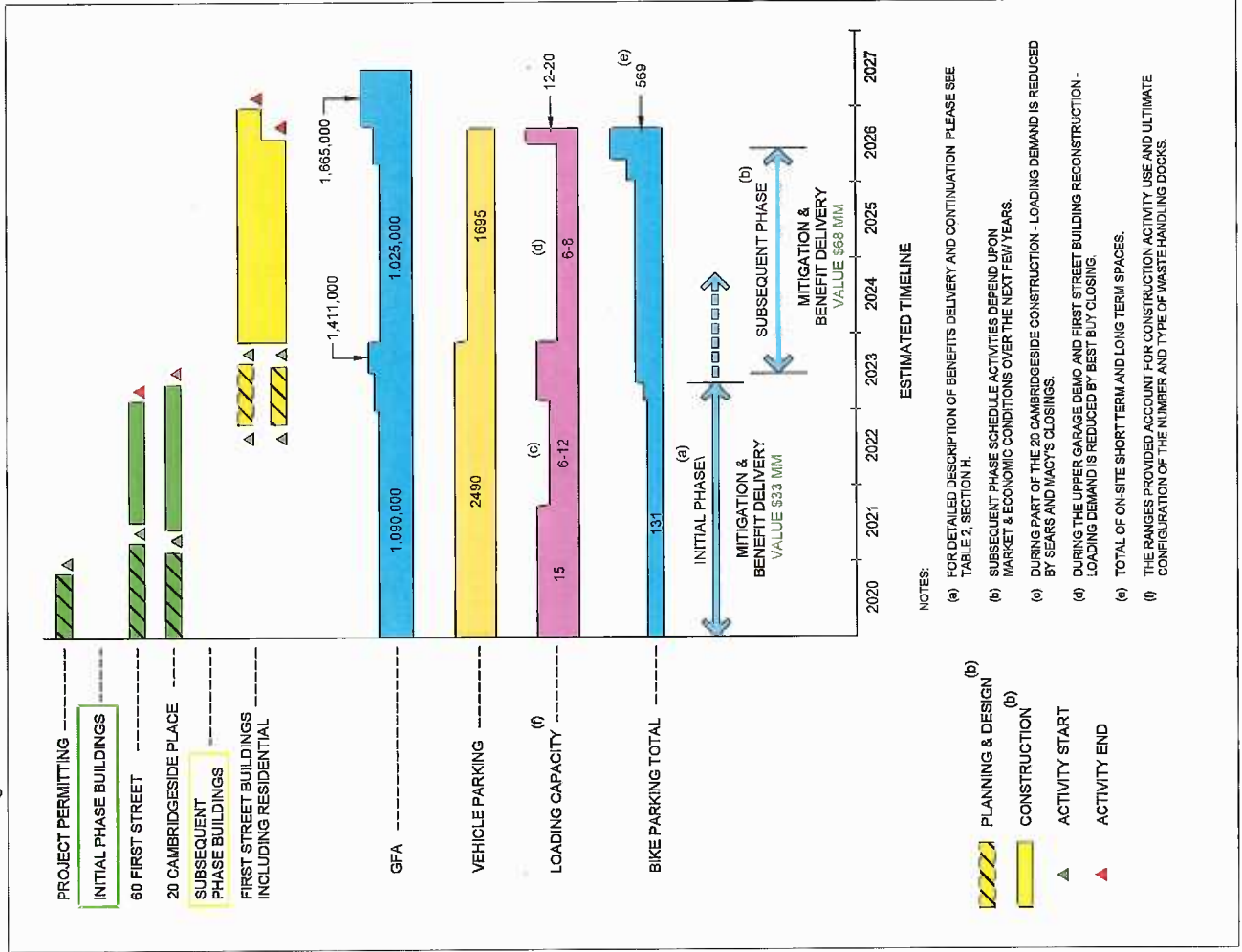
¹ The approved GFA and allocations to particular uses, Phases, and Building Sites of the Project, may be modified in accordance with the Conditions of this Special Permit.





Planning Board Special Permit #364 – CambridgeSide Planned Unit Development
Appendix A: Development Summary

Schedule 1: Phasing Timeline



- NOTES:
- (a) FOR DETAILED DESCRIPTION OF BENEFITS DELIVERY AND CONTINUATION PLEASE SEE TABLE 2, SECTION H.
 - (b) SUBSEQUENT PHASE SCHEDULE ACTIVITIES DEPEND UPON MARKET & ECONOMIC CONDITIONS OVER THE NEXT FEW YEARS.
 - (c) DURING PART OF THE 20 CAMBRIDGESIDE CONSTRUCTION - LOADING DEMAND IS REDUCED BY SEARS AND MACYS CLOSINGS.
 - (d) DURING THE UPPER GARAGE DEMO AND FIRST STREET BUILDING RECONSTRUCTION - LOADING DEMAND IS REDUCED BY BEST BUY CLOSING.
 - (e) TOTAL OF ON-SITE SHORT TERM AND LONG TERM SPACES.
 - (f) THE RANGES PROVIDED ACCOUNT FOR CONSTRUCTION ACTIVITY, USE AND ULTIMATE CONFIGURATION OF THE NUMBER AND TYPE OF WASTE HANDLING DOCKS.

- (b) PLANNING & DESIGN
- (b) CONSTRUCTION
- ACTIVITY START
- ACTIVITY END



CITY OF CAMBRIDGE

TRAFFIC, PARKING, + TRANSPORTATION

MEMORANDUM

To: Cambridge Planning Board

From: Joseph E. Barr, Director

Date: December 21, 2020

Subject: CambridgeSide 2.0 Redevelopment Project (PB#364)

The Cambridge Traffic, Parking, and Transportation Department (TP+T) has been working with New England Development on the CambridgeSide 2.0 Project (PB#364) since earlier this year when we receive a Transportation Impact Study (TIS) scope request. TP+T certified the TIS on August 4, 2020 and we submitted our initial comment memo, dated September 25, 2020, to the Planning Board. TP+T has reviewed the Project's Final Development Plan Supplement materials dated November 20, 2020 and we have continued to work with New England Development on this Project.

Overall, TP+T supports the Project and we believe that New England Development and TP+T share similar goals for the Project and East Cambridge area in general, such as the following:

- ✓ Reduce overall vehicle trips; shift trips to other modes.
- ✓ Promote and support use of transit, walking and bicycling use.
- ✓ Improve safety at intersections and on streets for all modes
- ✓ Improve transit, pedestrian, and bicycle connections, convenience and safety for all users.
- ✓ Manage parking demand through Transportation Demand Management (TDM); incentivize non-single Occupant Vehicle (SOV) modes.
- ✓ Actively manage loading and deliveries.
- ✓ Monitor trip generation and transportation impacts.

TP+T's September 25, 2020 Planning Board memo provided a summary of the Project's transportation impacts documented in the TIS, and TP+T's initial comments and recommendations. In this memo we provide more detailed and updated comments and recommendations for the Project, including proposed mitigation deadlines. The mitigation measures below should be in place before the completion of the full project but should also be subject to reasonable changes or adjustments by TP+T, in coordination with CDD and DPW, as dictated by the ultimate schedule and circumstances of the development build-out.

TP+T expects that further detailed design review will continue to occur as the Project advances through the Continued Design Review and the Building Permit process for each individual building. TP+T's design review will focus on streets and sidewalks, pavement markings and signage (including wayfinding signs), loading and service

delivery plan, traffic mitigation and TDM measures, and construction management. New England Development has been working cooperatively with TP+T since CambridgeSide was originally developed and we expect that relationship will continue into the future.

Automobile Parking Supply

Overall, TP+T supports the total build-out parking supply of 1,695 automobile parking spaces which will be a reduction from the current 2,490 spaces through the elimination of the upper parking garage. The site has never used its full parking supply and TP+T believes that the parking plan is consistent with the Envision Cambridge Plan, zoning for the site, the City's 2013 Kendall Square-Central Square (K2C2) planning study, and other City plans and policies. It is also important to note that the reduction in parking spaces will not occur until subsequent phases of the Project (around 2023), after the completion of the 20 CambridgeSide Place (also known as the Macy's store) and 60 First Street buildings (also known as the Sears store).

For automobile parking, TP+T recommends the following parking management parameters, that should be conditions of the Planning Board Special Permit:

The 1,695 spaces will continue to be a commercial parking facility.
The parking garage will continue to voluntarily be available to Cambridge residents during declared snow emergencies (most of the Office/R&D/Retail employees will not be working at the site during snow emergencies, so there should be plenty of available parking spaces).
The parking will be used to meet the Project's parking needs as documented in the Project's Transportation Impact Study and will include shared parking between uses that have peak parking demands at different times of the day, such as Office/R&D and Residential uses.
New England Development will continue to meet their long-term parking agreements with the Hotel Marlowe, the Hotel Sonesta and the previous Lotus building.
Market rate parking fees will be charged to employees and not subsidized by employers.
At least 5% of the parking spaces (85 spaces) shall be High Occupancy Vehicle (HOV) spaces which may have a reduced fee as approved by TP+T and CDD. Additional details for parking requirements for individual uses (i.e. Office/R&D, Residential and Retail uses) are discussed in the Transportation Mitigation section of this memo below.
At least 8 spaces in the garage shall be made available for carsharing vehicles (e.g. Zipcars). These spaces may be provided free to carshare companies or a fee will be determined by New England Development and the private carshare company. As demand dictates additional carshare vehicle spaces should be added over time.
New England Development shall study the implementation of charging employee parking fees on a daily basis rather than monthly. While there are various technologies that may assist in accomplishing this, it is acknowledged that changing the parking collections system will require additional review by New England Development with their operations staff. Charging parking on a daily basis, rather than monthly shall be implemented for new tenants upon issuance of a building permit for the first Building in Phase I. It will not be required for existing or current tenants and will not be required for any existing/current ("grandfathered") tenants that choose to continue to renew their leases on a continuous basis. More information is provided below under the Office/R&D Transportation Demand Management measures (TDM).

Implement an annual transportation monitoring program designed and conducted in a manner approved by CDD and TP&T before the issuance of the first Certificate of Occupancy for development authorized by this Special Permit. At a minimum, the monitoring program will include, but not be limited to a) An annual survey shall be conducted of office, lab, and retail employees. b) Mode shares by origin, response rate, number of employees, number of parking access cards issued and user type, status of required TDM measures, and trend data over time. c) Annual reports to TP &T and CDD on monthly and hourly weekday and weekend garage and bike rack occupancy (vehicles and bicycles), including user groups of the garage.

The data and format shall be approved by CDD and TP&T based on reporting by the garage operator. Monitoring and surveying shall begin when the occupancy of the project has reached 90% or within one year to the date of the first certificate of occupancy, whichever is sooner. If the certificate of occupancy is issued between September 1st and February 29th, the monitoring shall take place during the months of September or October and be reported to the City no later than November 30th. If the certificate of occupancy is issued between March 1st and August 31st, monitoring shall take place during the months of April or May and be reported to the City no later than June 30.

A minimum of 17 parking spaces should have electric charging stations. At least 10 of the 17 charging stations shall be available for public use. As demand dictates additional charging stations should be added over time.

After the demolition of the upper parking garage, if New England Development wants to increase the number of vehicle parking spaces in the lower garage (i.e. from 1,695 spaces) by using technology or managed parking measures, they should seek a Minor Amendment from the Planning Board.

The property owner should update their Commercial Parking Facility Permit with TP+T prior to the issuance of the first Occupancy Permit (either 20 CambridgeSide Place or 60 First Street, whichever is completed first). This will be important to adjust the current limit on the number of parking spaces that can be made available before 10 AM.

Bicycle Parking

The Project is seeking a reduction from zoning required long-term bicycle spaces from 457 to 450 spaces. TP+T believes that 7 long-term bicycle spaces out of 457 spaces is not a significant difference. We also believe that 450 long-term bicycle spaces will be sufficient for some sharing of bicycle parking spaces by site users that may have peak bicycle parking demands at different times of the day (i.e. residential versus office uses).

The Project is also seeking a reduction in zoning required short-term bicycle parking spaces from 146 to 119 spaces. New England Development stated that they cannot fit 146 short-term bicycle spaces on their property. TP+T recommends that the Project work with TP+T and CDD on the final number and locations for short-term bicycle parking spaces and recommends that the Applicant contribute to the City's Public Bicycle Parking Fund for the number of bicycle spaces not installed up to the 146 zoning required spaces, as provided in the Zoning Code. For example, if 119 short-term bicycle spaces are approved by TP+T and CDD, the Project should then contribute funds for 27 bicycle spaces (e.g., if there are 14 additional bicycle racks required, that would amount to \$800 per rack or \$11,200) toward the City's Public Bicycle Parking Fund. The funds will be used by the City to install short-term bicycle racks in the East Cambridge area.

TP+T notes that any existing bicycle parking spaces must meet city standards for bicycle racks to count toward the zoning number of long-term and short-term bicycle parking spaces. For example, some existing bicycle racks and layout at the site do not meet City standards and will not count toward zoning minimum unless they are replaced with compliant racks and dimensional layout.

Lastly, TP+T recommends that the Project provide bicycle repair stands/tools and electric outlets in bicycle rooms for charging e-bikes, or other small electric mobility devices, as electric devices extend the distance that people can commute without a car.

Loading

TP+T supports the Project's loading plan which will generally continue to use the existing site's loading areas. All loading activities shall occur on the Project's site.

TP+T will work with the Applicant on the detailed design for the loading areas as part of the Building Permit review process to make sure that they will be functional.

Transit

One of the best ways to mitigate the Project's traffic impacts is for users of the site to travel by transit instead of driving alone. Starting with the initial development of CambridgeSide in 1990, the owner has made commitments for transit, primarily through a shuttle bus service. The requirement was part of the original MEPA process and through the Cambridge Planning Board Special Permit process. It was anticipated in the early transit planning that the shuttle bus would expand and/or be consolidated with other area developments over time.

The CambridgeSide shuttle bus route initially considered a connection between CambridgeSide, Lechmere MBTA Station and the Kendall Square MBTA Station. The final route connects CambridgeSide to the Kendall Square MBTA Station only because it was felt that people would walk the short 5-minutes to and from Lechmere Station instead of using a shuttle bus.

As stated above, unlike the original idea for the CambridgeSide Shuttle bus, the shuttle bus never expanded or consolidated with other services. The Charles River TMA's EZ Ride bus (of which CambridgeSide is a member) connects to North Station, Lechmere Station, CambridgeSide, Kendall Square Station and other points beyond. TP+T has been suggesting that the CambridgeSide shuttle bus be consolidated with the EZ Ride (particularly as the office and residential components of the site grow), and New England Development has expressed a commitment to work on that, but more work and logistical details are still needed. TP+T's goal is for a frequent and reliable transit service between CambridgeSide and other important transit hubs for the purpose of reducing automobile traffic to and from CambridgeSide. TP+T also believes that the transit service can be beneficial to all businesses, residents, and visitors in East Cambridge and Kendall Square areas. In the Transportation Mitigation section below TP+T recommends a stepped action plan to both enhance the existing CambridgeSide shuttle initially but work toward an expanded and consolidated service that could be in place upon the final

occupancy of the full Project or sooner. It will need to include some further funding by CambridgeSide, and potentially software technology or other measures to account for different user groups using the same bus with potentially different fare rates or even free rides. The City is planning to undertake a shuttle bus study of Kendall Square and surrounding areas in the near future and recommends a contribution toward that study as well as commitments toward implementing the recommendations.

Transportation Mitigation:

TP+T provides the following recommendations for transportation mitigation to offset the traffic impacts from the CambridgeSide 2.0 Project.

Transportation Mitigation	Due Date
<p>Finance the purchase and City installation of one (1) large-size (i.e. 27 dock) Bluebikes Station on the Project's site. The final location for the on-site Bluebikes Station will be developed in coordination with the Community Development Department and finalized before a Special Permit is issued.</p>	<p>The contribution will be made prior to the issuance of the first Building Permit.</p>
<p>Reconstruct the intersection of CambridgeSide Place at Land Boulevard/Hotel Sonesta driveway including, but not limited to, signal equipment upgrades, compliant pedestrian ramps, Accessible Pedestrian Signals (APS), signal timing coordination, signage and pavement markings, bicycle access and facility improvements, etc.</p> <p>This item mitigates TIS exceedance at this intersection and improve signal operations for all modes.</p>	<p>Commence prior to the final Occupancy Permits for Phase I (20 CambridgeSide Place and 60 First Street buildings). This item must be completed prior to a Building Permit for any subsequent phases of the Project or as otherwise approved by TP+T, and subject to approval by DCR.</p>
<p>In coordination and approved by TP+T, reconstruct CambridgeSide Place for enhanced street improvements based on discussion as part of the CambridgeSide Third Floor Re-tenanting project. This may include a permitted left-turn off CambridgeSide Place into to Lower Parking garage to prevent "U" turns in the CambridgeSide Place/Land Boulevard intersection.</p>	<p>Commence prior to the final Occupancy Permit for the Phase I (20 CambridgeSide Place and 60 First Street buildings). This item must be completed or approved by TP+T prior to a Building Permit for Subsequent phases of the Project.</p>
<p>Fully update traffic signal equipment at the First Street/Thorndike Street intersection including new cabinet/controller, APS units, potential transit signal priority for First Street, replace all signal heads as necessary that do not have 12" lenses and black signal</p>	<p>Prior to the issuance of a final Occupancy Permit for 60 First</p>

<p>housing, replace all yellow poles and bases with black poles/bases and new conduit as necessary.</p> <p>This item mitigates the TIS Exceedance at this Intersection.</p>	<p>Street building (Sears building).</p>
<p>Update traffic signal equipment at First Street/Charles Street/CambridgeSide Place, including APS units, possible transit signal priority for First Street, wireless radio connection to Thorndike Street intersection, replace all signal heads as necessary that do not have 12" lenses and black signal housing, replace all yellow poles and bases with black poles/bases, new cabinet/controller, potential new conduit, (8) 16" ped signals with countdowns (there are no countdowns currently at this signal).</p>	<p>Commence prior to the final Occupancy Permit for the Phase I (20 CambridgeSide Place and 60 First Street buildings). This item must be completed or approved by TP+T prior to a Building Permit for Subsequent phases of the Project subject to TP+T's approved change to a later date in the schedule if reasonably needed for functional reasons. .</p>
<p>Update traffic signal equipment at Third Street/Charles Street which will have increase traffic traveling toward the First Street/Charles Street intersection. Improvements include new cabinet/controller (e.g. ground mount the existing pole mounted cabinet), APS units, update loop detection to video detection, replace existing 8" and/or yellow signals with 12" black signals.</p>	<p>Prior to the final Occupancy Permit for the final building in the Project.</p>
<p>Contribute to a First Street-Second Street Corridor Study for a 10% Concept Design.</p> <p>This item will help mitigate the Project's traffic impacts.</p>	<p>This item is currently underway.</p>
<p>Contribute up to \$1,000,000 towards (i) 100% design of recommended changes that come out of the First Street-Second Street Corridor Study and (ii) construction of the improvements that come out of the study. These funds shall not be used on work undertaken on the Project's property due to normal construction activity (i.e. adjacent sidewalk impacts, etc.).</p>	<p>Contribution shall be made prior to issuance of the Building Permit for the first Phase II building, subject to a later date as approved by TP+T for functional reasons.</p>
<p>Contribute \$100,000 to the City toward a Kendall Square shuttle bus study. The funds shall be provided to the City or the City may direct the Permittee to pay directly for the study or provide the funds to an entity that runs the study such as the Kendall Square Associates (KSA) or other entity. The contribution is expected to be combined with the Kendall Square shuttle bus study requirement for the 325 Binney Street project under PB#367).</p> <p>Implementation of the results of this study will help mitigate the Project's traffic impacts.</p>	<p>Funding of the study shall be provided to the City or entity authorized by the City prior to the Project receiving the First Building Permit. The deadline for the funding may be extended by TP+T and CDD if the study needs to be delayed due to</p>

	unforeseen circumstances.
<p>The permittee shall enhance the existing CambridgeSide shuttle bus operations (or consolidate with another bus service as approved by TP+T) to include minimum weekday hours from 6 AM to 9 PM and minimum weekend hours from 9AM to 9 PM. A weekday goal of 8-minute peak hour-headway or better and 15-minute off-peak hour headways or better and a weekend goal of 20-minute peak hour headways or better are also included. The enhanced transit plan should include CambridgeSide, Kendall and Lechmere Station. A future Transit plan for subsequent phases of the project shall add a connection to North Station.</p> <p>The permitted shall work cooperatively with the City to create a detailed "Transit Plan" for CambridgeSide which may include consolidation with another bus service, such as the EZRide.</p> <p>This item helps mitigate the projects new traffic impacts including new 2,838 daily vehicle trips.</p>	<p>Create an enhanced shuttle bus plan to be approved by TP+T and CDD and operational prior to the issuance of the Occupancy Permit for the first Building (i.e. 6 AM start, Kendall and New Lechmere station).</p> <p>Create an updated "Transit Plan" to be approved by TP+T and CDD prior to the issuance of Building Permit for the third Building in the Project with TP+T's ability to change to a later date in the schedule if reasonably needed for functional reasons (i.e. include North Station stop, potential consolidation with EZ Ride, headway goals identified, etc.). The full Transit Plan should be coordinated and informed by the Kendall Square shuttle bus study discussed above.</p>
The permittee will join and renew annual membership in the Charles River Transportation Management Association (CRTMA) or an equivalent association and extend benefits to all site employees, such as ride-matching services to assist employee with finding carpool or vanpool partners.	Ongoing.
The permittee will provide tenants with an emergency ride home (ERH) program for all employees who commute by non-SOV mode at least three days a week. An ERH program may be provided by the CRTMA or a tenant's in-house program as may be required in their lease agreement.	Ongoing.
PB#66 Item 12 requires an annual contribution toward the Charles River TMA shuttle connection to North Station for \$45,000 which has not significantly changed since 2000 and should be updated to \$219,000 annually which is the lowest current rate for Large-Project TMA members. The rate shall be subject to reasonable and modest changes from the Charles River TMA Board. If the shuttle is discontinued or altered for any reason, the City may, in	Continue level of existing annual payments, with increase to \$219,000 as proposed concurrent with issuance of an occupancy permit for

its sole discretion, use the foregoing amounts to fund measures to reduce traffic in the East Cambridge area.	the first Phase I building.
The permittee shall contribute \$800,000 toward transit improvements as approved by the City (e.g. transit studies, recommendations from the First Street-Second Street study (in addition to the \$1 million discuss above), MassDOT's Silver Line Expansion study, Kendall Square Mobility Task Force recommendations, or other transit related improvements determined by the City.	Contribution shall be made prior to issuance of a Building Permit for the third building in the Project with TP+T's ability to change to a later date in the schedule if reasonably needed
The Permittee shall continue to provide TP+T \$30,000K annual contributions toward transportation planning and coordination in for the East Cambridge area. This has been an ongoing contribution that was originally committed in the 1989 CambridgeSide Transit Plan.	This is not a new item. It's continuation of a past commitment.
Provide at 100% MBTA pass subsidy to all employees of the mall owner (i.e. Property staff). Or Offer employees a transportation benefit, in which all employees receive a \$150 per month subsidy for commute expenses, regardless of their commute mode (to be increased annual with the cost of inflation).	Ongoing
As committed to MassDOT in the SEIR, the Project will contribute approximately \$420,000 toward the Route 28 Corridor, including items such as transit signal priority equipment, extensions of bicycle facilities such as northwesterly from Third Street to the Squires Bridge, and south from Land Blvd. to Craigie Bridge and sidewalk and bus stop upgrades. In addition, The Project will make improvements along Land Boulevard (such as making improvements to the sidewalk adjacent to the Project site or adding bicycle facilities) and other transportation improvements as reviewed by the City and approved by DCR. Consistent with the SEIR for the Project, funds for these improvements will be escrowed and the expenditure of the funds will be determined based on the Project's performance under the Mode Split goals identified in the SEIR.	This item will be under the control of MassDOT and expected to be completed as part of the Section 61 portion of MEPA review. Funds escrowed by issuance of Building Permit for first Phase II building.
Designate a Transportation Coordinator for the employees of the Property Owner (i.e. Property staff). Oversee and market information to employees about transportation options. Provide annual transportation monitoring reports for the entire Project to TP+T and CDD in coordination with any tenant TC. (See below about additional responsibilities for a TC).	Ongoing
Offer Property Employees Annual Gold-Level Bluebikes membership.	Ongoing

Office/R&D Transportation Demand Management (TDM)

<p>As required in the site's zoning, at any time during Phase I or Phase II and after full occupancy, provide no more than 0.9 spaces per 1,000 sf parking passes for general office use/tenant/employees and no more than 0.8 spaces per 1,000 sf for R&D use/tenants/employees.</p>	<p>Ongoing</p>
<p>Charge employees market rate fees to park at the proposed facility and not subsidized by employers. Market rate fees are determined by surveying all employee parking facilities and parking available to the public within a radius of ½ mile of the site to determine the average price for parking.</p> <p>Conduct this market rate survey during the same month each year to determine whether the rate charged to employees should be adjusted upward. If market rates fall during a given period, employees may continue to be charged at the higher rate at the employer's discretion.</p>	<p>Ongoing after issuance of Occupancy Permit of the first Phase I Office/R&D Building.</p>
<p>New England Development shall study charging employees by day rather than monthly prior to issuance for the first Phase 1 occupancy permit.</p> <p>Beginning with the issuance of the Occupancy Permit for the first Phase I building, the applicant will implement charging parking fees by day rather than monthly to new tenant (unless determined by TP+T from the study that it is not feasible). Current tenants (e.g. as of the date of the issuance of this Special Permit) will not need to be charged by day, including those "grandfathered" tenant that renew their lease on a continual basis.</p>	<p>To be studied prior to issuance of Occupancy Permit for the first Phase I building. Implement charge by day rather than monthly for "new tenants" upon the issuance of the first Occupancy Permit for Phase I. Any Existing/Current tenants (grandfathered tenants) will not be subject to this requirement including if they renew their lease on a continual basis.</p>
<p>Write in the lease agreements with Office/R&D tenants that they shall provide a 100 percent discount for an MBTA pass via a pre-tax deduction program, up to the Federal fringe benefit level.</p> <p>Or</p> <p>The Permittee will include lease language requiring tenants to offer a transportation benefit, in which all employees receive a \$150 per month subsidy for commute expenses, regardless of their commute mode (to be increased annually with the cost of inflation).</p>	<p>Ongoing.</p>
<p>Either install a real-time multimodal transportation display screen at each Office building lobby to help people decide which mode to choose for each trip (transit, carsharing vehicle, Bluebikes, etc.), or establish a transportation information center located in an area that is central, visible, convenient, and equally accessible to all employees and visitors. The center will feature information on:</p>	<p>Ongoing after issuance of Occupancy Permit of the first Phase I Office/R&D Building.</p>

<ul style="list-style-type: none"> a) Available pedestrian and bicycle facilities in the vicinity of the site b) MBTA maps, schedules, and fares c) Area shuttle map and schedule, if one exists d) "Getting Around in Cambridge" map and other transportation materials (available at the Cambridge Community Development office) e) Location of bicycle parking f) Bluebikes regional bikeshare system g) Carsharing h) Ride-matching i) Other pertinent transportation information 	
<p>Designate a transportation coordinator (TC) for the Office/R&D tenants to manage the TDM program. The TC will also oversee the marketing and promotion of transportation options to all of the tenant employees in a variety of ways:</p> <ul style="list-style-type: none"> a) Posting information in a prominent location in the building and on the Project's website, social media, and property newsletters. b) Responding to individual requests for information in person and via phone and email c) Performing annual transportation surveys. d) There may be one overall TC for the entire CambridgeSide 2.0 or individual TC's for major Office/R&D tenants. 	<p>Ongoing after issuance of Occupancy Permit of the first Phase I Office/R&D Building.</p>
<p>Require the TC to compile and distribute up-to-date information explaining all transportation options to all new employees as part of their New Employee Packet (available for purchase from the Community Development Department). The packets will contain information on both the range of options available and any programs to support the use of these options.</p>	<p>Ongoing after issuance of Occupancy Permit of the first Phase I Office/R&D Building.</p>
<p>Require that the TC be on-site during a minimum of 2 hours per week and be available during other times to employees via email and telephone. Email and phone information for the TC will be posted in the transportation information center.</p>	<p>Ongoing after issuance of Occupancy Permit of the first Phase I Office/R&D. Building.</p>
<p>Write in lease agreement for Tenants that Tenants shall offer each employee annual Gold-level Bluebikes membership.</p>	<p>Ongoing after issuance of Occupancy Permit of the first Phase I Office/R&D. Building.</p>
<p>If not under the Property owner's membership, the Office/R&D tenants shall have membership in Charles River TMA and access to ride EZ Ride for all tenant employees and ride matching services regardless of which organization it is associated with.</p>	<p>Demonstrate membership prior to issuance of Occupancy Permit.</p>
<p>In coordination with the Property owner TC, the Office/Tenant TC shall conduct annual transportation / TDM employee surveys using a form approved by CDD. The information shall be used by the Property owner TC in providing annual reports to TP+T and CDD.</p>	<p>Ongoing</p>

Residential Transportation Demand Management Measures (TDM)

<p>Offer each adult member of each household (up to 2) upon move-in a Charlie Card valued at the cost of a 100% bus/subway pass (subject to fare increases) for 3 consecutive months. This benefit will end after 3 months for the household and begins anew upon unit turnover.</p>	<p>Ongoing after issuance of Occupancy Permit of the residential building.</p>
<p>Offer each adult member of each household (up to 2) upon move-in a 1-year Gold-Level Bluebikes membership. This benefit will end after one year for the household and begins anew upon unit turnover.</p>	<p>Ongoing after issuance of Occupancy Permit of the residential building.</p>
<p>The Property Owner shall be a member of the Charles River TMA or require in the lease agreement for the Residential property owner (e.g. if the Residential portion of the project is sold off) to be a member of the Charles River Transportation Management Association (TMA) including offering free EZRide shuttle stickers for each adult member of each household each year.</p>	<p>Demonstrate membership prior to issuance of Occupancy Permit of the residential building.</p>
<p>Parking shall be charged separately from the residential rent, in order to remind tenants how much they pay for parking.</p>	<p>Ongoing after issuance of Occupancy Permit of the residential building.</p>
<p>Either install a real-time multimodal transportation display screen in the lobby of each residential building or other location as approved by the City to help residents decide which mode to choose for each trip (transit, carsharing vehicle, Bluebikes, etc.), or establish a transportation information center located in an area that is central, visible, convenient, and equally accessible to all residents and visitors. The center will feature information on:</p> <ul style="list-style-type: none"> a) Available pedestrian and bicycle facilities in the vicinity of the site b) MBTA maps, schedules, and fares c) Area shuttle map and schedule, if one exists d) "Getting Around in Cambridge" map and other transportation materials e) (available at the Cambridge Community Development office) f) Location of bicycle parking g) Bluebikes regional bikeshare system h) Carsharing i) Ride-matching j) Other pertinent transportation information 	<p>Prior to the issuance of Occupancy Permit of the residential building.</p>
<p>If not under the Property owner's responsibility, the Residential property owner or tenant shall designate a transportation coordinator (TC) to manage the TDM program for the Residences. The TC will also oversee the marketing and promotion of transportation options to all residents at the site in a variety of ways:</p> <ul style="list-style-type: none"> a) Posting information in a prominent location in the building and on the Project's website, social media, and property newsletters. b) Responding to individual requests for information in person and via phone and email c) Performing annual transportation surveys. 	<p>Ongoing after issuance of Occupancy Permit of the residential building.</p>

Compile and distribute up-to-date information explaining all transportation options to all new residents as part of their New Resident Packet (Some items are available for purchase from the Community Development Department). The packets will contain information on both the range of options available to any programs to support the use of these options.	Ongoing after issuance of Occupancy Permit of the residential building.
The TC will be on-site during a minimum of 2 hours per week and will be available during other times to residents via email and telephone. Email and phone information for the TC will be posted in the transportation information center.	Ongoing after issuance of Occupancy Permit of the residential building.
In coordination with the Property owner TC, the Residential TC shall conduct annual transportation / TDM resident surveys using a form approved by CDD. The information shall be used by the Property owner TC in providing annual reports to TP+T and CDD.	Annual monitoring reports as requested by TP+T and CDD.
Parking passes should be made available on a first come first serve basis. One pass per unit allowed. If a unit wants 2 or more passes, and there are less than 150 total passes issued, then that unit may be allowed to have additional passes. Residents that do not get a parking pass may still park in the garage based on availability of spaces in the site's commercial parking garage. The overall goal is to encourage residents to not need a car, but no resident should need to park on-city street. Resident parking pass fees should be market rate residential parking fees.	Ongoing.

Retail Transportation Demand Management Measures (TDM)

The following TDM measures shall be provided for retail space over 2,000 square feet for new retail tenants following the Occupancy of the Project's first Building.

Provide 50% subsidy of MBTA monthly bus/subway LinkPasses to full-time employees at the retail businesses, defined as people who work a minimum of 37.5 hrs. per week. or Provide annual Bluebikes Gold-Level membership for employees	Ongoing for New retail tenants after the Occupancy of the first Building, that has over 2,000 s.f. of space.
Provide corporate membership paid by employer at a local carshare company to allow employees to use a carshare vehicle for work-related trips during the day instead of needing to drive a private vehicle.	Ongoing for New retail tenants after the Occupancy of the first Building, that has over 2,000 s.f. of space.
Provide free access to EZ ride shuttle (This shall be provided for all retail employees despite when the retail store opened).	Ongoing
As feasible and approved by TP+T and CDD, mount real-time transportation information screen(s) in permanent and central locations to show arrival times and availability for nearby buses, trains, shuttle, Bluebikes, and carshare vehicles, etc. for retail employees and visitors.	Ongoing

<p>Provide new employees a transportation information packet on available transportation options in the area. This shall be provided for all retail employees despite when the retail store opened). .</p>	<p>Ongoing</p>
<p>The Property owner shall designate a Transportation Coordinator for the retail spaces to manage and promote transportation options for retail employees and patrons (i.e. information packets, posting information in prominent locations or by use of transportation information screen, overseeing marketing and promotion of transportation options on the sites websites, such as direction via public transportation or programs to incentivize patrons to use public transit, walking and bicycling.</p>	<p>Ongoing</p>



City of Cambridge
Department of Public Works

147 Hampshire Street
Cambridge, MA 02139
theworks@cambridgema.gov

Owen O'Riordan, Commissioner

Voice: 617 349 4800

TDD: 617 499 9924

December 17, 2020

TO: Planning Board
FROM: Katherine F. Watkins, PE
City Engineer

RE: Cambridgeside 2.0: Final Development Plan Supplement

We are in receipt of the PUD Special Permit Final Development Plan Supplement for the Cambridgeside 2.0 Redevelopment, dated November of 2020. We have reviewed the materials and have presented below some comments related to the interests of the Department of Public Works.

Items below are to be considered in conjunction with our memo to the Board dated September 24, 2020 on the initial filing for the development. As indicted in that memo, we have been working with the Applicant and anticipate that the development will be able to meet the requirements of our Department. Formal complete engineering review will be undertaken by the DPW at each phase of the development and at the time of each Building Permit Application, to confirm that all DPW Standards have been met.

Comments on Supplemental Package:

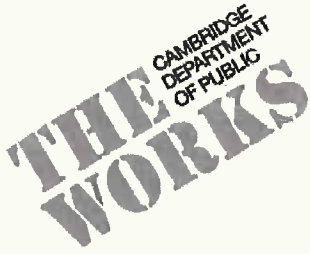
- The DPW, in conjunction with the other related departments and entities, will review and approve Construction Management Plans as phases of the project are permitted for construction. Plans will be reviewed for conformance with current City Ordinances and for conditions at the specific locations at the time the construction.
- As City Owned property, proposed changes to Canal Park would need to be coordinated and approved by the City in advance of any permits for work being issued. Programing, maintenance responsibilities and design specifics are all areas that would need to be reviewed. We would expect that the Applicant would be responsible for the long term maintenance of the renovated spaces, including but not limited to, repairs of hazards and winter clearing of snow and ice on pathways.

We look forward to working the Applicant on this project. Please feel free to contact me with any questions or concerns related to the comments or information provided above.

Sincerely,

Katherine F. Watkins, P.E.

City Engineer



City of Cambridge
Department of Public Works

Owen O'Riordan, Commissioner

147 Hampshire Street
Cambridge, MA 02139
theworks@cambridgema.gov

Voice: 617 349 4800

TDD: 617 499 9924

September 24, 2020

TO: Planning Board

FROM: Katherine F. Watkins, PE
City Engineer

RE: Cambridgeside 2.0: PUD Special Permit Application

We are in receipt of the Special Permit Application Documents for the Cambridgeside 2.0 Redevelopment, dated August of 2020. We have reviewed the materials and have presented below some comments related to the interests of the Department of Public Works.

Generally, based on the provided documentation and narratives, the DPW does not anticipate the project having any issue meeting all of the requirements of our Department. The DPW has also met with the Applicant and their consultants to review the proposal for the proposed redevelopment infill project. The Applicant's team have demonstrated an understanding our Department's requirements and have continuously expressed willingness to work with the DPW to meet the requirements and to address our concerns.

Items presented in this memo relate to broad level review associated with the PUD planning, scheduling and implementation, and not specifically the Design Review Materials included for the first phases of the PUD. As the project is further advanced, DPW will work with the applicant to ensure that the requirements noted below are addressed. Formal complete engineering review will be undertaken by the DPW at each phase of the development, at the time of each Building Permit Application, to confirm that all DPW Standards have been met.

Project Phasing and Construction:

With any phased development of this kind, the Applicant should be aware that at the completion of any phase the project shall be in compliance with all DPW standards. The DPW is always willing to consider innovative shared infrastructure solutions, particularly if they can reduce the projects impacts on the environment and community. That said, the phasing of the project shall allow for completion of these shared solutions in a manner that maintains the projects compliance with DPW regulations throughout the phasing of the PUD.

Consistent with other PUD's in the area, the DPW respectfully requests that the Applicant consider

construction logistics and operations of each phase of the project early in the design development. Redevelopment and infill projects can be significantly impactful to the abutting properties and rights-of-way. Considerations in this busy neighborhood will need to be made to minimize the impacts to the greater community including all modes of transportation (vehicles, bikes and pedestrians), street trees, and adjacent buildings and operations.

Climate Change and Resiliency:

The Application presents a Resiliency plan that outlines measures that the Redevelopment will take to address concerns associated with Climate Change. The proposal outlines steps to address concerns related to flooding and heat island effect. The project, with its maintained use as a shopping center and a location along the river, has some unique opportunities to provide services and spaces that can be accessible to the broader community.

The DPW supports the measures that the Applicant has outlined and will work with them to confirm they are implemented as the design progresses.

Urban Forest:

In addition to the Resiliency Plan, the submitted Tree Study indicates that the Project does not plan to remove any significant trees on their property or in the public right of way. This is an important commitment that, along with the proposal to add additional trees, will help to maintain and provide canopy.

The DPW will work with the Applicant to confirm that all phases of the project to look for opportunities for increased tree plantings and that all plantings will be in compliance with the Goals of the Urban Forestry Master Plan.

Public Infrastructure:

As the development progresses through the Design Review and Building Permit process, we will review the site and utility design related to DPW standards and requirements. The DPW reserves the right to establish appropriate mitigation measures, related to impacts to public utility infrastructure and the public right of way (streets and sidewalks), throughout the process as the design presents the full scope of these impacts. These may include vibration monitoring; deflection monitoring of existing utilities; pre and post construction videoing; and resident engineering services on the City's behalf, depending on the phasing of the projects.

The DPW looks forward to working with the Traffic, Parking and Transportation Department and the Applicant on the reimagining of the First Street Corridor. Consistent with items noted above we will request that construction sequencing and scheduling consider how and when First Street Right of Way will be impacted.

Stormwater Management:

Under the City Land Disturbance Regulations, the Applicant will need to obtain a Stormwater Control Permit from the Department of Public Works, prior to the start of construction of each



phase. The permit requirements cover the design standards and long-term operation and maintenance of a management system for the project site, as well as the construction phase erosion and sedimentation control plans.

The project is located within the Charles River Watershed for which a Total Maximum Daily Load (TMDL) has been established for Phosphorous, the pollutant of concern. In response to the TMDL the City requires that projects within the watershed treat stormwater to reduce the Phosphorous load by 65% from the existing condition.

The Application included calculations and a narrative that acknowledge the requirements noted above. The DPW has reviewed the documentation and expects to again confirm the calculations as the project submits Stormwater Control Permits in advance of their Building Permit Applications. As the design progresses some additional information/modifications that we will be interested in are noted below.

- The Stormwater Control Permits also includes the standard to mitigate the stormwater runoff from the site from the proposed 25-year storm to a rate below the pre-redevelopment 2-year storm event. There is an allowance in the regulations for projects in direct proximity to an outfall to not over detain stormwater to meet this standard, as there is a benefit to our system to have the stormwater released prior to the peak discharge of runoff from the upper reaches of the drainage area. The project commits and provided calculations that demonstrate that the project will not increase the peak rate of stormwater Runoff from the site, consistent with Mass DEP Standards. The DPW agrees that this is an acceptable approach for Stormwater Management for this project at this location.
- For the above noted calculations, the Applicants consultant has utilized the NOAA Atlas rainfall data. The DPW will require that the Applicant evaluate the sites proposed Stormwater Management systems will perform under the future (2030 and 2070) projected rainfall events.
- The Applicant has provided detailed Phosphorous removal calculations for the I/I mitigation work, discussed below. As the design progresses, the DPW will look to understand how the Project Site is meeting the Phosphorous removal requirements. The DPW support the Applicants commitment to implement small scale BMPS in the at grade spaces to provide water quality improvements and will look for all discharges to the Charles River to Meet this Standard. Any stormwater BMP's located in the public right of way will require City Approval.

Sanitary Sewer:

The Application has indicated that the project will result in an estimated sewer flow generation of approximately 176, 000 gallons per day, at full build out. This is a net increase of just over 100,000 gallons per day over the existing design flow from the mall site.

This increase will trigger the requirement for the project to remove 4 times the net increase in

flow of Infiltration and/or inflow (I/I) from the sewer system. To meet the bulk of this requirement the Applicant is proposing to install new drainage infrastructure in Land Boulevard. The proposed infrastructure will collect stormwater runoff from the roadway and adjacent parcels and roofs and redirect it from the sewer system to the City's existing outfall to the Charles River. In advance of discharging to the river runoff from small storm events and the first flush of larger storms will be infiltrated to groundwater to provide a reduction in the volume of water conveyed to the River and improvements in the quality of the water.

The DPW has met with the Applicant on this proposal and agrees that it is an appropriate approach for the project to satisfy the Redevelopments I/I removal requirement. The project is complex and will require coordination with the State and detailed engineering design considerations as should be expected when working in a public right of way in an urban environment. The DPW will continue to work with the Applicant as the design progresses.

Private Utilities:

The Application provides some narrative related to the what will be required at the site to support the private utility connections. The Narrative does not include any specific information related to the scope of the utility work required within the Public Right of way. The DPW will look to understand the scope of this work for the entire buildout prior to any construction commencing, as it will be critical for us to evaluate sequencing, construction impacts and surface mitigation requirements.

Conservation Commission Jurisdiction:

The DPW would respectfully request that the Applicant review the proposal and outline which project components will be jurisdictional under the Wetland Protection Act and therefore subject to the review and approval of the Conservation Commission. It may be helpful for the Planning Board to have this understanding as they are review those portions of the work.

Again, in summary, the comments above are specific to the PUD Special permit. The DPW anticipates having addition comments to the Board as the discussion progresses to the Design Review Materials.

We look forward to working the Applicant on this project. Please feel free to contact me with any questions or concerns related to the comments or information provided above.

Sincerely,



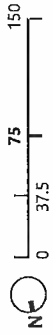
Katherine F. Watkins, P.E.

City Engineer





Open Space Plan Open Space Diagram

PUD-8 Special Permit
CambridgeSide
Cambridge, MA

VOLUME II
EXHIBIT OSP.1

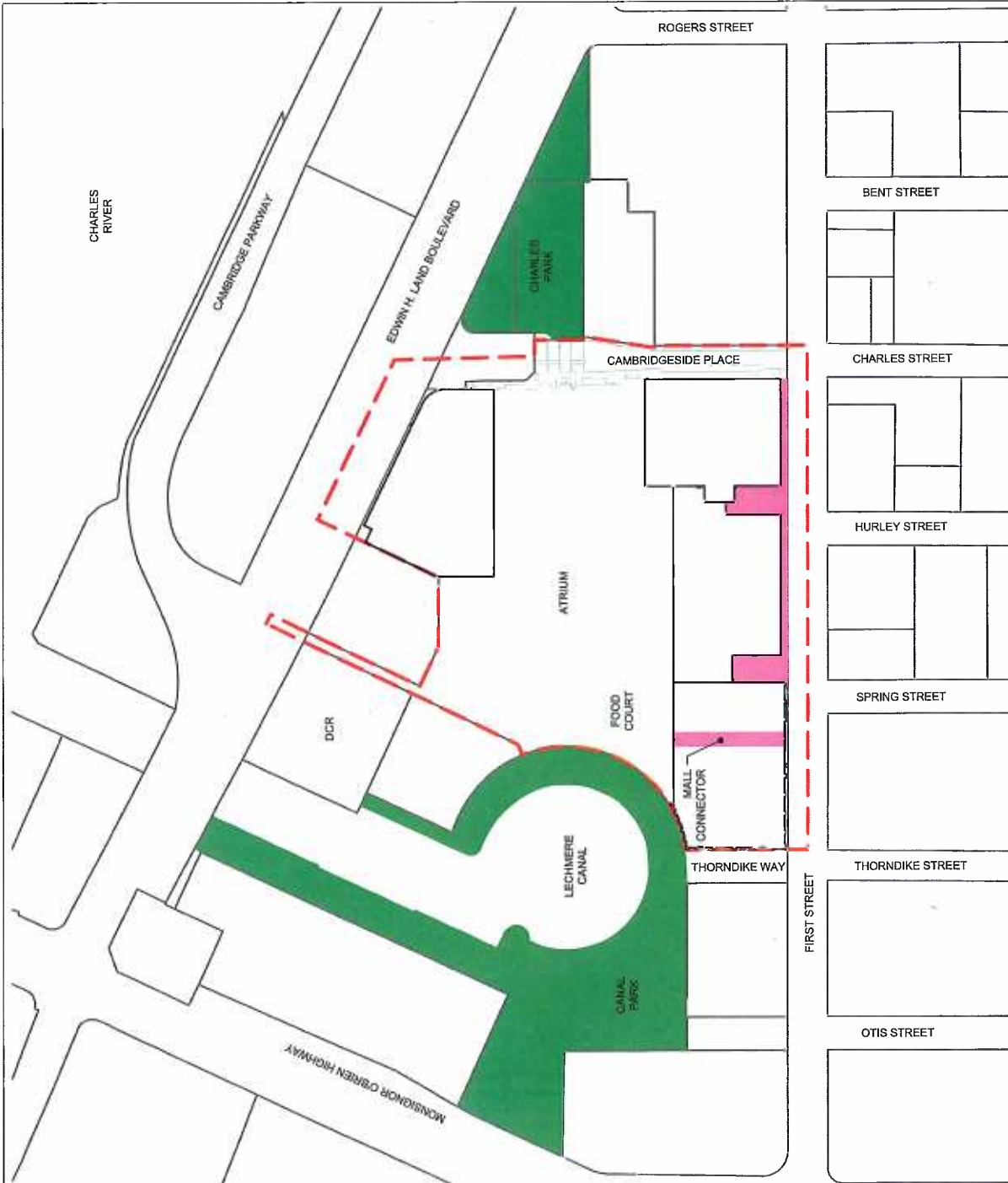


Legend

-  PUD-8 DEVELOPMENT BOUNDARY (405,760± SF)
-  EXISTING PUBLIC OPEN SPACE (171,600± SF)
-  EXISTING OPEN SPACE, PUBLICLY BENEFICIAL (59,000± SF)
-  PROPOSED NEW OPEN SPACE, PUBLICLY BENEFICIAL (14,000± SF)

TOTAL OPEN SPACE = 244,600± SF

PROPOSED OPEN SPACE FOOTPRINTS AND DESIGNS ARE SUBJECT TO THE FINAL BUILDING LAYOUT.



NEW ENGLAND
DEVELOPMENT



Cambridgeside Galleria Associates Trust
c/o New England Development
75 Park Plaza
Boston, MA 02116

December 4, 2019

VIA E-MAIL AND HAND DELIVERY

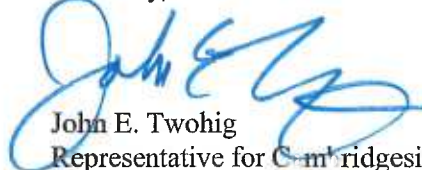
City Clerk Anthony Wilson
Cambridge City Hall
795 Massachusetts Ave., 2nd Floor
Cambridge, MA 02139
Email: awilson@cambridgema.gov

Re: Revised Commitment Letter for Proposed PUD-8 District

City Clerk Wilson,

We have revised the commitment letter that is proposed as part of the PUD-8 District zoning petition currently under review by the City Council in light of comments and requests made by Councillors at the November 26, 2019 special meeting of the City Council. We have attached a clean, fully executed revised version of such letter, as well as a redline that shows changes made to the original version of the commitment letter that was submitted to the City Council as an attachment to our memorandum dated November 7, 2019. We wanted to submit these revisions for transmission to the City Council well in advance of the December 16, 2019 meeting in order to provide the Councillors sufficient time to review such revisions. Please let us know if you have any questions.

Sincerely,



John E. Twohig
Representative for Cambridgeside Galleria
Associates Trust

Enclosures

Cc: City Manager Louis A. DePasquale

Cambridgeside Galleria Associates Trust
c/o New England Development
75 Park Plaza
Boston, MA 02116

December 4, 2019

VIA HAND DELIVERY

Mayor Marc C. McGovern
Vice Mayor Jan Devereux
Ordinance Committee Co-Chair Dennis J. Carlone
Ordinance Committee Co-Chair Craig A. Kelley
City Councilor Alanna M. Mallon
City Councilor Sumbul Siddiqui
City Councilor E. Denise Simmons
City Councilor Timothy J. Toomey, Jr.
City Councilor Quinton Y. Zondervan
Cambridge City Hall
795 Massachusetts Ave., 2nd Floor
Cambridge, MA 02139

Re: Commitments and conditions accompanying the amended zoning petition (the "PUD-8 Zoning") for PUD-8 District (the "PUD-8 District")

Dear Mayor McGovern, Vice Mayor Devereux, Ordinance Committee Co-Chairs Carlone and Kelley and Councilors Mallon, Siddiqui, Simmons, Toomey and Zondervan:

The purpose of this letter is to describe commitments and benefits which New England Development and Cambridgeside Galleria Associates Trust ("**NED**") are prepared to offer the City of Cambridge to facilitate and enable NED to revitalize and redevelop CambridgeSide in light of changed circumstances in the retail market and neighborhood needs (the "**Project**") through the construction of new mixed-use buildings, subject to the satisfaction of the Conditions set forth below.

Capitalized terms used, but not otherwise defined, herein shall have the meanings ascribed to them in Article 13.100 of the City of Cambridge Zoning Ordinance.

NED's Commitments

- A. **Activation.** In light of the recent increased interest in creating a more vibrant streetscape, NED agrees that it shall incorporate Active Uses on the ground floor along First Street, Cambridgeside Place and Canal Park, as more particularly described in Section 13.107.1.

- B. Setbacks and Stepbacks.** Pursuant to the provisions of Section 13.107.5(a)(i), any new buildings fronting on First Street will incorporate a setback of at least 10 feet. Pursuant to the provisions of Section 13.107.5(a)(ii), any new or renovated buildings within the PUD-8 District that exceed 85 feet in height will incorporate (i) a 10-foot stepback of the building façade at an elevation of approximately 65 feet in height and (ii) a 10-foot stepback of the building façade at an elevation of approximately 135 feet in height (if applicable). New or renovated buildings within the PUD-8 District that do not exceed 85 feet in height are encouraged to provide a distinct horizontal articulation at a datum height of approximately 65 feet.
- C. Subsidy for Innovation/Start-Up or Non-Profit Office Space.** NED agrees that no later than issuance of the final certificate of occupancy for the first new building in the Project it shall provide (for a period of not more than 20 years) up to 2,500 square feet of office space (which may be demised in smaller segments) at reduced rates (equal to a reduction of 30% below the rent charged for comparable market rate space), and for shorter durations than a typical office lease at the Project, in order to serve as an incubator for small businesses or non-profits in East Cambridge. NED agrees that a lease agreement for such space shall not require a tenant to pay for any share of landlord's costs attributable to any of common area maintenance, insurance or real estate taxes.
- D. Local Retail Subsidy.** In connection with the Open Space and Retail Advisory Committee (as defined herein), NED agrees that no later than issuance of the final certificate of occupancy for the first new building in the Project it shall provide (for a period of not more than 20 years) approximately 2,500 square feet of space within the PUD-8 District (which may be demised in smaller segments) at a reduced rate (equal to a reduction of 30% below the rent charged for comparable market rate space) to local retailers. NED agrees that a lease agreement for such space shall not require a tenant to pay any for share of landlord's costs attributable to any of common area maintenance, insurance or real estate taxes.
- E. Minority- and Women-Owned Businesses.** To help remove barriers to participation of minority- and women-owned businesses at the Project and to ensure nondiscrimination in the award and administration of opportunities for tenancy at the Project, NED will submit to the City of Cambridge Economic Development Department a plan outlining how diligent efforts will be made to contact and recruit minority- and women-owned business enterprises as tenants of the Project.
- F. Delivery of Residential Component.** Construction of the Project's residential component shall commence in accordance with the time frame set forth in Section 13.104.1(d)(1).
- G. Affordable Family-Sized Dwelling Units.** NED commits to making all Family-Sized Dwelling Units (as defined in the Zoning Ordinance) in the Project affordable pursuant to

Section 13.104.1(d)(4), and the distribution of such units to Inclusionary or Middle Income Housing shall be as set forth in such Section. NED agrees that it will provide no less than 20 affordable Family-Sized Dwelling Units.

- H. **Affordable and Middle Income Housing.** Pursuant to Section 13.104.1(d), at least thirty percent (30%) of the Net New GFA proposed under a Development Plan in the PUD-8 District must be devoted to residential use, i.e., at least 175,000 sf assuming a Development Plan that proposes the full 575,000 sf of allowed Net New GFA. This amount of required residential development, in concert with the required mix of affordable housing under the PUD-8 Zoning (described below), results in the production of an equivalent number of affordable units as would result from an approximately 570,000 sf residential development under the existing Inclusionary Housing requirements of Section 11.200 the Zoning Ordinance, i.e., 20% of GFA devoted to residential use.

NED commits to making a total of sixty-five percent (65%) of the Project's residential Net New Gross Floor Area affordable pursuant to Section 13.104.1(d)(2)-(3).

- I. **Noise and Light Mitigation Measures.** In light of comments received during the rezoning process, NED agrees that it shall implement noise and light mitigation strategies pursuant to Sections 13.107.2 and 13.107.3.
- J. **East End House.** NED agrees that it will make a cash contribution to the [insert East End House legal entity name] in the amount of \$4,000,000 on the first day following the date upon which the appeal period related to adoption of PUD-8 Zoning has expired, with no challenge to the validity of the same having been made (or in the event of any challenge, the date that such challenge shall have been finally resolved in favor of such validity). NED agrees that it will make an additional cash contribution to the [insert East End House legal entity name] in the amount of \$5,000,000 upon issuance of the building permit for the third new building in the Project. For the purposes of this letter, a new building shall mean the ground-up construction of a structure that did not previously exist within the PUD-8 District.
- K. **Improvements to Existing Open Space.**¹ NED agrees that prior to issuance of a final certificate of occupancy for more than 325,000 square feet of Net New Gross Floor Area for the Project it shall provide additional plantings, trees and landscaping at existing open spaces within the PUD-8 District, including Canal Park, all to be completed in substantial conformance with the attached materials prepared by CRJA-IBI Group (IBI Placemaking) attached hereto as Attachment B.

¹ Any references in this letter to proposed improvements and/or installations on land owned by the City of Cambridge or the Commonwealth of Massachusetts (including associated agencies and departments in each case) shall be subject to obtaining all necessary federal, state and local permits and approvals, including from the City or the Commonwealth as owner and/or as a permit-granting authority (as applicable).

- L. **Tree Fund.** NED agrees that it will make a \$1,000,000 contribution to the City's Tree Replacement Fund, payable in accordance with the following schedule: (i) \$500,000 upon issuance of the building permit for the first new building in the Project; (ii) \$250,000 upon issuance of the building permit for the second new building in the Project; and (iii) \$250,000 upon issuance of the building permit for the third new building in the Project.
- M. **Scholarship Contribution.** NED agrees that it shall contribute approximately \$1,300,000 (payable in annual installments over a 30-year period, as detailed below) to the East Cambridge Scholarship Fund, which Fund was initially established in connection with the original development at CambridgeSide in the 1990s. The first such installment shall be due within six months of the final approval of the PUD-8 Zoning with the remaining installments due annually thereafter. In years 1 through 10, the annual installment payments shall be \$33,333. In years 11 through 20, the annual installment payments shall be \$43,333. Finally, in years 21 through 30, the annual installment payments shall be \$53,333.
- N. **Community Space.** NED agrees that upon issuance of the final certificate of occupancy for the first new building in the Project it shall provide community meeting space within the PUD-8 District at no charge to local residents, community groups and small businesses (the "Community Space"), subject to reasonable rules and regulations. The Community Space shall be able to accommodate up to 40 people. It will also include an area for displays regarding the history of the City of Cambridge, which displays will be created in coordination with the Historical Commission and other community members and will begin with an exhibit on the history of indigenous people in Cambridge.
- O. **Arts Community Support.**¹ In furtherance of NED's current commitment to the local Arts Community and inclusion of their work at CambridgeSide, NED agrees that no later than issuance of the final certificate of occupancy for the first new building in the Project it shall develop a more comprehensive system that simplifies coordination with the local Arts Community and gives local artists opportunities to perform, display and/or sell their work at or within the vicinity of the Project, including Canal Park. Such a commitment may entail funding the installation of art within the Park or CambridgeSide and/or the expansion of the electronic display space within CambridgeSide. In connection with the same, NED will also coordinate with a reputable community arts program, such as the Lemelson-MIT program, to promote and host STEM and arts events at or within the vicinity of the Project.
- P. **Contribution to the Arts.** NED agrees that it shall make a \$500,000 contribution to the Cambridge Arts Initiative, or such other local arts fund or program identified by the City Council, upon issuance of the building permit for the first new building in the Project.
- Q. **Community and Open Space Event Programming.**¹ In coordination with the Open Space and Retail Advisory Committee (as defined herein), NED agrees that it shall host

community engagement events in or within the vicinity of the PUD-8 District on a regular basis, which events shall be held at such time(s) and location(s) as NED, in consultation with the Open Space and Retail Advisory Committee, may determine and shall be open to members of the general public. Such events may include a seasonal farmer's market, installation of winter garden(s) or the provision of space (e.g., shipping containers or kiosks) for small pop-up retail incubators within Canal Park.

- R. **Open Space and Retail Advisory Committee.** In order to ensure that the East Cambridge neighborhood is involved in the programming of activities for the open spaces and the types of retailers for the local retail space within the PUD-8 District (as provided for in items D and Q above), NED agrees that no later than issuance of the final certificate of occupancy for the first new building in the Project it will establish an advisory committee to provide input on the programming of these spaces. The advisory committee shall meet bi-annually for a period of 10 years. The advisory committee shall include representatives from the Community Development Department, the East Cambridge neighborhood and three (3) representatives designated by NED.
- S. **Affordable Childcare Space.** Recognizing the need for affordable childcare to support the East Cambridge neighborhood and future employees at the Project, NED agrees that that no later than issuance of the final certificate of occupancy for the first new building in the Project it shall provide (for a period of not more than 20 years) up to 2,500 square feet of space within the PUD-8 District at a reduced rate (equal to a reduction of 30% below the rent charged for comparable market rate space) for a daycare facility to rent to the extent operating such a facility is permitted by all applicable federal, state and local laws and regulations. NED agrees that a lease agreement for such space shall not require a tenant to pay for any share of landlord's costs attributable to any of common area maintenance, insurance or real estate taxes. NED also agrees to include a requirement in the lease agreement with the daycare facility operator obligating the operator to offer its services at a reduced rate to its users. Finally, NED shall use good faith efforts to lease such space to a community-based daycare facility.
- T. **Snow Emergency Parking.** Recognizing the need for off-street parking during snow emergencies, NED agrees that it shall continue to make parking at the Project available to East Cambridge residents during such emergencies.
- U. **Cambridge Public Schools Charles River Project.** For the next 20 years NED agrees that it shall work with the City of Cambridge Public School Department to develop a curriculum-based program that includes the opportunity for each third grader to experience the Charles River. In connection with the same, NED will cover the cost of a boat ride to help the students understand the historical maritime significance and ecological value of the Charles River to the surrounding communities, as well as coordinate with the School Department to arrange transportation to get the students to and

from the River. Such curriculum-based program shall commence in the first year following approval of the PUD-8 Zoning.

- V. **Boat Ride for Seniors.** For the next 20 years NED, in coordination with established senior services in the City, will develop evolving ways to connect Cambridge Seniors to the Charles River. In the first year following approval of the PUD-8 Zoning, from May through September, NED will sponsor, for Seniors, free weekly rides on the Charles River with lunches and activities.
- W. **Shelter During Extreme Weather Events.** Prior to issuance of a final certificate of occupancy for the first new building in the Project, and in coordination with City officials, NED will develop a plan to act as a “cooling oasis” and to provide shelter for the surrounding neighborhood during extreme weather events. CambridgeSide is uniquely situated to serve as a “cooling oasis” in the warming climate given that the core building is an interior public space connecting to a riverside/canalside green/blue exterior public space. By its implementation of the commitments set forth in this letter and to further the ability of CambridgeSide to serve as a “cooling oasis,” NED has agreed to improve (i) the water’s edge tree canopy (which contributes to temperature reduction), (ii) the area below the Land Boulevard Bridge (which provides deep shade shelter) and (iii) public access to the water where temperatures can be 20 degrees Fahrenheit below the urban ambient temperature.
- X. **Sustainability.** Pursuant to the provisions of Section 13.107.4, NED agrees that new buildings within the PUD-8 District will incorporate best practices for meeting sustainability goals in areas such as energy, emissions, water, materials, urban site reuse and landscaping. NED proposes a comprehensive design approach to meet such goals, including through implementation of the following measures:
- i. Adoption of energy conservation strategies. For example, core and shell of newly constructed office and lab buildings within the PUD-8 District will meet the LEED framework requirements at the Gold level or better, with an emphasis on overall energy (including fossil fuels) and water reduction;
 - ii. Reduction of carbon emissions by eliminating fossil fuel fired equipment as is feasible and reducing total energy required, including through the incorporation of the following to the maximum extent practicable: high efficiency building systems for new or renovated commercial buildings; improved building envelopes with reduced air infiltration; and lighting reduction through usage of LED and smart lighting controls;
 - iii. Support of the City’s Net Zero Action Plan, to the extent feasible, and/or integration of features that facilitate CambridgeSide’s ability to transition to Net Zero in the future (Net Zero Ready) by installing renewables on-site as is feasible and purchasing off-sets as needed.

- Y. **Passive House for Residential Use.** NED agrees that there will be no access to fossil fuels (i.e. no gas or fuel oil lines) within the living area of the residential component of any building and, to the extent reasonably practicable, to incorporate additional passive building standards, such as those promoted by the Passive House Institute US (PHIUS) or similar certifying entities, into the residential component of any building constructed within the PUD-8 District.
- Z. **First Street Promenade.**¹ Upon issuance of the final certificate of occupancy for the second new building fronting on First Street, NED agrees that it will coordinate with neighbors and City officials to establish a pedestrian-only area between Cambridgeside Place and Thorndike Way on Sunday afternoons between Memorial Day and Labor Day, as well as programming and activities to take place within such area.
- AA. **Transportation.** It is anticipated that NED will expend, commit to expend or cause to be expended by tenants or others located within the Project a total of approximately \$6,900,000 (the "**Transportation Funds**") on hard and soft costs related to transportation- and traffic-related measures (whether or not associated with the Project and the local/state approval process therefor) including, but not limited to, studies, construction, funding contributions or commitments, Transportation Demand Management measures and design and construction of roadway, intersection and equipment improvements in connection with the Project (the "**Transportation Measures**"). In the event that NED has not expended, committed to expend or caused to be expended by tenants or others located within the Project all of the Transportation Funds on Transportation Measures at the completion of construction of 575,000 sf of Net New Gross Floor Area within the PUD-8 District, then NED shall contribute the remaining Transportation Funds to the City of Cambridge to be utilized for transportation improvements that benefit the East Cambridge neighborhood.

Conditions to NED's Commitments

Notwithstanding anything to the contrary in the foregoing, NED's commitments set forth above are offered only if the following conditions (the "**Conditions**") are met:

1. The amendments to the Cambridge Zoning Ordinance set forth in Attachment A are duly adopted in the form attached hereto as Attachment A, and no challenge to the validity of the same shall have been made (or in the event of any challenge, such challenge shall have been finally resolved in favor of such validity).
2. With regard to any commitments outstanding as of the date that NED applies for PUD and/or Article 19 Special Permits for the Project, NED shall have received such Special Permits, including, without limitation, PUD Special Permits and Article 19 Special Permits, from the City of Cambridge Planning Board, and such other permits and approvals as may be necessary to allow for the build-out of the Net New Gross Floor Area contemplated by and in accordance with the attached PUD-8 Zoning, and no challenge to the validity of any such permits or approvals

shall have been made (or in the event of any challenge, such challenge shall have been finally resolved in favor of such validity) and a building permit for the portion of the development approved under such Special Permit(s) shall have been issued.

In addition to meeting the requirements and conditions of any required permits or approvals for the Project (and the payment of any and all fees associated with the issuance of such permits or approvals), NED is making these commitments and providing the other mitigation referenced above to the City in order to provide the City with resources to mitigate impacts which might result from the Project as a result of the rezoning and any special permit issued pursuant thereto.

[REMAINDER OF PAGE INTENTIONALLY LEFT BLANK]

As NED's duly authorized representative, I am authorized to make these commitments on NED's behalf.

Sincerely,

A handwritten signature in blue ink that reads "Stephen R. Karp". The signature is fluid and cursive, with the first name being the most prominent.

Stephen R. Karp
Chairman, Chief Executive Officer of NED

Attachment A: Zoning Petition

Attachment B: Materials for Improvements to Existing Open Space

ATTACHMENT A

13.100 **PLANNED UNIT DEVELOPMENT 8 DISTRICT**

13.101 *Purpose.* The PUD-8 District is intended to provide for the creation of a vibrant mixed-use district of high quality general and technical office and lab use, active commercial use, including retail, fitness and restaurant, components of residential use and enhancement of open space to serve residents of the District and the surrounding neighborhoods, as well as workers, students and visitors. The PUD-8 District encourages strong connections between the neighborhoods of eastern Cambridge and new development in that area, particularly along First Street, the East Cambridge riverfront (focusing on Lechmere Canal) and the PUD-8 area. It also promotes retail- and service-oriented ground floors that will activate surrounding public streets and spaces, such as First Street and Lechmere Canal Park. The expectation is for the District to continue to be a recognizable center of activity and economic viability for East Cambridge and the surrounding neighborhoods in light of the changing landscape of brick and mortar retail. Development in the PUD-8 District is expected to meet high standards for urban design, architectural design, environmental sustainability and open space design. To the extent reasonably practicable and subject to the provisions of Section 13.107.5 below, new buildings shall be generally consistent with the policy objectives set forth in the Eastern Cambridge Planning Study dated October 2001, the guidance provided in the Eastern Cambridge Design Guidelines dated October 15, 2001, the East Cambridge Riverfront Plan dated May 1978 and the Cambridge Riverfront Plan dated Spring 2011.

13.102 *PUD-8 Special Permit.*

13.102.1 Eligible Development Parcel. To further the purpose of this Section 13.100, an applicant may submit a Development Proposal and obtain a special permit from the Planning Board approving a Final Development Plan for the Development Parcel located within the PUD-8 District which, at the time of application for a PUD-8 Special Permit, (i) contains at least 100,000 sf of retail and/or restaurant space on the ground-floor allowed pursuant to a valid special permit under the PUD-4 District, (ii) contains at least 7.5 acres in area and (iii) is within 600 feet of 3 acres of Public Open Space. The Development Parcel within the PUD-8 District may contain contiguous or noncontiguous lots elsewhere in the PUD-8 District or within another PUD District that are situated within twelve hundred (1200) feet of the boundaries of the PUD-8 District.

13.102.2 PUD-8 Special Permit Approval. The Planning Board may grant a PUD-8 Special Permit approving a Final Development Plan for the Development Parcel upon finding that the Final Development Plan is consistent with the criteria set forth below, all other criteria applicable to approval of any other special permits being sought, and upon consideration of the PUD-8 Guidelines and Principles (as hereinafter defined). Any modification to a Final Development Plan, the need for which arises for any reason, shall require a major or minor amendment in accordance with Section 12.37 of this Zoning Ordinance and the provisions of the PUD-8 Special Permit. A PUD-8 Special Permit approving a Final Development Plan may specify a range of modifications that may be approved as minor amendments to the PUD-8 Special Permit, which are subject only to written approval of the Planning Board, if such modifications are found by the

Planning Board not to significantly alter the concept of the approved PUD-8 Special Permit.

13.102.3 PUD-8 Special Permit Requirements. Within the Development Parcel, the locations of streets and open spaces, the quantities of proposed land uses, and general PUD-8 lots, building envelopes, locations and heights shall be indicated in sufficient detail that the Planning Board can reasonably assess the impact of the PUD-8 Special Permit and its general consistency with the PUD-8 Special Permit Criteria set forth in Section 13.102.4 below. At a minimum, a Development Proposal and subsequent Final Development Plan must contain the following components:

(a) *Site Development Plan* — describing how the Development Parcel is divided into distinct PUD-8 lots, streets, and open spaces and their development characteristics, including potential uses and Gross Floor Area (“GFA”).

(b) *Site Massing Plan* — illustrating the height and massing of building volumes for each proposed building site, including representative ground-level views from selected vantage points, and studies of anticipated shadow and wind impacts resulting from building mass.

(c) *Parking and Loading Plan* — identifying the locations of all parking facilities, bicycle parking facilities and facilities for loading or other vehicular service functions, the number of spaces proposed at each location, and explaining in detail any restrictions or commitments applicable to existing parking facilities, including but not limited to commercial parking permits, ongoing lease agreements, and programs to make parking available to off-site users.

(d) *Connectivity Plan* — illustrating all pedestrian, bicycle and vehicular circulation routes within the Development Parcel, their connections to nearby public circulation routes and destinations outside the Development Parcel, and approximate locations of access and egress points on each building and parking facility within the Development Parcel.

(e) *Open Space Plan* — illustrating and quantifying the areas of all open space areas utilized by the development in satisfaction of Section 13.105, including, without limitation, pedestrian ways providing connectivity to the riverfront.

(f) *Ground Floor and Activation Plan* — illustrating the conceptual arrangement of functions such as retail establishments and other active uses, and residential and office lobbies at the ground floor of each building in the Development Parcel, as well as the locations and anticipated sizes of Active Uses that may be required by the specific provisions of this Section 13.100 and strategies for programming and activating those spaces.

(g) *Housing Plan* — providing the approximate number and mix of housing unit types proposed on the residential site, and identifying the anticipated location of dwelling units that may be required by specific provisions of this Section 13.100.

(h) *Phasing Plan* — describing the general sequence in which development is proposed to proceed.

(i) *Sustainability and Resiliency Plan* – describing: (1) how the sustainability requirements set forth in Section 13.107.4 below will be met; (2) how the proposed development will promote best practices for environmental sustainability and resiliency; (3) how the proposed development serves nearby East Cambridge community-wide needs for emergency refuge or shelter during heat or storm emergencies in coordination with the Cambridge Climate Vulnerability Assessment dated February 2017.

(j) *Net Zero Plan* – describe how the proposed development will address the goals set forth in the Net Zero Action Plan, including the potential incorporation of enhanced commissioning for newly constructed or renovated office and lab buildings, opportunities for ground source and air source heat pumps, solar photovoltaics, solar hot water, bio-fuel emergency power fuel, battery storage, facilities electrification, airtightness and additional methods to eliminate fossil fuel usage, including in the context of relevant energy initiatives implemented through the City of Cambridge, and exploring participation, if available, in any program sponsored by the City of Cambridge for community renewable energy purchase.

(k) *Transportation Plan* – incorporating: (1) a Transportation Impact Study required by Section 19.20 of this Ordinance; (2) a Shared Parking Study required by Section 13.106.5 below; (3) a study of the impacts of increased demand on public transportation services in the East Cambridge area; (4) a description of the development’s relationship to future regional rail, bus, pedestrian/bicycle and other transportation system connections in the area; and (5) a Transportation Demand Management and Mitigation program describing measures which may be incorporated by the Planning Board into a condition of a PUD-8 Special Permit to offset or mitigate the development’s impacts on transportation systems, including measures set forth in this Zoning Ordinance and the City’s planning efforts to be linked to milestones, thresholds or performance standards. Such studies (and the recommendations set forth therein) shall account for the proposed scale and phasing of development and the limitations on system capacity to accommodate new vehicle, transit, and other trips.

(l) *Environmental Comfort Plan* – describing or showing screening, building elements, or other site improvements designed to reduce impacts from wind and shadows, provide adequate lighting for safe use while minimizing excessive light, mitigating urban heat island effect, and controlling noise generated by mechanical systems and by truck traffic, particularly on First Street.

(m) *Architectural Character Plan* – describing general approaches to the design of buildings, landscaped areas, streets, and pathways, identifying the type of visual character that the development will aim to achieve, with the expectation that specific designs of individual buildings and spaces will be reviewed in further detail as they are developed.

(n) *Comprehensive Signage Plan* – providing the approximate number, type and characteristics of signage to be installed within the District.

(o) *Utilities Plan* – analyzing existing infrastructure and demonstrating that each proposed building site at the time of development will be adequately served by water, sewer, gas, and electric infrastructure capacity or describing appropriate infrastructure capacity improvements that will be implemented to ensure such building site will be adequately served upon the completion of such improvement.

13.102.4 PUD-8 Special Permit Criteria. In approving a Final Development Plan, the Planning Board shall consider the following objectives with respect to any Net New GFA (as defined below) or construction of a new building:

(a) Providing a mix of commercial, including research and technology, and residential uses, with particular emphasis on ground-floor retail along First Street, to encourage activity throughout the day and evening.

(b) For residential uses, incorporating a diversity of dwelling unit sizes that are appealing and accessible to a variety of users, including families with children and households from a variety of socioeconomic backgrounds.

(c) Improving the network of connections that integrate the PUD-8 District with the surrounding urban fabric of the East Cambridge neighborhood and the activity surrounding the East Cambridge Riverfront, and maintaining existing ground level pedestrian connections between Charles Park and Lechmere Canal Park, including interior connections with active retail uses.

(d) Enhancing the existing network of high-quality streets, landscaping and open spaces, including significant space for public gathering and recreation, that serves the surrounding communities as well as the development on the site by encouraging and fostering a sense of community, civic engagement, social interaction, economic development, and environmental sustainability.

(e) Integrating development with open space physically and functionally by means of building orientation, active frontages, location of building entrances, pedestrian linkages between major activity centers, enhanced landscaping and similar techniques.

(f) Providing a strong street edge and active ground floors that animate streets and open spaces, including through the presence of Active Uses (defined below) on the first-floor fronting on First Street and Cambridgeside Place.

(g) Enhancing the architectural richness and diversity and aesthetic qualities of the PUD-8 District to complement and strengthen the architectural character of the district as it has evolved historically.

(h) To the maximum extent practicable, promoting best practices for environmental sustainability in establishing design objectives for individual buildings and sites, in

accordance with the City's ongoing planning efforts and current Massachusetts Department of Environmental Protection standards.

(i) Demonstrating a commitment to implementing a Transportation Demand Management and Mitigation Program.

(j) Activating surrounding streets by incorporating Active Uses on the portion of the ground floors of new and renovated buildings immediately fronting on First Street, Cambridgeside Place and Lechmere Canal Park (excluding those areas of such ground floors utilized for lobbies, limited mechanical areas and/or entrances to parking and/or loading areas).

(k) Strengthening pedestrian access from First Street to retail establishments and the Riverfront.

(l) Demonstrating a commitment to implement programming for proximate Public Open Space.

13.102.5 PUD-8 Lot. A lot within the PUD-8 District is a parcel of land that may be in more than one ownership, provided that the developer thereof has control over the entirety of the parcel, whether via fee ownership, long-term lease or enforceable easement rights, which parcel is bounded by other lots or by streets, and which is designated by the developer thereof to be used, developed or built upon as a unit.

13.102.6 Condominium Property Regime. Nothing in this Section 13.100 shall prevent a developer from submitting a building(s) subject to a PUD-8 Special Permit to a condominium property regime. The violation of the conditions of a PUD-8 Special Permit by one owner or occupant of a condominium unit within a development shall not be deemed to be a violation by any other owner or occupant within the development, but shall be deemed to be a violation by the owner or occupant of the condominium unit(s)/premises violating the conditions of the PUD-8 Special Permit. Nothing herein shall limit the rights of a condominium association against a violating owner or occupant.

13.102.7 Applicability of Requirements to Development Parcel. The requirements of this Section 13.100 may be satisfied for the entire Development Parcel on any lot(s) located within the limits of such Development Parcel or, with respect to Section 13.105 (Open Space), on other land within 1,000 feet of the PUD-8 District; provided, however, the requirements of this Section 13.100 shall not be applied to individual PUD-8 lots or ownership units comprising such Development Parcel, but shall be applied as if such Development Parcel were a single conforming PUD-8 lot whether or not such Development Parcel is in single or multiple ownership. A violation, with respect to an individual PUD-8 lot or ownership unit within the Development Parcel, of any provision of this Section 13.100 shall not constitute a violation with respect to any other individual PUD-8 lot or ownership unit within the Development Parcel.

13.102.8 Phasing Plan and Lapse. Any development within the Development Parcel shall commence and, to the extent built in multiple phases over a period of time, be

constructed in accordance with the time limits set forth in the Final Development Plan. Any changes to the Phasing Plan after issuance of the PUD-8 Special Permit are subject only to written approval by the Planning Board.

In no event shall any portion of the development approved by a PUD-8 Special Permit for which a building permit has been issued and construction has commenced be deemed to have lapsed due to the fact that any other phase of the development approved by a PUD-8 special permit has not been commenced or completed.

- 13.102.9 Relationship to PUD-4. With respect to the Development Parcel, the rights granted pursuant to a PUD-8 Special Permit shall be in addition to any rights previously granted under a PUD-4 special permit and the PUD-8 Special Permit shall govern with respect to such additional rights. The previously issued PUD-4 special permit shall remain valid and in full force and effect for, and govern with respect to, any remaining land outside of the Development Parcel subject thereto, provided that the terms of such PUD-4 special permit shall be applied to such remaining land without regard to any rights granted to the Development Parcel pursuant to the PUD-8 Special Permit.

To the extent the Development Parcel is subject to the provisions of one or more PUD District(s), special permit(s), site plan approval(s) and/or variance(s) issued prior to the issuance date of a PUD-8 Special Permit granted hereunder and the provisions of such PUD District(s) or existing approval(s) conflict or are inconsistent with the PUD-8 Special Permit, the provisions of the PUD-8 Special Permit shall govern.

- 13.102.10 Pre-Application Conference. In the course of preparing a Development Proposal, the developer shall be required to participate in at least one PUD Pre-Application Conference as established in Section 12.33 of this Zoning Ordinance and a similar conference with the full City Council or Ordinance Committee. The purpose of the conference will be to discuss the conceptual alternatives for site arrangement, building massing, circulation systems and public space arrangement, as well as general approaches to architectural and landscape design, and for the developer to receive informal feedback from the Planning Board prior to preparing the materials required by Section 13.102.3 above. As set forth in Section 12.33.2, any statement made by the Planning Board or the developer at the Pre-Application Conference shall not be legally binding. Notwithstanding Section 12.33.3, the developer shall present graphic and written materials as needed to illustrate and describe conceptual development alternatives

- 13.102.11 Design Review. In approving a Final Development Plan, the Planning Board may incorporate criteria and additional guidelines for future design review of individual building sites and open spaces in support of its findings, including with respect to: streetscape activation, amenities, and dimensions; the provision of canopy street trees; coordination with the City's plans for vehicular, pedestrian, and bicycle movement in East Cambridge; ground floor design; sidewalk widths and features; the location of the ground floor façades relative to the plane of the streetwall above; the height and façade expression of ground floors; façade length; modulation of the streetwall façade; the continuity of the streetwall; bay widths; window-to-wall ratios; the

massing and façade expression of towers, mechanical penthouses and their setbacks; screening of mechanical systems; architectural details; building materials; incorporation of art; lighting design; sustainability; and universal access.

13.103 ***Uses Allowed in a PUD-8 District.*** The uses listed in this Section 13.103, alone or in combination with each other, shall be allowed, provided that the amount and extent of uses may be further regulated and limited as set forth elsewhere in this Section 13.100, including, without limitation, Section 13.107. This Section 13.103 shall refer to uses as they are listed in Article 4.000 and otherwise defined in this Zoning Ordinance as of the effective date of the enactment of this Section 13.100. For the avoidance of doubt, the Planning Board shall be the sole permit granting authority with respect to determining uses allowed under this Zoning Ordinance in the PUD-8 District.

- (a) Residential Uses. All uses listed in Section 4.31 a-h, and i.2.
- (b) Transportation, Communication and Utility Uses. All uses listed in Section 4.32, which are allowed or conditionally allowed in the base zoning district.
- (c) Institutional Uses. All uses listed in Section 4.33, which are allowed or conditionally allowed in the applicable base zoning district.
- (d) Office and Laboratory Uses. All uses listed in Section 4.34.
- (e) Retail Business and Consumer Service Establishments. All uses listed in Section 4.35.
- (f) Open Air or Drive in Retail & Services.
 - i. Sales place for flowers, garden supplies, agricultural produce conducted partly or wholly outdoors; commercial greenhouse or warehouse;
 - ii. Open air place of entertainment.
- (g) Light Industry, Wholesale Business and Storage. All uses listed in Section 4.37.
- (h) Other Uses. Any use not listed in subsections 13.103(a) through 13.103(g) above, otherwise allowed in a Business A District, may be allowed by the Planning Board upon written determination by the Board that such use is consistent with the objectives of the PUD-8 District and is consistent with the predominant uses in the PUD-8 District.

13.104 ***Dimensional Regulations.***

13.104.1 Permitted Gross Floor Area (GFA). The following GFA shall be permitted within the PUD-8 District:

- (a) *Existing GFA.* The GFA that exists on a lot(s) to be covered by a PUD-8 Special Permit on the date of application for such PUD-8 Special Permit, which shall be

calculated in accordance with the definition of Gross Floor Area under the Zoning Ordinance in effect at the time of adoption of this Section 13.100, except that the GFA of above-ground structured parking facilities in existence on or before September 15, 2000 shall be included in the calculation of Existing GFA (notwithstanding the exemptions under Section 5.25.3).

(b) *Net New GFA.* A maximum of 575,000 square feet of Net New GFA shall be permitted within the Development Parcel. For purposes of this Section 13.100, Net New GFA shall be calculated as the total Gross Floor Area proposed within the Development Parcel, less the Existing GFA pursuant to Section 13.104.1(a) above.

(c) *Assignment of GFA to PUD-8 Lots.* A Development Proposal for the PUD-8 Development Parcel including all PUD-8 lots within such PUD-8 Development Parcel shall describe how all of the permitted GFA will be assigned to PUD-8 lots within such PUD-8 Development Parcel. However, with the exception of the 100,000 square feet that comprises the core retail component of the PUD-8 District, all permitted GFA shall be assignable among PUD-8 lots within such PUD-8 Development Parcel, subject to approval by the Planning Board.

(d) *Required Residential Development.* A Development Proposal for the PUD-8 Development Parcel shall be required to provide a plan for the provision of at least thirty percent (30%) of its Net New GFA as residential development, subject to the following provisions.

1. Timing. Such residential component may be provided on any portion of such Development Parcel and may be provided during any phase of a multi-phase development, provided, however, that construction of such residential component shall have commenced prior to or simultaneous with the earlier to occur of (i) issuance of a final certificate of occupancy for more than 325,000 square feet of non-residential Net New Gross Floor Area or (ii) issuance of a building permit for the second new building within the PUD-8 District (for the avoidance of doubt, a building permit for a new building shall mean a building permit authorizing the construction of a new structure that did not previously exist on the subject property).
2. Inclusionary Housing Requirements. GFA assigned to residential use shall be subject to the Inclusionary Housing Provisions of Section 11.203 of this Zoning Ordinance, except that at least thirty percent (30%) of the total Dwelling Unit Net Floor Area constructed shall be devoted to Affordable Dwelling Units created through Inclusionary Housing.
3. Middle Income Housing Requirement. The following requirements for Middle Income Housing Units shall apply in addition to the Inclusionary Housing Requirements set forth above:
 - i. Thirty-five percent (35%) of the total Dwelling Unit Net Floor Area constructed shall be devoted to Middle Income Units (as defined below).

Such Middle Income Units shall be distributed throughout the residential development in a manner approved by City staff, in order to ensure that the Middle Income Units are of an appropriate location, size, configuration and quality for households intended to occupy such units.

ii. For the purposes of this Section 13.104.1, Middle Income Units shall be defined as residential dwelling units for which:

(a) The occupancy is restricted to households whose total income is not below seventy percent (70%) and which also does not exceed one hundred and twenty percent (120%) of the Area Median Income (AMI); and

(b) The rent (including utilities) does not exceed thirty percent (30%) of the income of the renting household or, in the instance of home ownership units, the monthly mortgage payment (including insurance, utilities and real estate taxes) does not exceed thirty percent (30%) of the income of the purchasing household, or such other equivalent standard as may be determined by the Board of Trustees of the Affordable Housing Trust Fund.

iii. Except as otherwise provided in Section 13.104.1(d)(4), GFA devoted to Middle Income Units shall be subject to the provisions of Sections 11.203.3 and 11.203.4, provided that such provisions shall be applied in a manner that reflects the income restrictions for Middle Income Units provided above (rather than the income restrictions for Inclusionary Housing provided in Sections 11.203.3 and 11.203.4).

4. Family-Sized Dwelling Units. The required residential development shall include a range of dwelling unit types and sizes, including Family-Sized Dwelling Units. The total number of Affordable Family-Sized Dwelling Units required under Section 11.203.3(g) shall be determined based on the total Dwelling Unit Net Floor Area devoted to Affordable Dwelling Units required by Section 13.104.1(d)(2). To the extent legally permissible under Section 11.200 of this Zoning Ordinance and other applicable legal requirements, all Family-Sized Dwelling Units will be Middle Income Units and Affordable Dwelling Units, allocated in accordance with the following: (i) those units required under Section 11.203.3(g) shall be Affordable Dwelling Units created through Inclusionary Housing; and (ii) any additional Family-Sized Dwelling Units shall be Middle Income Units.

(e) *Housing Contribution.* To the extent that a development proposed within the PUD-8 District is considered an Incentive Project, it shall comply with the requirements of Section 11.202 of this Ordinance.

13.104.2 Residential Density. There shall be no required minimum Lot Area Per Dwelling Unit in the PUD-8 District.

13.104.3 Maximum Building Height.

(a) As shown on the attached Building Height Map for the PUD-8 District, Map 13.101, the maximum height of buildings permitted in the PUD-8 District shall be eighty-five (85) feet except as hereinafter provided.

(b) The height of buildings or portions thereof may be increased by issuance of a PUD-8 Special Permit by the Planning Board upon a finding that all of the criteria in Section 13.102.4 have been satisfied and that the proposed height complies with the following distance parameters and the design guidelines in Section 13.107.5(a) (including setbacks and materials):

- i. The height of buildings or portions thereof that are less than three hundred (300) feet from the centerline of First Street and more than four hundred eighty (480) feet from the centerline of Charles Street may be up to ninety-five (95) feet in a location that is setback from the nearest boundary of the PUD-8 Development Parcel to the Lechmere Canal by greater than one hundred eighty (180) feet;
- ii. The height of buildings or portions thereof that are less than three hundred (300) feet from the centerline of First Street and between four hundred eighty (480) feet and three hundred fifteen (315) feet of the centerline of Charles Street may be up to one hundred forty-five (145) feet; and
- iii. The height of buildings or portions thereof that are less than three hundred fifteen (315) feet of the centerline of Charles Street and either (i) less than three hundred (300) feet from the centerline of First Street or (ii) more than four hundred twenty-five (425) feet from the centerline of First Street may be up to one hundred fifty-five (155) feet.

13.104.4 Other Dimensional Requirements. There shall be no minimum lot area for PUD-8 lots located within the PUD-8 Development Parcel. There shall be no minimum width for the PUD-8 Development Parcel and no minimum width for PUD-8 lots located within such Development Parcel. There shall be no minimum required front, rear and side yard requirements for the PUD-8 Development Parcel or for PUD-8 lots located within such Development Parcel. There shall be no minimum required distance between buildings on the PUD-8 Development Parcel and no minimum required distance between buildings situated on the same PUD-8 lot within such Development Parcel. The Planning Board shall approve all such PUD-8 lot sizes and building setbacks in accordance with the PUD-8 Design Guidelines and Principles set forth in Section 13.107.5.

13.105 Open Space.

- 13.105.1 Subject to the provisions of 13.105.2 below, at a minimum, twenty percent (20%) of the land area within the PUD-8 Development Parcel shall be Public Open Space or Publicly Beneficial Open Space, which may be located in the PUD-8 District and/or within 1,000 feet of the PUD-8 District, subject to the further standards set forth below (the "Minimum Open Space").
- 13.105.2 To the extent that the Minimum Open Space requirement is to be satisfied, in whole or in part, with Public Open Space or Publicly Beneficial Open Space that is located outside of the PUD-8 District, the developer shall demonstrate that the developer (or its affiliates) has historically contributed to, or is committed to contributing to, the creation of such Open Space (e.g., through a financial contribution to, or development of, such Open Space).
- 13.106 ***Parking and Loading.*** Development in the PUD-8 District shall conform to the off-street Parking and Loading Requirements set forth in Article 6.000, and in the Schedule of Parking and Loading Requirements applicable to the Residence C-3, Office 3, Business B and Industry B districts, except as modified by this Section 13.106 below.
- 13.106.1 With regard to uses contained within new commercial buildings, provided that the requirements of Section 6.23 of the Ordinance are met, the parking requirements of this Section 13.106 may be satisfied (a) anywhere in the PUD-8 District or, if located outside of the PUD-8 District, within 2,000 feet of the use being served, notwithstanding anything to the contrary contained in Article 6.000; and (b) in total or in part by a lease agreement, occupancy agreement, license or other comparable legal instrument between the developer and the City, other public entity or private owner or consortium for use of parking spaces in the public or pooled private parking facilities within said area.
- 13.106.2 Notwithstanding anything to the contrary in Article 6.000, this Ordinance shall not restrict the management and assignment of parking spaces in a way that will most efficiently utilize the existing and proposed parking spaces to serve all approved uses.
- 13.106.3 **Minimum Parking.** There shall be no minimum parking requirements within the PUD-8 District; provided, however, in approving a Final Development Plan, the Planning Board may specify a minimum parking requirement based on review and analysis of Transportation Impact Studies and other relevant information on parking demand provided in application documents, including the Shared Parking Study as required below, and with the guidance of City agencies. The Planning Board, through its approval of a Final Development Plan, shall make a finding that the Final Development Plan provides adequate parking for proposed residential uses.
- 13.106.4 **Maximum Parking.** Maximum allowed parking for a PUD-8 shall be limited by applying the rates set forth below to each use within the PUD-8 and taking the summation of the result for all uses. For any use not listed below, the maximum parking ratio set forth in Article 6.000 shall apply.

- (a) Maximum of 5.0 spaces per 1,000 square feet of retail, consumer service and restaurant use.
- (b) Maximum of 0.9 spaces per 1,000 square feet of GFA for office use.
- (c) Maximum of 0.8 spaces per 1,000 square feet of GFA for laboratory use
- (d) Maximum of 1.0 space per residential dwelling unit.

In approving a Final Development Plan, the Planning Board may waive any maximum parking requirements applicable in the PUD-8 District and the underlying Zoning District.

- 13.106.5 Shared Parking Study. A Development Proposal for development in the PUD-8 District shall include an analysis of existing and anticipated parking demand for all uses in the development throughout the course of a typical day and week. The purpose of this analysis is to consider parking demands for different land uses that have peak parking demands at different times of day, thus enabling parking facilities to be used more efficiently. Accordingly, this analysis may identify opportunities for reducing the total amount of parking required to serve all uses through the sharing of parking spaces by multiple uses. Based on this analysis, the Planning Board, with guidance from City staff, may approve a reduced minimum or maximum parking requirement upon finding that the approved amount of parking will be sufficient to serve all permitted uses. This analysis may be approved by the Planning Board as a working study that can be adjusted by written approval of the Planning Board over time, as dictated by changes in parking demands.
- 13.106.6 Loading. The Planning Board, in its approval of a Final Development Plan, may waive any requirements for the amount, location and design of loading facilities within the PUD-8 Development Parcel, and may permit loading facilities to be shared across various uses and PUD-8 lots within the PUD-8 District or adjacent PUD-4 Districts.
- 13.106.7 Bicycle Parking. Bicycle parking shall be provided in accordance with Section 6.100 of this Zoning Ordinance, provided that, in accordance with Section 6.108, any of the requirements in Section 6.100 may be modified by the Planning Board through its approval of a Final Development Plan.
- 13.107 *Special Requirements, Conditions and Standards Applicable to Certain Development Authorized by the Planning Board in East Cambridge.*
- 13.107.1 Active Uses. Final Development Plans shall enhance the public pedestrian usage of the sidewalks and create a sense of neighborhood continuity by providing an interesting, lively and active presence at street level. Accordingly, the portion of ground floors of new buildings in the PUD-8 District immediately fronting on First Street, Cambridgeside Place and Lechmere Canal Park (excluding those areas of such ground floors utilized for lobbies, mechanical areas and/or entrances to parking and/or loading areas) shall be planned, designed, and constructed to contain Active Uses as required below.

(a) *Definition of Active Uses.* For purposes of this Section 13.100, “Active Uses” means:

1. Any use listed in Sections 4.35 and 4.36; and
2. Any other use which the Planning Board determines meets the goals of this Section 13.107.1(a).

13.107.2 Rooftop Mechanical Equipment Noise Mitigation. Sound emanating from rooftop mechanical equipment on all new or substantially altered structures in an approved Final Development Plan shall be minimized by the adoption of best available and feasible practices regarding the location and sizing of equipment, the selection of equipment and sound attenuation measures. At a minimum, any noise or vibration emanating from new commercial or substantially altered commercial buildings shall not be normally perceptible without instruments at a distance of one hundred (100) feet from the source lot line and shall comply with the provisions of the City of Cambridge Noise Ordinance applicable to Commercial Areas (as such term is defined in the Noise Ordinance).

In order to enforce these requirements, the developer shall provide, in addition to a Noise Mitigation narrative required as part of Article 19.000 review, acoustical reports prepared by a professional acoustical engineer as described below:

(a) Prior to and as a condition of the issuance of the first certificate of occupancy for a new or substantially altered commercial building, an acoustical report, including field measurements, demonstrating compliance of such building with all applicable noise requirements; and

(b) Prior to obtaining any building permit to add any new equipment having a capacity greater than five (5) horsepower to the rooftop, a narrative report demonstrating that there will be continued compliance with all applicable noise requirements after such addition, and upon completion of such addition and as a condition thereof, an acoustical report, including field measurements, demonstrating such compliance.

With respect to any new commercial or substantially altered commercial building that will contain laboratory use, the heating, ventilation and air conditioning (HVAC) design shall adopt Best Available Noise Control Technology (BANCT) in the sizing and selection of equipment, its placement on the roof, and the use of effective sound attenuation design elements, including through the following measures: (i) fans shall be provided with variable speed drives to conserve energy when airflow is not needed to condition the space, and sound attenuators will be installed in the ductwork; (ii) cooling towers shall be provided with large diameter, slow speed whisper quiet fans and variable speed drives for capacity control and energy conservation, and such towers will be located within a sound absorbent screen wall; (iii) air cooled chillers shall use variable-speed compressors, variable-speed fans and integrated compressor mufflers; and (iv) air handling units shall be in a sound-insulated penthouse that is

ventilated through acoustical louvers. Any PUD-8 Special Permit may contain conditions with respect to noise mitigation consistent with this Section 107.2 for any building containing laboratory use.

Additionally, appropriate screening for any rooftop mechanical equipment shall be provided to the fullest extent permitted by law.

13.107.3 Light Mitigation. Any new commercial or substantially altered commercial building that will contain laboratory use shall install a Building Automation System (BAS) that is programmed to dim or turn lights off and to lower shades after 9:30 pm to reduce light pollution to the surrounding neighborhoods. Any PUD-8 Special Permit may contain conditions with respect to light mitigation consistent with this Section 107.3 for any building containing laboratory use.

13.107.4 Sustainability. New buildings constructed within the PUD-8 District shall comply with the Green Building Requirements set forth in Section 22.20 of the Zoning Ordinance. The Development Proposal shall contain documentation showing how the development at an aggregate level will comply with the requirements of Section 22.20. The conditions of a PUD special permit shall set forth procedures for individual buildings within an approved Final Development Plan to meet the requirements of Section 22.20.

The Sustainability and Resiliency Plan component of a Development Proposal shall describe how new buildings in the PUD-8 District will incorporate a comprehensive design approach and incorporate the best practices for meeting sustainability as outlined in the City's Net Zero Action Plan, Climate Change Preparedness and Resilience Plan, and other sustainability plans and guidelines promulgated by the City at the time the Development Proposal is submitted. The conditions of a PUD special permit shall set forth sustainability guidelines to be reviewed as part of any continuing design review procedure for individual buildings within an approved Final Development Plan. At a minimum, buildings shall incorporate best practices in the following areas:

(a) *Energy and Emissions*. Each new or renovated building must conserve building energy and, to the extent practicable, reduce carbon/GHG emissions. The developer, with each new or renovated building within the PUD-8 District, will evaluate the potential for implementation of net zero ready measures and on-site energy generation (which may include rooftop solar pv) within the PUD-8 District in the context of ownership, economic viability and phasing constraints. The Developer will conduct a greenhouse gas emissions analysis for each new or renovated building and will implement energy efficiency mitigation for such building to achieve the maximum energy reductions possible identified in such analysis.

(b) *Urban Site and Landscaping; Water Management*. The Developer, for each new building, must explore opportunities for potable water use reductions and the ability to enhance indigenous plantings in and around the development site.

- (c) *Cool Roofs.* All new buildings approved in the PUD-8 District must employ Functional Green Roofs (as such term is defined in Article 22.000 of this Zoning Ordinance), high-albedo “white” roofs, or a functionally equivalent roofing system.
- (d) *Monitoring.* All new buildings in the PUD-8 District shall be required to conform to the requirements of the Cambridge Building Energy Use Disclosure Ordinance, Chapter 8.67 of the Municipal Code.
- (e) *Healthy Living and Working.* All new buildings in the PUD-8 District shall provide people with access to daylight and enhance the visual and thermal comfort of people living within the PUD-8 District.
- (f) *Transportation.* Final Development Plans within the PUD-8 District shall encourage multimodal transportation, provide facilities for cyclists and provide an infrastructure to support alternative energy vehicles.
- (g) *Flood Resiliency.* All new buildings must incorporate the City of Cambridge’s most up-to-date standards to address projected future flooding impacts.
- (h) *Site Cooling Strategies.* Final Development Plans within the PUD-8 District shall incorporate measures to reduce urban heat island effects and identify interior and exterior spaces in designated locations to act as cooling areas.

13.107.5 PUD-8 Design Guidelines and Principles.

- (a) To the extent reasonably practicable, new buildings constructed within the PUD-8 District shall be generally consistent with: (i) the policy objectives set forth in the Eastern Cambridge Planning Study dated October 2001; (ii) the guidance provided in the Eastern Cambridge Design Guidelines dated October 15, 2001; (iii) the East Cambridge Riverfront Plan dated May 1978; and (iv) the Cambridge Riverfront Plan dated Spring 2011 (collectively, the “PUD-8 Guidelines and Principles”); provided however that new buildings constructed within the PUD-8 District shall be generally consistent with the following provisions in lieu of the provisions pertaining to height, setback, setbacks and materials in the PUD-8 Guidelines and Principles:
 - i. *Height and Setbacks:* A diversity of height and massing as permitted in Section 13.104.3 is encouraged to be located in buildings immediately fronting on First Street, Cambridgeside Place and Land Boulevard and designed to create a rich and varied skyline along streets abutting the Development Parcel.
 1. Buildings fronting on First Street are encouraged to establish a recognizable base, activated by commercial, residential, retail, dining and entertainment uses, of a scale and proportion to support an active, pedestrian-oriented public realm.
 2. New buildings fronting on First Street will enhance the public realm by providing a setback of at least 10 feet or more as may be necessary

to provide a sidewalk that allows comfortable pedestrian circulation in addition to street furniture, bicycle parking, tree plantings and other streetscape features. Bays, balconies, tapers, cornices and other architectural elements may project 5 feet into this setback zone, beginning at the second floor, to establish scale compatible with the neighboring structures and to modulate the massing of the buildings so that they are read as distinct and individual buildings.

3. Buildings along First Street are encouraged to create separation between buildings and to adopt massing strategies within the building facades to create visual interest on the street.
4. Mechanical penthouses, attic stories and other architectural treatments will be utilized to create tops to the buildings that will contribute to a varied skyline and unique reading of each building.
5. Maintaining the existing pedestrian atrium, which provides a connection between Charles Park and Lechmere Canal Park, at its height as of the effective date of the enactment of this Section 13.100 is encouraged.

ii. *Stepbacks.*

1. New or renovated buildings within the PUD-8 District that exceed 85 feet in height shall provide (a) a 10-foot stepback of the building façade at an elevation of approximately 65 feet in height and (b) a 10-foot stepback of the building façade at an elevation of approximately 135 feet in height (if applicable), provided in each case that bays, balconies, tapers, cornices and other architectural elements may project 5 feet into this stepback zone to establish scale compatible with the neighboring structures, and to modulate the massing of the buildings so that they are read as distinct and individual buildings.
2. New or renovated buildings within the PUD-8 District that do not exceed 85 feet in height are encouraged to provide a distinct horizontal articulation at a datum height of approximately 65 feet, through means other than a stepback (significant change in material, projecting cornice/fin/shade, etc.).
3. New or renovated buildings within the PUD-8 District shall provide a 15-foot stepback of the rooftop mechanical penthouses.

iii. *Building Spacing:* New buildings shall be designed to provide for appropriate spacing to preserve adequate light, air and view corridors for the benefit of the East Cambridge neighborhood. New buildings should, to the extent feasible, be separated by courtyards or other significant breaks to avoid long lengths of unbroken building mass. Along First

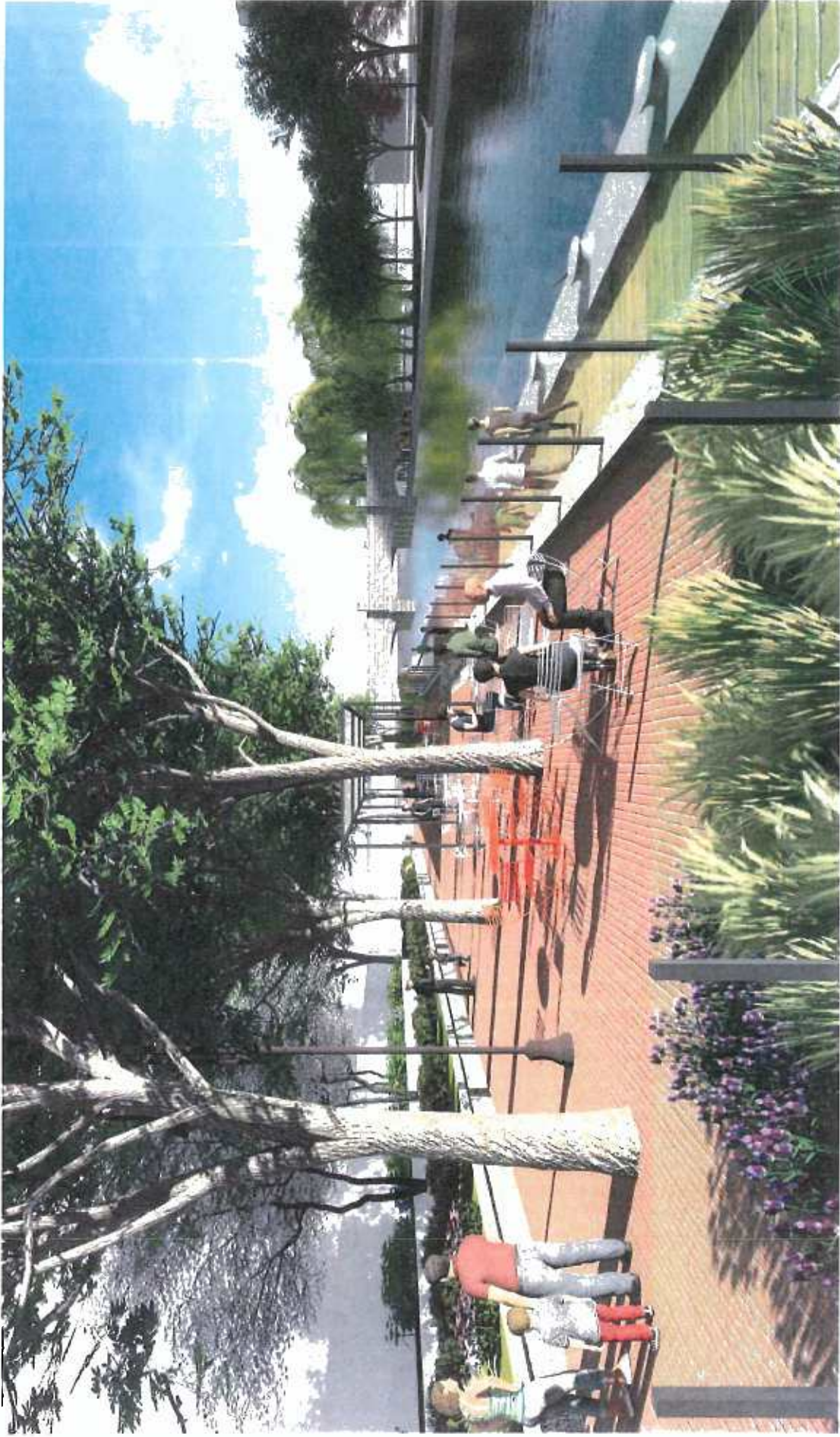
Street, such breaks should be aligned with Spring and Hurley Streets to the extent possible.

(b) In its approval of a Final Development Plan, the Planning Board may (i) make a determination that one or more provisions of the PUD-8 Guidelines and Principles are inapplicable to new buildings to be constructed within the PUD-8 District, or (ii) waive or modify any provisions of the PUD-8 Guidelines and Principles set forth above upon making a determination that such waiver or modification maintains an architectural character consistent with the planning and design goals of this Section 13.107.5.

13.107.6 Letter of Commitment. The Letter of Commitment dated _____ by _____ is incorporated herein by reference and made part of the Cambridge Zoning Ordinance and shall be binding upon _____ and its successors and assigns. To the extent the provisions of the Letter of Commitment are inconsistent with the provisions of this Section 13.100, the more stringent provisions shall govern.

ATTACHMENT B





CANAL PARK AFTER

APRIL 29, 2019

CS CAMBRIDGESIDE

NEW ENGLAND DEVELOPMENT

CRJA

