

NORTHPOINT

Cambridge, Massachusetts

Final Development Proposal for Amendments to PUD Development Plan and Project Review Special Permits



Prepared for:
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*Submitted in Compliance with the City of Cambridge Zoning Ordinance
and the Notice of Decision on the Amendment to Planned Unit Development for the
NorthPoint Project filed with the Office of the City Clerk on November 16, 2012*

PB #179

January 12, 2015



Cambridge Planning Board
City Hall Annex
344 Broadway
Cambridge, MA 02139
Attention: Elizabeth Paden

Via: Hand Delivery

**Subject: Request for Special Permit Amendments
Final Development Proposal
NorthPoint (PB #179)**

Dear Chairman Russell and Members of the Board:

The HYM Investment Group, LLC is excited to submit the attached Request for Special Permit Amendments for the NorthPoint project on behalf of CJUF III NORTHPOINT, LLC (“the Applicant”). This filing is submitted in accordance with the *City of Cambridge, Massachusetts Zoning Ordinance* (the “Zoning Ordinance”) and the *Notice of Decision Final Development Plan* (Case No. PB#179) as amended and filed with the City Clerk’s Office on November 16, 2012 (the “Special Permit”).

Update

This Final Development Proposal is a resubmission of an earlier Development Proposal dated June 24, 2014. This original submission was heard by the Cambridge Planning Board on Tuesday, August 20th, 2014, where the Cambridge Planning Board unanimously voted in favor of a Preliminary Determination for the Development Proposal. After the Preliminary Determination by the Cambridge Planning Board, the Applicant then submitted a zoning modification request to the Cambridge City Council to allow retail parking up to .5 spaces/1,000 square feet of retail in the NorthPoint Zoning District, which was the only component of the Development Proposal which required City Council action. The Applicant presented the proposed zoning amendment separately to both the Ordinance Committee of the City Council and the Cambridge Planning Board. The Ordinance Committee and the Cambridge Planning Board both unanimously recommended approval to the full City Council of the proposed zoning amendment. Shortly thereafter, the Cambridge City Council voted to pass the proposed zoning amendment and it was formally ordained on November 10th, 2014. Please note since the original submission and the zoning amendment no major changes have been made to the Development Proposal. Only minor clarifications have been made to update the Development Proposal for the approval of the zoning amendment to allow retail parking in the NorthPoint Zoning District and some additional minor clarifications in *Exhibit D - Appendix I: Statistical Summary of the Approved Master Plan (as Revised by this Major Amendment)*.



Final Development Plan Overview

The proposed amendments of this Final Development Plan are in large part the result of Condition 21 a. of the 2012 Planning Board Special Permit Decision, which requires that “*The Permittee shall meet with City staff to discuss opportunities for smaller parking ratios and/or shared parking as well as challenges of managing an MBTA commuter lot and possible need for retail parking.*”

In the proposed amendments, **we are proposing several parking modifications which allow the total number of parking spaces to be reduced from 4,980 to 3,807 (an 1,173 space reduction)**. The reduction in parking will be accomplished through the creation of a shared parking district for the NorthPoint project that allows shared use of parking by different users. The proposed amendments also further enhance the development of the NorthPoint neighborhood by permitting the retail square footage allocation of commercial square footage to increase from a maximum of 150,000 square feet to a maximum of 300,000 square feet, (such increase of retail would be offset by a decrease in potential office/lab space, allowing for development of up to a 50,000 sf grocery store, and allowing for a limited amount of off-street retail parking (0.5 spaces per 1,000 square feet), all of which will further enhance the planned development of a retail square surrounding the new MBTA Lechmere Station. **The amendments do not make any change in the approved development square footage, the ratio of residential and commercial uses, or the amount of residential and commercial space in each phase. In addition, the request only waives the 10,000 square foot maximum for a retail store for the proposed 50,000 square foot grocery store.**

The proposed amendments are consistent with the intent of the Special Permit issued for the project, and with the policy objectives set forth in the *Eastern Cambridge Planning Study* and guidance provided in the *Eastern Cambridge Design Guidelines*. Under Section 13.73.1(ii) of the Zoning Ordinance, no off-street parking is currently allowed for retail uses in the NorthPoint Residence District, and a petition will be filed with the City Council seeking to amend this provision to allow off-street parking for retail uses with a Special Permit issued by the Planning Board. The Applicant is requesting that the Planning Board consider approval of the off-street retail parking, which approval of this specific item, would be subject to approval by the Cambridge City Council.

More specifically, the overarching goals of the requested amendments are as follows:

- Reducing the number of parking spaces required by the Special Permit in recognition of the reduced parking demand due to changes in transportation patterns, changes in the way that people use cars, and the ability to use shared spaces because of the mixed-use nature of the project.
- Achieving a critical mass of retail space to create an active and distinct retail square, including incorporating a grocery store, which is important for residents in both the NorthPoint development and East Cambridge neighborhood to be able to meet their household needs, especially if they do not have cars.



The changes to the previously approved Master Plan and Special Permit are specifically described in Section 2 of the Application.

For the past 24 months, we have been meeting and coordinating with key stakeholders including City staff, local community representatives, MBTA officials and other State officials. We have listened to their input and have incorporated their suggestions, where feasible, to make this project more exciting and responsive to the opportunities that the site presents. We have received positive feedback on the proposed amendments and believe that the Planning Board will find that they will result in a significantly improved project.

The proposed amendments to the Special Permit are being submitted to the Board as a Major Amendment, meaning that this application shall be subject to all of the same notice and hearing requirements as would be applicable to a new Special Permit. Under the Special Permit, the Board shall consider the substance of the proposed changes (and not review the entirety of the original Special Permit) where proposed changes do not constitute “a substantial alteration to the intent, purpose and substance” of the Special Permit. The changes proposed in this Application do not include any changes in the FAR of the project, the allocation of Gross Floor Area between residential versus commercial, nor the intent, purpose and substance of the Special Permit for phased development of a primarily residential, transit-oriented, mixed-use project incorporating a large central open space and the relocated Lechmere MBTA Station. The following is an overview of the requested changes/enhancements to the approved NorthPoint special permit:

- Parking revisions, including creating a shared parking district for NorthPoint; reducing parking ratios based on actual need; and allowing retail parking at a ratio of 0.5 spaces per 1,000 sf;
- Increasing the amount of retail the Applicant may build from a maximum of 150,000 square feet to a maximum of 300,000 square feet. The increased retail square footage would be offset by a corresponding reduction in other commercial square footage; and
- Allowing up to a 50,000 sf grocery store, as part of the total retail area of up to 300,000 sf (currently, retail establishments cannot exceed 10,000 sf in floor area).

The above items are presented in more detail in the attached project narrative and we will also present these proposed changes in greater detail when we are before the Cambridge Planning Board.

As required, enclosed are three original printed applications with original signatures, plus nine (9) additional copies, of the amendment package, which includes the information outlined in the following Table of Contents. We have also provided one CD-ROM containing all application materials in digital format meeting the requirements of the *Planning Board City of Cambridge, Massachusetts Special Permit Application Requirements* guidance document.



We understand that the Community Development Department has provided the requisite legal newspaper and abutter notices advertising the public hearing associated with this request.

We wish to emphasize again the fact that **this application is not requesting any changes in the amount of approved GFA, or GFA allocation between residential and commercial uses, or the amount of residential GFA or commercial GFA in each phase.** This request is focused primarily on facilitating a vibrant retail square and taking advantage of opportunities to appropriately reduce parking given the project's mixed-use character.

We look forward to meeting with the Board to more fully present the proposed amendments. Thank you for your consideration of this Request.

Thomas N. O'Brien, Managing Director
The HYM Investment Group, LLC
On behalf of CJUF III NORTHPOINT, LLC

Enclosures

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Section 1.0
Special Permit Application Cover Sheet
Special Permit Application Cover Sheet

Section 2.0
Detailed Narrative of Proposed Amendments

2.0 DETAILED NARRATIVE OF PROPOSED AMENDMENTS

2.1 Introduction

CJUF III Northpoint, LLC (the “Applicant”) acquired the property in August 2010, and for two years thereafter, the development team evaluated the originally approved development proposal considering ways in which the original plan from 2003 could be improved. This evaluation culminated in a revised Master Plan that presented new opportunities for the development, the City of Cambridge and the East Cambridge neighborhood. The revised Master Plan was established through a Special Permit Amendment approved by the Planning Board and filed with the City Clerk on November 16, 2012.

The overall project consists of a 5,245,854 sf mixed-use campus (3,060,792 sf residential, 2,185,062 sf commercial). The site consists of approximately 45 acres, with portions in Somerville and Boston, but the majority lies within East Cambridge. The site is uniquely well served by transit, specifically, the MBTA’s Green Line Lechmere Station, which is located across Monsignor O’Brien Highway from the site and is being relocated by the MBTA on the site, and the Orange Line Community College Station, which is located within approximately 550 feet of the site via the Gilmore Bridge. In addition, the extensive Charles River Park system, including the completed nine (9) acre North Point Park (by the Department of Conservation & Recreation) is located adjacent to the NorthPoint development site.

NorthPoint Construction/Completions to Date

To date, two residential condominium buildings, totaling 329 units, have been completed at NorthPoint on Parcels S and T. In conjunction with these first two buildings, the NorthPoint Common (the on-site four (4) acre central park), the Earhart Park located between Parcels S and T, and the following road segments: East Street, Glassworks Avenue, Leighton Street and a major portion of NorthPoint Boulevard were completed. Also complete is the first segment of the on-site community path opening up pedestrian and bicycle access under the Gilmore Bridge to the North Point Park, North Bank Bridge and the larger Charles River park system. That initial phase of construction was equivalent to over \$140 million of investment in the NorthPoint development.

The TWENTY|20 apartment tower on Parcel N is midway through construction, with the opening planned for Spring 2015. The 20-story apartment building will offer 355 apartments and 8,000 square-feet of retail space. A key new pedestrian and bicycle connection to the Gilmore Bridge from the site as well as the creation of the 17,000 sf Child Street Park are also being constructed with the TWENTY|20 project.



Summary of Proposed Amendments to the Approved Master Plan

The current Master Plan (as amended in 2012) provides for the construction of approximately 5.2 million square feet (3,060,792 sf of residential space, 2,185,062 sf of commercial space, and eleven (11) acres of open space). The proposed changes included in this application do not include any requests to modify the approved 5.2 million square feet and do not include any requests to modify the breakdown of the approved square footage between residential and commercial uses. Rather, the proposed changes are focused on a reduction in parking spaces and the reallocation of approved uses and square footage.

This proposal to amend the Master Plan is driven by the following goals:

- Reducing the number of parking spaces required by the Special Permit in recognition of the reduced parking demand due to changes in transportation patterns, changes in the way that people use cars, and the ability to use shared spaces because of the mixed-use nature of the project.
- Achieving a critical mass of retail space to create an active and distinct retail square, including incorporating a grocery store, which is important for residents in both the NorthPoint development and East Cambridge neighborhood to be able to meet their household needs, especially if they do not have cars.

These goals then resulted in the following key enhancements to the approved Master Plan:

- Parking revisions, including creating a shared parking district for NorthPoint; reducing parking ratios based on actual need; and allowing retail parking at a ratio of 0.5 spaces per 1,000 sf.
- Increasing the amount of retail the Applicant may build from a maximum of 150,000 sf to a maximum of 300,000 sf. The increased retail square footage would be offset by a corresponding reduction in other commercial square footage.
- Allowing up to a 50,000 sf grocery store, as part of the total retail area of up to 300,000 sf.

The following sections provide additional information, and most importantly, Sections 2.5 through 2.8 address the various applicable criteria to be considered by the Planning Board.

2.2 Special Permit History

The *Notice of Decision Final Development Plan* (Case No. PB#179) approving the original project Master Plan was voted on March 11, 2003 (referred to herein as “the original Special Permit”). The original Special Permit allowed a total Gross Floor Area (“GFA”) of 5,245,854 sf.

Three amendments to the original Special Permit were issued:

1. Minor Amendment #1 approved March 6, 2007 addressed phasing, land use and retail locations. Certain exhibits to Minor Amendment #1 were not completed. The changes outlined in Minor Amendment #1 were never completed and are generally no longer relevant. However, Minor Amendment #1 did allow an additional 75,000 sf of retail to be located on Parcels I, J, C and D (beyond the 75,000 sf allowed on Parcels H, N, M, R, Q and V) for a total of 150,000 sf of retail space.
2. Minor Amendment #2 approved November 18, 2008 modified the requirement for a fourteen foot paved dimension for the portion of the multi-use path within the Central Park that had already been constructed. The changes outlined in Minor Amendment #2 were constructed and were incorporated into the Master Plan.
3. Major Amendment #3 approved by the Planning Board and filed with the City Clerk on November 16, 2012 updated and improved the original Master Plan by providing additional open space, relocating residential buildings to the edge of NorthPoint Commons, creating a retail square adjacent to the location for the new MBTA Lechmere Station, allowing an increased height for certain buildings, adding a Hubway Station, improving the pedestrian connection to the Gilmore Bridge and making other changes in the Special Permit. Major Amendment #3 also incorporated Minor Amendment #2, as well as the applicable portions of Minor Amendment #1.

The currently proposed amendments to the Special Permit are being submitted to the Board as a Major Amendment, meaning that this application shall be subject to all of the same notice and hearing requirements as would be applicable to a new Special Permit. Under the Special Permit, the Board shall consider the substance of the proposed changes (and not review the entirety of the approved Special Permit) where proposed changes do not constitute a substantial alteration to the intent, purpose and substance of the Special Permit. The changes proposed in this Application do not include any changes in the FAR of the project, the allocation of FAR between commercial versus residential uses, nor the intent, purpose and substance of the approved Special Permit for phased development of a primarily residential, transit-oriented, mixed-use project incorporating a large central open space and the relocated Lechmere MBTA Station.

2.3 Status of Related Permits and Approvals

MBTA

In brief, the Commonwealth previously took over the responsibility to design and build the new Lechmere Station. Pursuant to a Land Exchange Agreement among the Applicant, B&M Railroad and the MBTA, various land parcels, real estate rights, and track usage rights have been conveyed by the B&M Railroad to the MBTA that have an equivalent value to the original developer's commitment to build the new Lechmere Station. The extensive land exchange agreement with the MBTA makes possible the Green Line Extension and provides other crucial track and property rights.

The HYM Investment Group, LLC (HYM) continues to coordinate extensively with the MBTA and the Green Line Extension (GLX) Team through monthly meetings and frequent communications between meetings. Our proactive coordination has enabled both HYM and the MBTA to efficiently plan our intertwined projects and to effectively share our resources. In November 2013, we transferred approximately one acre of NorthPoint land (the so-called "cross-over parcel"), which is located at the far northwest corner of the site, to the MBTA for purposes of the GLX construction. We are currently advancing construction documentation for the roads surrounding the proposed Lechmere Station, including North First Street and the North Point Boulevard extension. We are actively negotiating cross-easements and licenses and are synchronizing our respective construction schedules.

MassDOT

HYM is advancing the design of improvements to Lechmere Square and Monsignor O'Brien Highway in coordination with the City of Cambridge, MassDOT and the MBTA. Revised 25% design drawings for the O'Brien Highway improvements have been prepared and will be submitted to MassDOT this summer.

Somerville and Boston

HYM has advanced permitting efforts for the portions of NorthPoint that lie within the cities of Somerville and Boston. The City of Somerville has established the North Point Special District zoning district for the portion of the site in Somerville and the Somerville Planning Board has approved a Neighborhood Development Plan (master plan) for the Somerville portion of the site. The new Somerville zoning and the Somerville Neighborhood Development Plan are consistent with the Master Plan for NorthPoint that has been approved by the City of Cambridge. We have also worked with the City of Boston and Boston Redevelopment Authority to complete the documentation required under the Boston Zoning Code for the development of Parcels G and H, which are located partly in Boston and partly in Cambridge, so that development of these parcels can proceed without delay to meet the needs of potential build-to-suit tenants.

TWENTY|20 Apartment Tower (Parcel N)

Design Review has been completed for the TWENTY|20 apartment tower currently under construction on Parcel N. Specifically, a Development Consultation Procedure Certificate of Compliance was issued by on November 26, 2012, and the project also received a Building Permit on March 27, 2013, as well as a MassDOT Bridge Modification Permit on April 25, 2014 for the Gilmore Bridge pedestrian connection.

Other Permits and Approvals

All other permits and approvals for NorthPoint continue to remain in effect.

2.4 Requested Amendments to Special Permit

The following sections address the requested amendments by topic.

Parking Revisions

Condition 21 a. from Major Amendment 3 issued in 2012 required in part that “*The Permittee shall meet with City staff to discuss opportunities for smaller parking ratios and/or shared parking as well as challenges of managing an MBTA commuter lot and possible need for retail parking.*” The Applicant has coordinated with City staff and also completed an updated Trip Generation Analysis and Shared Parking Study to evaluate parking needs and address the proposed changes detailed in earlier sections. The updated Trip Generation Analysis and Shared Parking Study is included as Exhibit E to this application. The results of the Trip Generation Analysis indicate that the changes result in minor decreases in both peak hour and daily trips.

Specifically, the existing Special Permit requires 4,980 spaces (accommodated in above- and below-grade parking) plus 300 MBTA parking spaces, and did not allow shared parking between parcels. The Applicant is proposing several parking modifications which allow the total number of parking spaces to be reduced from 4,980 to 3,807 (an 1,173 space reduction)¹:

- Creating NorthPoint as a shared parking district
- Reducing parking ratios based on actual need
- Allowing retail parking at a ratio of 0.5 spaces per 1,000 sf

If the amendment is approved, one result of these modifications will be that the temporary surface parking lot on Parcels L and M which is needed to meet a portion of the current parking requirements for TWENTY|20 will not be required.

The Planning Board has the authority to reduce the parking ratios applicable to the project pursuant to Section 6.35 of the Zoning Ordinance, which provides that any required amount of parking may be reduced by issuance of a special permit from the Zoning Board of Appeals (other than parking for handicapped persons, bicycles, and parking for commercial vehicles used on site, which are not affected by the proposed amendments) and Section 10.45 of the Zoning Ordinance, which provides that elements of the project requiring a special permit from the ZBA may be approved by the Planning Board, without any application to the ZBA, if the development otherwise requires a special permit from the Planning Board.

The shared parking analysis is based on joint usage of a centrally managed parking supply; i.e. the NorthPoint development is considered its own Parking District. Parcels will be able to share off-street parking through easements, leases, licenses or other appropriate mechanisms. The intent is that individual parking requirements do not need to be met at each individual building, but will rather be met on a site-wide basis, allowing for different users (for instance office workers and residential tenants) to utilize the same parking space at different times. The shared parking analysis demonstrates that peak shared demand is lower than the sum of the peak demand for each individual use, and therefore documents an opportunity to reduce the number of parking spaces. Specifically, the overall number of parking spaces will be reduced from 4,980 to 3,807 (an 1,173 space reduction). The following parameters are also proposed for the shared parking program:

- Individual parking garages may exceed maximums for on-parcel uses to address parking requirements associated with other parcels; however, an overall parking district maximum of 3,807 spaces must be adhered to.
- Retail parking will be allowed at a ratio of 0.5 spaces per 1,000 sf of retail space; these parking spaces will likely be located within or adjacent to the retail square.

¹ Refer to Exhibit E - VHB Trip Generation Analysis and Shared Parking Study Memorandum dated March 24, 2014

- If needed, for office and lab/R&D buildings developed in early phases, the Applicant would have the flexibility to build up to 1.25 spaces per 1,000 sf provided that the overall space count must comply with the ratios/maximums by full build-out.
- Residential parking will be a minimum of 0.5 spaces/unit and a maximum of 1 space/unit, but will not exceed 0.75 spaces/unit upon completion of the development.
- The NorthPoint shared parking supply excludes the existing 300 MBTA park and ride spaces, which are distinct and separate. (Under the current Special Permit, the existing 300 MBTA spaces are excluded from the maximum 4,980 spaces which can be constructed by the Applicant).
- Parking ratios will be as follows (see “Proposed Maximum Parking Ratio” column):

Use	Parking Ratios Allowed by North Point PUD Zoning (min – max)	Proposed Maximum Parking Ratio
Office	1.0 space/1,250 sf – 1.0 space/625 sf	0.9 spaces/1,000 sf (1)
Lab/R&D	1.0 space/1,675 sf – 1.0 space/840 sf	0.8 spaces/1,000 sf (1)
Residential	1.0 – 1.5 space/unit	0.75 spaces/unit (2)
Hotel	1 per 2 sleeping rooms	1 per 2 sleeping rooms
Retail	Not Allowed by Zoning	0.5 spaces/1,000 sf (3)

- (1) Maximum ratio applies to total project. See above regarding flexibility to build up to 1.25 spaces per 1,000 sf.
- (2) Maximum Ratio applies to total project. Minimum of 0.5 spaces/unit and a maximum of 1 space/unit apply until parking associated with residential space is equal to 0.75 spaces multiplied by maximum number of residential units.
- (3) Applicant is requesting Planning Board to approve 0.5 parking spaces per 1,000 sf of retail, which would be subject to Cambridge City Council approval of zoning amendment to allow retail parking in the North Point Residence district.

At the time that the initial Application to amend the Special Permit was filed on June 24, 2014, Section 13.73.1(ii) of the Zoning Ordinance did not permit off-street parking for retail uses in the NorthPoint Residence District. A petition was filed with the City Council by the Applicant seeking to amend this provision to allow off-street parking for retail uses with a Special Permit issued by the Planning Board, and this change in Section 13.73.1(ii) was adopted by the City Council. In order for the retail square and shared parking program to be successful, it is necessary that a minimal amount of off-street parking spaces be provided for retail space. The requested retail parking, in an amount not to exceed 0.5 spaces/1,000 sf. In particular some off-street parking is necessary in order to support the Applicant’s efforts to attract a grocery store to the site. Please note that of the 3,807 parking spaces to be allowed at the site, the maximum number of retail parking spaces will be 150.

Retail Reallocation

This Application for Special Permit Amendments requests the flexibility to use up to an additional 150,000 sf of non-residential space for retail uses, for a maximum of 300,000 sf versus the currently permitted 150,000 sf, in order to facilitate the development of a vibrant retail square and allow up to a 50,000 sf (maximum) grocery store (see below). Per the existing Special Permit, retail use exceeding 150,000 sf requires a Major Amendment.

Grocery Store

This Application for Special Permit Amendments requests the flexibility to have up to a 50,000 sf (maximum) grocery store to be located on Parcel B. Under Section 4.b of the existing Special Permit, the maximum allowable size of a grocery store is 15,000 sf. The larger grocery store is important for both the NorthPoint development and East Cambridge neighborhood, and will better enable NorthPoint to serve the household needs of its residents and the residents of nearby neighborhoods in East Cambridge. The location of the grocery store on Parcel B is proposed with consideration of requests by the community.

2.5 Development Proposal – 12.34

2.5.1 Required Written Materials - 12.34.3(1)

(a) Legal description of the total development parcel proposed for development including exact location and a statement of present and proposed ownership

No change, except as follows:

On November 20, 2013 the Applicant conveyed approximately one acre of land (the “Crossover Parcel”) at the extreme northwesterly end of the site to the MBTA for construction of the viaduct for the new Green Line extension and the multi-use path to cross the railroad tracks located north of the NorthPoint site. The deed, which is recorded at the Middlesex South Registry of Deeds in Book 62977, Page 343 specifically provides that all of the development rights with respect to the land are reserved to the Applicant:

Grantee [the MBTA] and its successors and assigns shall use the Parcel for Grantee’s transportation purposes including but not limited to building and operating Grantee’s MBTA green line extension transit facilities which facilities may include (1) the crossover track for green line extension, (2) a traction power substation and (3) a path for pedestrians and bicyclists. All other existing development rights with respect to the Parcel shall be reserved to Grantor [the Applicant] (and any of its successors and/or assigns) for use in connection with the development of other land owned by Grantor commonly referred to as the Northpoint development.

The Crossover Parcel is therefore still part of the Development Parcel and the NorthPoint project for zoning purposes.

Additionally, Parcel N was conveyed to an affiliate of the Applicant in connection with the commencement of construction, but remains part of the NorthPoint project site.

(b) Statement of development concept, including the planning objectives and the character of the development to be achieved through the PUD

The development concept and planning objectives have not changed from that envisioned by the existing Special Permit; specifically the project addresses “...*the broad concept of an active, urban scale mixed-use neighborhood...*” and “*When fully realized over a period expected to extend over fifteen to twenty years, the development will create a new, active local residential neighborhood in which office and retail activities will provide jobs and play a prominent role in supporting the residential population. Those business activities will help to keep the new neighborhood active over an extended number of hours throughout the day and connected to the wider Cambridge community.*”

The amendments will enhance the development by: 1) increasing the amount of retail in order to facilitate the establishment of a vibrant retail square (again, offset by other non-residential uses so overall non-residential uses have not increased); 2) allowing a grocery store to serve the household needs of NorthPoint and East Cambridge residents and create a true mixed-use neighborhood; and 3) addressing the Planning Board’s request, in the 2012 Special Permit Decision to evaluate, and as appropriate, incorporate, opportunities for parking reductions within the development.

These adjustments will be achieved without changing the approved development size or the approved amount of residential and commercial uses.

(c) Development schedule indicating the appropriate date when construction of the PUD can be expected to begin and be completed, including initiation and completion dates of separate stages of a phased development

Sierra and Tango, NorthPoint Common (the central park), Earhart Park, and East Street, Glassworks Avenue, Leighton Street and a major portion of NorthPoint Boulevard have been completed. Parcel N is also presently under construction. It is anticipated that a new building will begin every one to two years, subject to market conditions.

(d) Statement of intentions regarding the future selling or leasing of all or portions of the PUD, such as land area, dwelling units, and public facilities

No change.

(e) Statement of financing plan, including projected sources and amounts of funds

No change.

(f) Statement of how utilities and other public works will be provided, including design standards

No change.

(g) The impact on existing city services outside the development

No change from the approved project due to fact that there is no increase in the amount of development nor any material change in the need for utility services from the reallocation of up to 150,000 sf of space to retail use from other non-residential uses.

2.5.2 Required Quantitative Data - 12.34.3(2)

(a) Parcel size

No change.

(b) Proposed lot coverage of structures

No change.

(c) Floor area ratio

No change.

(d) Total amount of open space, both private and public

No change.

(e) Total number and type of dwelling units by number of bedrooms

No change.

Note: The completed Sierra and Tango buildings include 329 units and 354,592 sf of residential use. The Parcel N apartment tower presently under construction will include 355 residential units and 386,000 sf of residential use. The size and number of future residential development will be determined on an individual parcel basis.

(f) Projected rent levels or selling price by unit size

No change.

The NorthPoint project is a Master Planned development. The rent levels and selling prices will vary on a parcel by parcel basis and as market conditions change.

(g) Approximate gross residential densities

No change.

(h) Total amount in square footage of nonresidential construction by type of use

The Applicant is requesting that the maximum amount of retail use be increased from 150,000 sf to 300,000 sf utilizing a reallocation of up to 150,000 sf of space currently approved for office/lab use. The Applicant is also requesting that a grocery store up to 50,000 sf may be included in the total permitted 300,000 sf of retail space. With the proposed exception of a grocery store, retail establishments within the development cannot exceed 10,000 sf in floor area under Section 4.b of the 2012 Special Permit Decision.

(i) Economic feasibility or market analysis including projected market area and proposed rent levels for commercial development

No change.

(j) Number of parking spaces to be provided by use

Several changes to the parking approach for the development are proposed herein. In summary, the existing Special Permit required that opportunities for parking reductions be evaluated. Therefore, the Applicant has undertaken coordination with City staff and completed an updated Trip Generation Analysis (based on the program revisions discussed previously) as well as a Shared Parking Study. These analyses indicate that the 4,980 spaces required under the current Special Permit may be reduced by 1,173 spaces, provided that parking spaces may be shared by residential and non-residential users. Accordingly, the Applicant is requesting that the parking requirements of the Special Permit be amended to permit a maximum of 3,807 spaces, and to allow the following approaches in order to accomplish this parking reduction²:

- Creating NorthPoint as a shared parking district
- Reducing parking ratios based on actual need
- Allowing retail parking at a ratio of 0.5 spaces per 1,000 sf

Refer to Section 2.4 for additional detail regarding the parking program and associated parameters.

² The 300 MBTA park and ride spaces are considered separate and distinct and are therefore will not be affected by the proposed amendments.

(k) Total length of streets to be conveyed to the city government

No change.

(l) Total length of streets to be held as private ways within the development

No change.

(m) Total length by type of other public works to be conveyed to city government

No change.

(n) Number and types of public facilities

No change.

2.5.3 Required Graphic Materials - 12.34.3(3)

(a) Map of existing site conditions, including contours, water course, flood plains, unique natural features, existing vegetation, soil types, existing buildings

(b) Map of existing land use

(c) Existing and proposed lot lines

No change since 2012 Special Permit Decision, other than commencement of construction of Twenty|20 and associated roadways and site improvements.

(d) Location and size of gross floor area of all existing and proposed buildings, structures, and other improvements including maximum heights, types of dwelling units, and nonresidential structures by use

No change.

(e) Location and size in square feet of all private open space and areas to be conveyed, dedicated, or reserved as common open spaces, public parks, recreational areas, school sites, and similar public and semi-public uses

No change.

(f) The existing and proposed circulation system of arterial, collector, and local streets, including off-street parking areas, service areas, loading areas, and all points of access to existing public rights of way

No change.

(g) Proposed pedestrian circulation system

No change.

(h) Existing and proposed utility systems including sanitary sewers, storm sewers, and water, electric, gas, and telephone lines

No change.

(i) General landscaped plan indicating the treatment of materials used for private and common open spaces

No change.

(j) Description of adjacent land areas, including land uses, zoning, densities, circulation systems, public facilities, and unique natural features of the landscape

No change since 2012 Special Permit Decision, other than commencement of construction of the 22 Water Street project and renovation of the Maple Leaf Micro Lofts, both of which are not part of the NorthPoint development.

(k) Proposed treatment of the perimeter of the development, including materials and techniques used such as screens, fences, and walls

No change.

2.6 Project Review (Application Procedures) – 19.24

2.6.1 Traffic Study - 19.24(2)

Refer to the *Trip Generation Analysis and Shared Parking Study* memorandum dated March 24, 2014 prepared by Vanasse Hangen Brustlin, Inc. (VHB), which is included as Exhibit E to this Application and addresses the proposed revisions to the development program, consisting of transferring 150,000 sf of retail space from office and R&D lab space, of which approximately 50,000 sf is planned as a grocery store. The total development program remains at 5,245,854 sf and the split between residential and commercial also remains the same (3,060,792 sf residential, 2,185,062 sf commercial). Due to changes in transportation patterns and increased reliance on public transit and bicycles, the trip generation for the project, after the proposed program

revisions detailed herein, is less than the trip generation levels for the peak hours predicted in the certified NorthPoint Transportation Impact Study (TIS) that was the basis for the original Special Permit in 2003. The current trip generation analysis also incorporates updated residential unit sizes based on current market data, updated mode share numbers, and the addition of the 150,000 sf of retail space, including a 50,000 sf grocery store.

Refer to the table below:

	<u>AM Peak Hour</u>				<u>PM Peak Hour</u>		
	<u>Daily</u>	<u>In</u>	<u>Out</u>	<u>Total</u>	<u>In</u>	<u>Out</u>	<u>Total</u>
2003 TIS (Recertified 2012)	16,013	944	751	1,695	736	1,105	1,841
2014 Trip Generation	15,996	868	564	1,432	704	1,055	1,759

There will be no change in the points of access for cars entering or leaving the project, and there is no change expected in the share of traffic using different streets or access points.

2.6.2 Tree Study - 19.24(3)

No change.

2.6.3 Urban Design Objectives Narrative- 19.24(4)

Refer to the discussion provided in Section 2.5.1 (b).

2.6.4 Sewer Service Infrastructure Narrative - 19.24(5)

No change.

2.6.5 Water Service Infrastructure Narrative - 19.24(6)

No change.

2.6.6 Noise Mitigation Narrative - 19.24(7)

No change.

2.7 Leadership in Energy and Environmental Design (LEED)

No change.

2.8 Criteria for Approval

2.8.1 Development Proposal Approval Criteria – 12.35.3

Approval of the Development Proposal shall be granted only upon determination by the Planning Board that the Development Proposal:

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

Section 12.50 General Development Controls

12.51 Applicability and Conformance with Existing Policy Plans

The project remains consistent with existing policy plans for the neighborhood and district. The changes proposed in this Application do not include any changes in the FAR of the project, the allocation of Gross Floor Area between residential versus commercial, nor the intent, purpose and substance of the Special Permit for phased development of a primarily residential, transit-oriented, mixed-use project incorporating a large central open space and the relocated Lechmere MBTA Station.

12.52 PUD Development Parcel Size

No change.

12.53 Standards for Construction of Roadways

No change.

12.53.1 Minimum Standards for Acceptance of Existing Private Ways as Public Ways

No change.

12.53.2 Circulation Pattern Design Requirements

No change.

12.54 Standards for Construction of Utilities and Public Works

No change.

12.55 Landscaping

No change.

12.56 Environmental Performance Standards

No change.

Section 13.50 ...PUD-4A... Districts: Development Controls

Parcel V which is located in the PUD-4A is proposed to be included in the proposed shared parking district. No other changes are proposed for Parcel V.

Section 13.70 Planned Unit Development in the North Point Residence District

13.71 Purpose...intended to provide the opportunity to create a new residential neighborhood from an area now primarily industrial in character. Retail and office uses and community services are encouraged as part of that neighborhood to serve the residential community and stimulate activity in the area for extended hours throughout the day. Significant new public open space to serve the residents of the district and the general public is desired. It is also intended that development in the PUD in the North Point Residence District will be generally consistent with the policy objectives set forth in the Eastern Cambridge Plan and guidance provided in the Eastern Cambridge Design Guidelines.

No change; the project continues to address the goals of the North Point Residence District and referenced East Cambridge documents. The proposed reallocation of commercial uses to increase the amount of retail space will encourage the development of a vibrant retail square, while a grocery store will serve not only the NorthPoint development, but also the East Cambridge neighborhood. The proposed parking program changes, which result in an overall reduction of total parking at the site, are consistent with input from City staff to reduce parking, as well as with the Special Permit.

13.73 Use Regulations.

13.73.1 Special Provisions Related to Permitted Retail Uses.

As stipulated in the Special Permit for the NorthPoint development, this application is requesting that an up to 50,000 sf grocery store be allowed in order to better support and serve the residents within both the development and East Cambridge neighborhood. This application also requests that up to 150,000 sf of previously designated office/lab space be reallocated to result in a total of up to 300,000 sf of retail space (including the grocery store) in order to support the success of the retail square. With the proposed exception of a grocery store, retail establishments within the development cannot exceed 10,000 sf in floor area under Section 4.b of the 2012 Special Permit Decision. In association with these proposed retail changes and the parking reductions described elsewhere herein, it is also requested that off-street parking for retail be allowed, in order for the proposed shared parking district and retail uses to succeed.

See Exhibit B – Revised Conceptual Retail Plan in Section 3 for updating of retail locations, which is primarily updated for the inclusion of a grocery store on Parcel B.

13.74 Dimensional Requirements.

13.74.1 Floor Area Ratio (FAR) Limitation.

No change.

13.74.11 Additional FAR for Proximity to Transit.

No change.

13.74.12 Additional FAR for Increased Residential Use.

No change. Note: Not applicable.

13.74.2 Minimum Development Parcel Size.

No change.

13.74.3 Maximum Building Height.

13.74.31 Portions of Buildings Limited to Sixty-five Feet.

No change.

13.74.32 Additional Height to Two-hundred and Twenty Feet.

No change.

13.74.33 Additional Height to Two-hundred and Fifty Feet.

No change. Note: Not applicable.

13.74.35 Waiver of Height Limitations

No change.

13.74.4 Other Dimensional Requirements.

No change.

13.75 Open Space.

No change.

13.75.1 Required Public Open Space.

No change.

13.75.11 Requirements of the Public Open Space.

No change.

13.76 Parking and Loading Requirements.

The current amendment proposes the creation of a shared parking district, which is consistent with Section 13.76.1 of the Zoning Ordinance, which provides that *Parking facilities may be located on the lot they serve or may be located in whole or in part in one or more pooled private or public parking facilities located anywhere within the PUD in the North Point Residence District.*

Regarding Section 13.76.2 which addresses parking ratios, as previously detailed, this amendment also requests changes in the previously approved parking ratios in order to reduce the total parking required by taking advantage of the mixed-use nature of the development and also by evaluating actual project needs based on the proposed program changes and current transportation mode patterns.

As previously discussed, these proposed changes are consistent with the Zoning and Special Permit requirements to *limit the extent of single occupancy vehicle access to the district.* No other changes relating to these criteria are requested.

Note: This is a Master Planned development. Specific plans and designs will be submitted as individual parcels are developed.

13.77 Approval of Roadway Plan.

No change.

The impact of traffic projected to use the approved roadways has been reduced due to the program changes discussed herein, and therefore remains consistent with the objective of the North Point PUD to *limit the extent of single occupancy vehicle access to the district.* Refer to Section 2.6.1 for additional information concerning the traffic impacts of the project if the proposed amendments are adopted.

13.78 Other Provisions

13.78.1 Signs.

No change.

13.78.2 Perimeter and Transition.

No change.

13.78.3 Traffic Mitigation Measures.

No change.

13.78.4 Relationship to MBTA Urban Ring Transportation Planning Project.

No change.

13.79 Development Flexibility: Additional Permitted FAR and Height

No change.

13.79.2 Additional Gross Floor Area for Above Ground Structured Parking

No change.

13.79.3 Additional Gross Floor Area for Non-residential Uses

No change. The proposed increase in allowed retail space will be subject in all events to the previously established cap on total non-residential space.

13.79.4 Provision of Public Benefits

Pursuant to this Section, the project includes the provision of affordable housing as outlined in the existing Special Permit. The project also includes significant additional community benefits, which are listed briefly below:

- Benefits of the approved plan:
 - Transit oriented development;
 - Development of unused former rail yard;
 - Eleven (11) acres of open space;
 - 6,500 lf of bicycle paths;
 - 3,500 lf sewer by-pass line;
 - Reconstruction of Monsignor O'Brien Highway;
 - Innovative stormwater management system;
 - Compliance with inclusionary housing requirements;
 - Compliance with incentive zoning;
 - New road network creating twenty city blocks;
 - Creation of a cohesive retail square;
 - Improved MBTA Lechmere Station and Lechmere Square integration;
 - Enhanced pedestrian crossings;
 - Removal of right hand turn lane at Monsignor O'Brien Highway;
 - Addition of a public market; and
 - Advancement of the project with commencement of construction of Parcel N, a residential project that includes three bedroom units and establishes a pedestrian/bicycle connection to the Gilmore Bridge.

- Added benefits of the revised plan:
 - Reduction in total parking at the site through innovative tools to creatively and appropriately address actual parking needs;
 - Enhancement of the retail square and other retail establishments located throughout the project through the reallocation of office/lab space to retail; and
 - Incorporation of a grocery store of sufficient size to serve not only the NorthPoint development but also the East Cambridge neighborhood.

13.710 Monitoring of Compliance with PUD Conditions

No change.

(2) Conforms with adopted policy plans or development guidelines for the portion of the city in which the PUD district is located

The proposed changes enhance compliance of the project with the Eastern Cambridge Planning Study and Eastern Cambridge Design Guidelines. The proposed changes promote the objectives of these development guidelines insofar as they provide for a vibrant retail square as a focal point for the neighborhood, incorporate a needed grocery store, and promote the reduction single-occupancy vehicle trips to the site.

(3) Provides benefits to the city which outweigh its adverse effects; in making this determination the Planning Board shall consider the following:

(a) Quality of 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

No change, although the enhanced retail square and grocery store will provide a significant amenity that will benefit the general public.

(b) Traffic flow and safety

No change.

(c) Adequacy of utilities and other public works

No change.

(d) Impact on existing public facilities within the city

No change.

(e) Potential fiscal impact

No change.

2.8.2 Parking Reduction Approval Criteria – 6.35

Pursuant to Section 6.31.2 of the Zoning Ordinance, “*relief from both the minimum parking requirement and maximum parking limitation may be obtained only after the grant of a special permit as provided in Section 6.35 below.*” Section 6.35.1 specifies the following determinations that must be made by the Board:

(1) The availability of surplus off street parking in the vicinity of the use being served and/or the proximity of an MBTA transit station

The site is uniquely well served by transit, specifically, the MBTA’s Green Line Lechmere Station, which is located across Monsignor O’Brien Highway from the site and is being relocated by the MBTA on the site, and the Orange Line Community College Station, which is located within approximately 550 feet of the site via the Gilmore Bridge.

(2) The availability of public or commercial parking facilities in the vicinity of the use being served provided the requirements of Section 6.23 are satisfied.

The reduction in parking is being accomplished using a shared parking system, which will include the future off-street and garage spaces available across the entire NorthPoint development as individual parcels are developed.

(3) Shared use of off street parking spaces serving other uses having peak user demands at different times, provided that no more than seventy-five (75) percent of the lesser minimum parking requirements for each use shall be satisfied with such shared spaces and that the requirements of Subsection 6.23 are satisfied.

The shared parking analysis is based on joint usage of a centrally managed parking supply; i.e. the NorthPoint development is considered its own Parking District. Parcels will be able to share off-street parking through easements, leases, licenses or other appropriate mechanisms. The intent is that individual parking requirements do not need to be met at each individual building, but will rather be met on a site-wide basis, allowing for different users (for instance office workers and residential tenants) to utilize the same parking space at different times. The shared parking analysis demonstrates that peak shared demand is lower than the sum of the peak demand for each individual use, and therefore documents an opportunity to reduce the number of parking spaces. Specifically, the overall number of parking spaces will be reduced from 4,980 to 3,807 (an 1,173 space reduction). Refer to Exhibit E for additional information regarding the shared parking analysis.

(4) Age or other occupancy restrictions which are likely to result in a lower level of auto usage.

As discussed previously, the proposed reduction in the number of parking spaces from that required by the Special Permit recognizes the reduced parking demand due to changes in transportation patterns, changes in the way that people use cars, and the ability to use shared

spaces because of the mixed-use nature of the project. Age or other occupancy restrictions do not play a role in the proposed parking reduction.

(5) Impact of the parking requirement on the physical environment of the affected lot or the adjacent lots including reduction in green space, destruction of significant existing trees and other vegetation, destruction of existing dwelling units, significant negative impact on the historic resources on the lot, impairment of the urban design objectives of the city as set forth in Section 19.30 of the Zoning Ordinance, or loss of pedestrian amenities along public ways.

Although the development site can physically support the 4,980 parking spaces required by the Special Permit, as required by the Special Permit (and discussed elsewhere herein), the Applicant has evaluated opportunities for parking reductions, and is therefore submitting this request for Special Permit to reduce the overall parking requirements as detailed throughout this application.

(6) The provision of required parking for developments containing affordable housing units, and especially for developments employing the increased FAR and Dwelling unity density provisions of Section 11.200, will increase the cost of the development, will require variance relief from other zoning requirements applicable to the development because of limitations of space on the lot, or will significantly diminish the environmental quality for all residents of the development.

The NorthPoint project has been approved with 4,980 parking spaces. The current request to reduce the minimum required parking stems from requirements of the Special Permit and coordination with City staff, as detailed herein. A reduction in the required number of parking spaces will, of course, reduce both environmental impacts of the project and the cost of development.

2.8.3 Special Permit Approval Criteria – 10.43

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

All requirements of the applicable provisions of the Zoning Ordinance will be met with the requested amendments of the PUD and Project Review Special Permits.

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

Overall daily traffic trips as well as peak hour trips have been slightly reduced. There is no proposed change in the five approved vehicular access points.

(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

No change.

(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

No change.

(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

No change.

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

No change.

2.8.4 Project Review Special Permit Review Criteria – 19.25

In granting a special permit under this Section 19.20 the Planning Board shall make the following findings.

19.25.1 Traffic Impact Findings

Overall daily traffic trips as well as peak hour trips have been slightly reduced. Refer to Section 2.6.1 for details. There is no proposed change in the five approved vehicular access points.

19.25.2 Urban Design Findings

The amendments maintain the project's consistency with the City's urban design objectives, as set forth below. The changes from the approved Special Permit serve to enhance the Master Plan in terms of several of the objectives below, as discussed throughout this application, and the changes do not detract from any of the objectives.

19.30 Citywide Urban Design Objectives

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

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

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

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

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

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

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

2.8.5 Criteria for Amendments to Final Development Plan

After approval of the Final Development Plan by the Planning Board, the developer may seek amendments to the Final Development Plan, only if he encounters difficulties in constructing the PUD which could not have reasonably been foreseen, such as with terrain or soil conditions or other complications

The Final Development Plan for the NorthPoint project, as approved in the 2003 Special Permit Decision and subsequent Planning Board decisions, recognizes the Master Planned nature of the project and contemplates that, due to its scope and development schedule, revisions will be made from time to time as conditions and planning objectives change. This is evidenced by the various thresholds for minor or major amendments that are enumerated within that document. In fact, Condition 12 of the original Special Permit and the 2012 Special Permit Decision recognize that the project would be subject to future changes and provides specific procedures for numerous possible changes that may be appropriate. The introductory language to Condition 12 makes clear that flexibility will be needed because of the scope of the project: *The Master Plan encompasses a large area of Cambridge and more than five million square feet of development to be constructed over a period of two decades. While the Planning Board has every confidence that the essential elements of the Master Plan as approved will result in a new urban neighborhood of credit to the Permittee and the City, circumstances and priorities can change over time as a new environment of occupied buildings, new streets and active parks emerge from the current industrial backwater. The transportation context within which the Master Plan has been shaped in 2003 will be different in ten years, or twenty. To bound the change that can be expected to occur in the future, the following procedures and limitations shall apply...*

NorthPoint
Cambridge, Massachusetts

The changes proposed in this application are the result of favorable changes in the use of alternative means of transportation by residents and workers and increased interest in truly mixed-use urban neighborhoods where retail, dining and entertainment establishments are located in close proximity to residential buildings. The Applicant respectfully requests that the Planning Board give favorable consideration to the proposed amendments.

Section 3.0 Exhibits

- A. Revised Master Plan (no change since 2012 Amendment)
 - A-1. Use Comparison (updated)
 - A-2. Lot Area Comparison (no change since 2012 Amendment)
 - A-3. GSF by Lot Comparison (no change since 2012 Amendment)
- B. Revised Conceptual Retail Plan
- C. Public Notification Panel Locations
- D. Revised Appendix I: Statistical Summary of the Approved Master Plan
- E. VHB Trip Generation Analysis and Shared Parking Study Memorandum dated March 24, 2014

3.0 **EXHIBITS**

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NORTHPOINT

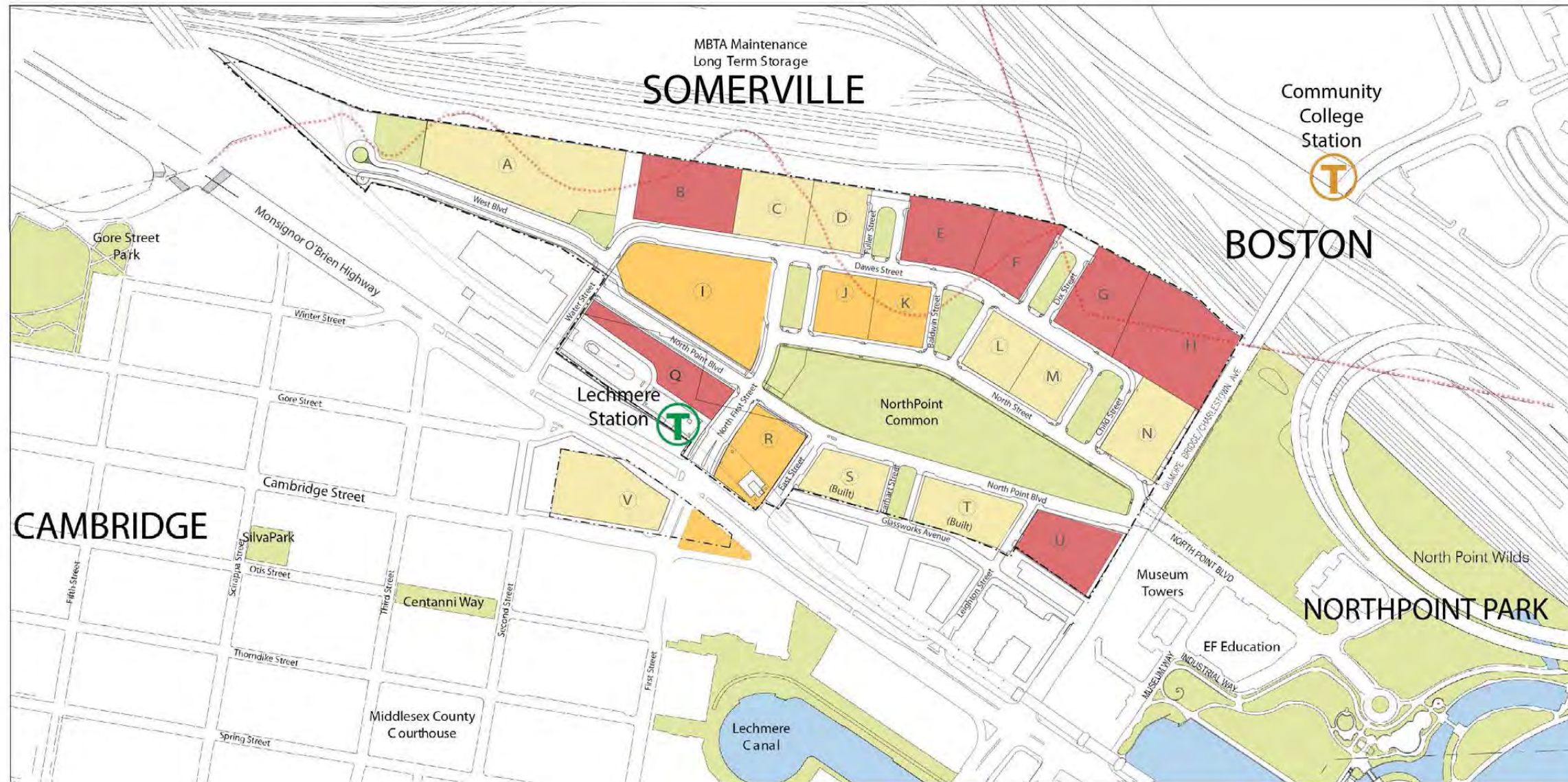


Table 1:
Dimensional Limits By Block

	Residential	Commercial	Mixed Use
A	360,407 gsf		
B		120,000 gsf	
C	245,000 gsf		
D	245,000 gsf		
E		300,000 gsf	
F		240,000 gsf	
G		445,000 gsf	
H		300,000 gsf	
I			440,000 gsf
J			280,000 gsf
K			240,000 gsf
L	280,000 gsf		
M	205,000 gsf		
N	394,000 gsf		
Q		155,000 gsf	
R			140,000 gsf
S	112,398 gsf		
T	242,194 gsf		
U		320,000 gsf	
V	181,855 gsf		
	2,265,854 gsf	1,880,000 gsf	1,100,000 gsf
	5,245,854 gsf		

Table 2:
Special Permit Approved GFA (Entire Master Plan)

Maximum Non Residential:	2,185,062 gsf
Minimum Residential:	3,060,792 gsf
Maximum Total:	5,245,854 gsf

Notes

- A variation of 10% or less from the GFA enumerated (in table 1 above) for each block of the Master Plan is permitted.
- Actual Buildout is subject to the total approved GFA conditions shown in Table 2 above.

EXHIBIT A-1

NorthPoint

A-1 - Use Comparison Chart

September 07, 2012

<u>Lot</u>	<u>Original Master Plan</u>	<u>Revised Master Plan</u>
A	Res.	Res.
B	Res.	Commercial
C	Res.	Res.
D	Res.	Res.
E	Res.	Com.
F	Res.	Com.
G	Com.	Com.
H	Com.	Com.
I	Res.	Mixed-Use
J	Res.	Mixed-Use
K	Mixed-Use	Mixed-Use
L	Mixed-Use	Res.
M	Mixed-Use	Res.
N	Com.	Res.
Q	Mixed-Use	Com.
R	Com.	Mixed-Use
U	Com.	Com.
V	Mixed-Use	Res.
<u>Completed Buildings</u>		
S	Res.	Res.
T	Res.	Res.

EXHIBIT A-2

NorthPoint

A-2 - Lot Area Comparison Chart

September 07, 2012

<u>Lot</u>	<u>Original Master Plan</u>	<u>Revised Master Plan</u>	<u>Variance</u>
A	44,500	109,000	64,500
B	74,000	55,000	(19,000)
C	50,000	40,000	(10,000)
D	40,000	31,000	(9,000)
E	55,000	44,000	(11,000)
F	44,500	39,000	(5,500)
G	44,000	47,000	3,000
H	53,000	81,000	28,000
I	40,000	100,000	60,000
J	41,000	29,000	(12,000)
K	40,000	29,000	(11,000)
L	37,000	29,000	(8,000)
M	43,000	29,000	(14,000)
N	43,000	61,000	18,000
Q	50,000	97,500	47,500
R	57,000	44,000	(13,000)
U	28,000	45,000	17,000
V1	54,000	61,000	7,000
 <u>Completed Buildings</u>			
S	19,500	30,090	10,590
T	32,000	38,986	6,986

EXHIBIT A-3

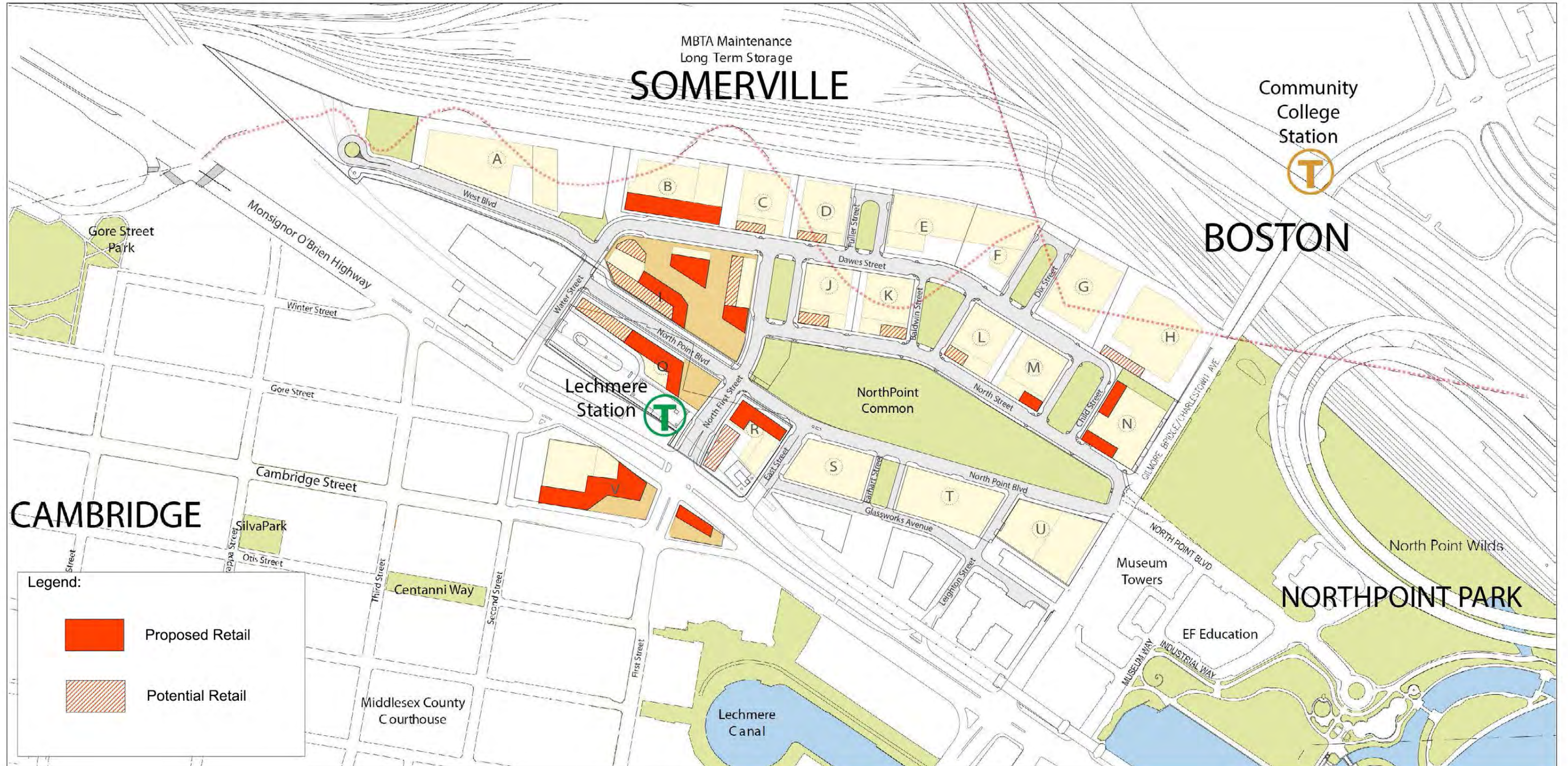
NorthPoint

A-3 - Square Footage Comparison

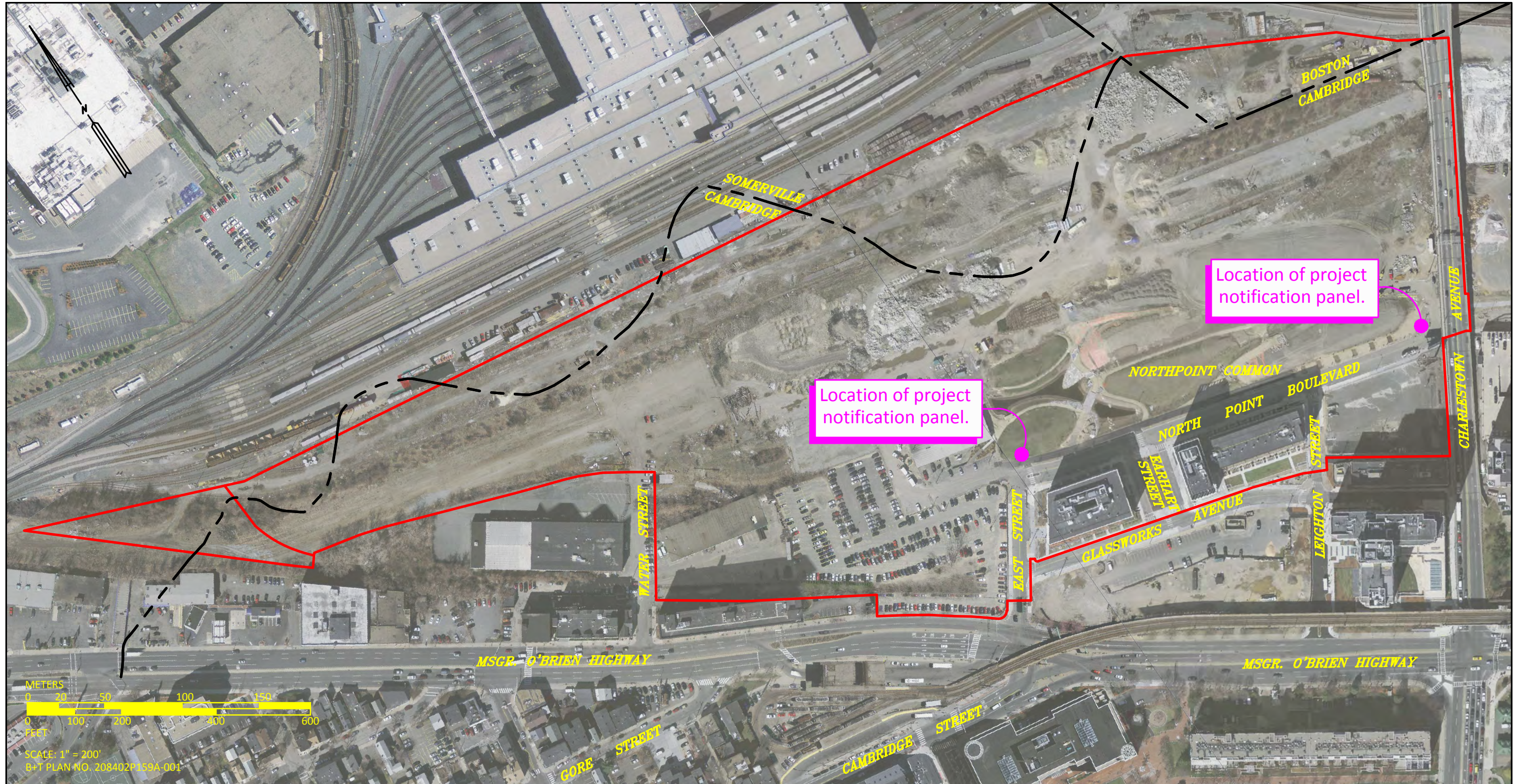
September 07, 2012

<u>Lot</u>	<u>Original Master Plan</u>	<u>Revised Master Plan</u>	<u>Variance</u>
A	191,000	360,407	169,407
B	334,000	120,000	(214,000)
C	357,000	245,000	(112,000)
D	176,000	245,000	69,000
E	157,000	300,000	143,000
F	342,000	240,000	(102,000)
G	370,000	445,000	75,000
H	258,000	300,000	42,000
I	280,000	440,000	160,000
J	265,000	280,000	15,000
K	264,000	240,000	(24,000)
L	263,000	280,000	17,000
M	315,000	205,000	(110,000)
N	338,000	394,000	56,000
Q	288,000	155,000	(133,000)
R	270,000	140,000	(130,000)
U	270,000	320,000	50,000
V	180,000	181,855	1,855
<u>Completed Buildings</u>			
S	111,000	112,398	1,398
T	245,000	242,194	(2,806)
Total	5,274,000	5,245,854	(28,146)

NORTHPOINT



NORTHPOINT



**Exhibit D - Appendix I: Statistical Summary of the Approved Master Plan
(as Revised by this Major Amendment)**

I. PROJECT AS A WHOLE

A. Three City Summary

a. Parcel Area	Total Area in Acres: Square Feet:	45.37 acres 1,976,501 square feet
b. Floor Area	FAR at North Point: FAR at Lechmere	2.66 2.5
	Total GFA:	5,245,854 square feet
c. Non-Residential	Maximum FAR:	1.10
	Approved GFA:	2,185,062 square feet for all non-residential uses
	Retail GFA:	1,503,000 300,000 square feet at North Point Amount TBD at Lechmere
d. Residential	Minimum FAR:	1.55
	GFA:	3,060,792 square feet
e. Open Space	Minimum Public, Green Area or Permeable Open Space Provided:	392,000 square feet
	Other Open Space in Square feet:	TBD
f. Parking Spaces	Maximum Permitted:	4980 3,807 spaces +300 replacement MBTA spaces
	Maximum non-residential:	2190 spaces at a rate of 1.25/1000 sf in Phases 1A and 1B <u>See Special Permit</u>
	Minimum residential:	2790 spaces or one per unit, whichever is less <u>0.5 spaces/unit for each building</u> <u>Average of 0.75/unit for the entire project at full build-out</u>
	<u>Maximum residential:</u>	<u>1.0 spaces/unit</u>
g. Dwelling Units	Proposed Number:	ca. 2700 3,119 units

B. Development in Cambridge

a. Parcel Area	Total Area in Acres: Square Feet:	38.77 acres 1,690,276 square feet
	Area at North Point in Acres: Square Feet:	37.1 acres 1,617,534 square feet
	Area at Lechmere in Acres: Square Feet:	1.67 acres 72,742 square feet
b. Floor Area	FAR at North Point: FAR at Lechmere:	2.66 2.5
	GFA at North Point: GFA at Lechmere: Total GFA:	4,302,640 square feet 181,855 square feet 4,484,495 square feet
c. Non-Residential	Maximum FAR at North Point: Maximum FAR at Lechmere:	1.10 1.25
	Approved GFA at North Point: Approved GFA at Lechmere:	1,573,703 square feet TBD (Retail Only)
d. Residential	Minimum FAR at North Point: Minimum FAR at Lechmere:	1.56 1.25
	Approved GFA at North Point: Approved GFA at Lechmere:	2,728,937 square feet 181,855 square feet
e. Open Space	Minimum Public, Green Area or Permeable Open Space Provided at North Point: at Lechmere:	323,507 square feet 11,000 square feet
	Other Open Space in Square feet:	TBD
f. Parking Spaces	Maximum non-residential at North Point: at Lechmere:	1,941 spaces See Special Permit 90 spaces See Special Permit
	Minimum residential:	One per unit TBD - Average of 0.75/unit at full build-out for all municipalities
g. Dwelling Units	Proposed Number:	TBD (not limited by permit)

C. Development in Somerville

a. Parcel Area	Total Area in Acres: Square Feet:	5.28 acres 229,856 square feet
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D. Development in Boston

a. Parcel Area	Total Area in Acres: Square Feet:	1.29 acres 56,369 square feet
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E. Development in Boston + Somerville

a. Parcel Area	Total Area in Acres: Square Feet:	6.57 acres 286,225 square feet
b. Floor Area	Total FAR:	2.66
	Total GFA:	761,359 square feet
c. Non-Residential	Maximum FAR:	2.14
	GFA:	611,359 square feet
d. Residential	Minimum FAR:	0.52
	GFA:	150,000 square feet
e. Open Space	Minimum Public, Green Area or Permeable Open Space Provided:	TBD
	Other Open Space in Square feet:	TBD
f. Parking Spaces	Maximum permitted:	TBD
g. Dwelling Units	Proposed Number:	TBD

II. PHASES

A. Statistical Summary – Phase 1A

I. Overall Dimensional Limits

a. Block Areas	Total Phase 1A in Square Feet:	207,076 square feet
b. Floor Area	Total GFA:	1,513,592 square feet
c. Non-Residential	Maximum GFA:	765,000 square feet
	Retail GFA:	Required, amount TBD
d. Residential	Minimum GFA:	748,592 square feet
e. Open Space	Minimum Public, Green Area or Permeable Open Space Provided:	130,680 square feet
	Other Open Space in Square feet:	TBD
f. Parking Spaces	Maximum non-residential:	956 spaces maximum See Special Permit
	Minimum residential:	One per unit developed TBD - Average of 0.75/unit at full build-out for all phases
g. Dwelling Units	Proposed Number:	TBD

II. Dimensional Limits on Individual Blocks

Block N	a. Total Block Area:	46,000 square feet
	b. Total GFA:	394,000 square feet
	c. Maximum Non-Residential GFA:	TBD 8,000 (Retail only)
	Proposed Retail:	Required, amount TBD 8,000
	d. Minimum Residential GFA:	394,000 386,000 square feet
	e. Total Parking Spaces:	TBD 184
f. Proposed Associated Public, Green Area or Permeable Open Space:	TBD 27,000 square feet	

Block G	a. Total Block Area:	47,000 square feet
	b. Total GFA:	445,000 square feet
	c. Maximum Non-Residential GFA:	445,000 square feet
	Proposed Retail:	Retail not proposed
	d. Minimum Residential GFA:	None
	e. Total Parking Spaces:	TBD
f. Proposed Associated Public, Green Area or Permeable Open Space:	TBD	

Block U	a. Total Block Area:	45,000 square feet
	b. Total GFA:	320,000 square feet
	c. Maximum Non-Residential GFA:	320,000 square feet
	Proposed Retail:	Retail not proposed
	d. Minimum Residential GFA:	Possible mixed use or residential building
	e. Total Parking Spaces:	TBD
	f. Proposed Associated Public, Green Area or Permeable Open Space:	TBD

Block T (completed prior to this Major Amendment)	a. Total Block Area:	38,986 square feet
	b. Total GFA:	242,194 square feet
	c. Maximum Non-Residential GFA:	None
	Proposed Retail:	Retail not proposed
	d. Minimum Residential GFA:	242,194 square feet
	e. Total Parking Spaces:	151 spaces in garage, 79 spaces at other locations on NorthPoint
	f. Proposed Associated Public, Green Area or Permeable Open Space:	TBD

Block S (completed prior to this Major Amendment)	a. Total Block Area:	30,090 square feet
	b. Total GFA:	112,398 square feet
	c. Maximum Non-Residential GFA:	Possible mixed use building
	Proposed Retail:	None
	d. Minimum Residential GFA:	112,398 square feet
	e. Total Parking Spaces:	51 spaces in garage, 49 spaces at other locations on NorthPoint
	f. Proposed Associated Public, Green Area or Permeable Open Space:	TBD

B. Statistical Summary – Phase 1B

I. Overall Dimensional Limits

a. Block Areas	Total Phase 1B in Square Feet:	280,000 square feet
b. Floor Area	Total GFA:	1,845,000 square feet
c. Non-Residential	Maximum GFA:	840,000 square feet
	Retail GFA:	Required, amount TBD
d. Residential	Minimum GFA:	1,005,000 square feet
e. Open Space	Minimum Public, Green Area or Permeable Open Space Provided:	152,460 square feet
	Other Open Space in Square feet:	TBD
f. Parking Spaces	Maximum non-residential:	Total max. of 2,006 spaces in Phases 1A and 1B See Special Permit
	Minimum residential:	One per unit developed TBD - Average of 0.75/unit at full build-out for all phases
g. Dwelling Units	Proposed Number:	TBD

II. Dimensional Limits on Individual Blocks

Block M	a. Total Block Area:	29,000 square feet
	b. Total GFA:	205,000 square feet
	c. Maximum Non-Residential GFA:	TBD (Retail only)
	Proposed Retail:	Required, amount TBD
	d. Minimum Residential GFA:	205,000 square feet
	e. Total Parking Spaces:	TBD
	f. Proposed Associated Public, Green Area or Permeable Open Space:	TBD

Block L	a. Total Block Area:	29,000 square feet
	b. Total GFA:	280,000 square feet
	c. Maximum Non-Residential GFA:	TBD (Retail only)
	Proposed Retail:	Allowed, amount TBD
	d. Minimum Residential GFA:	280,000 square feet
	e. Total Parking Spaces:	TBD
	f. Proposed Associated Public, Green Area or Permeable Open Space:	TBD

Block H	a. Total Block Area:	81,000 square feet
	b. Total GFA:	300,000 square feet
	c. Maximum Non-Residential GFA:	300,000 square feet
	Proposed Retail:	Allowed, amount TBD
	d. Minimum Residential GFA:	None
	e. Total Parking Spaces:	TBD
	f. Proposed Associated Public, Green Area or Permeable Open Space:	TBD

Block F	a. Total Block Area:	39,000 square feet
	b. Total GFA:	240,000 square feet
	c. Maximum Non-Residential GFA:	240,000 square feet
	Proposed Retail:	Retail not proposed
	d. Minimum Residential GFA:	None
	e. Total Parking Spaces:	TBD
	f. Proposed Associated Public, Green Area or Permeable Open Space:	TBD

Block E	a. Total Block Area:	44,000 square feet
	b. Total GFA:	300,000 square feet
	c. Maximum Non-Residential GFA:	300,000 square feet
	Proposed Retail:	Retail not proposed
	d. Minimum Residential GFA:	None
	e. Total Parking Spaces:	TBD
	f. Proposed Associated Public, Green Area or Permeable Open Space:	TBD

Block K	a. Total Block Area:	29,000 square feet
	b. Total GFA:	240,000 square feet
	c. Maximum Non-Residential GFA:	Mixed use building allowed
	Proposed Retail:	Allowed, amount TBD
	d. Minimum Residential GFA:	240,000 square feet
	e. Total Parking Spaces:	TBD
	f. Proposed Associated Public, Green Area or Permeable Open Space:	TBD

Block J	a. Total Block Area:	29,000 square feet
	b. Total GFA:	280,000 square feet
	c. Maximum Non-Residential GFA:	Mixed use building allowed
	Proposed Retail:	Allowed, amount TBD
	d. Minimum Residential GFA:	280,000 square feet
	e. Total Parking Spaces:	TBD
	f. Proposed Associated Public, Green Area or Permeable Open Space:	TBD

C. Statistical Summary – Phase 2

I. Overall Dimensional Limits

a. Block Areas	Total Phase 2 in Square Feet:	537,500 square feet
b. Floor Area	Total GFA:	1,887,262 square feet
c. Non-Residential	Maximum GFA:	555,000 square feet
	Retail GFA:	Required, amount TBD
d. Residential	Minimum GFA:	1,332,262 square feet
e. Open Space	Minimum Public, Green Area or Permeable Open Space Provided:	165,528 square feet 3.8 acres or balance of requirement
	Other Open Space in Square feet:	TBD
f. Parking Spaces	Maximum non-residential:	648 spaces or balance to 2100 maximum See Special Permit
	Minimum residential:	One per unit developed TBD - Average of 0.75/unit at full build-out for all phases
g. Dwelling Units	Proposed Number:	TBD

II. Dimensional Limits on Individual Blocks

Block R	a. Total Block Area:	44,000 square feet
	b. Total GFA:	140,000 square feet
	c. Maximum Non-Residential GFA:	Mixed use building allowed
	Proposed Retail:	Required, amount TBD
	d. Minimum Residential GFA:	140,000 square feet
	e. Total Parking Spaces:	TBD
	f. Proposed Associated Public, Green Area or Permeable Open Space:	TBD

Block Q	a. Total Block Area:	97,500 square feet
	b. Total GFA:	155,000 square feet
	c. Maximum Non-Residential GFA:	155,000 square feet
	Proposed Retail:	Required, amount TBD
	d. Minimum Residential GFA:	Additional housing GFA allowed if commercial GFA is not reduced
	e. Total Parking Spaces:	TBD
	f. Proposed Associated Public, Green Area or Permeable Open Space:	TBD

Block V	a. Total Block Area:	61,000 square feet
	b. Total GFA:	181,855 square feet
	c. Maximum Non-Residential GFA:	TBD (Retail only)
	Proposed Retail:	Required, amount TBD
	d. Minimum Residential GFA:	181,855 square feet
	e. Total Parking Spaces:	TBD
	f. Proposed Associated Public, Green Area or Permeable Open Space:	11,000 square feet

Block I	a. Total Block Area:	100,000 square feet
	b. Total GFA:	440,000 square feet
	c. Maximum Non-Residential GFA:	280,000 square feet
	Proposed Retail:	Required, amount TBD
	d. Minimum Residential GFA:	160,000 square feet
	e. Total Parking Spaces:	TBD
	f. Proposed Associated Public, Green Area or Permeable Open Space:	TBD

Block C	a. Total Block Area:	40,000 square feet
	b. Total GFA:	245,000 square feet
	c. Maximum Non-Residential GFA:	TBD (Retail only)
	Proposed Retail:	Allowed, amount TBD
	d. Minimum Residential GFA:	245,000 square feet
	e. Total Parking Spaces:	TBD
	f. Proposed Associated Public, Green Area or Permeable Open Space:	TBD

Block B	a. Total Block Area:	55,000 square feet
	b. Total GFA:	120,000 square feet
	c. Maximum Non-Residential GFA:	120,000 square feet
	Proposed Retail:	Allowed, amount TBD, <u>includes up to 50,000 sf grocery store</u>
	d. Minimum Residential GFA:	None
	e. Total Parking Spaces:	TBD
	f. Proposed Associated Public, Green Area or Permeable Open Space:	TBD

Block A	a. Total Block Area:	109,000 square feet
	b. Total GFA:	360,407 square feet
	c. Maximum Non-Residential GFA:	TBD (Retail only)
	Proposed Retail:	Marginally possible, amount TBD
	d. Minimum Residential GFA:	360,407 square feet
	e. Total Parking Spaces:	TBD
	f. Proposed Associated Public, Green Area or Permeable Open Space:	TBD

Block D	a. Total Block Area:	31,000 square feet
	b. Total GFA:	245,000 square feet
	c. Maximum Non-Residential GFA:	TBD (Retail only)
	Proposed Retail:	Allowed, amount TBD
	d. Minimum Residential GFA:	245,000 square feet
	e. Total Parking Spaces:	TBD
	f. Proposed Associated Public, Green Area or Permeable Open Space:	TBD

D. Comprehensive Summary by Phase and Block (at time of this Major Amendment)

Phase 1A

Block	Area	Res GFA	NR GFA	Retail	D.Units	Res Pkg	NR Pkg	OS
S	30,090	112,398	0	None	99	51 on block 49 off block	0	TBD
T	38,986	242,194	0	None	230	151 on block 79 off block	0	TBD
N	46,000	394,000	Retail only	Required	TBD 355	1-0.5 per residential unit TBD 184 spaces		TBD 27,000
G	47,000	0	445,000	None	TBD	0TBD	TBD	TBD
U	45,000	Mix allowed	320,000	None	TBD	TBD	TBD	TBD
total	207,076	748,592	765,000	TBD	TBD	1-per unitTBD	956 maxTBD	130,680

Phase 1B

Block	Area	Res GFA	NR GFA	Retail	D.Units	Res Pkg	NR Pkg	OS
M	29,000	205,000	Retail only	Required	TBD	1-per unitTBD	TBD	TBD
L	29,000	280,000	Retail only	Allowed	TBD	1-per unitTBD	TBD	TBD
H	81,000	0	300,000	Allowed	TBD	0TBD	TBD	TBD
F	39,000	0	240,000	None	TBD	0TBD	TBD	TBD
E	44,000	0	300,000	None	TBD	0TBD	TBD	TBD
K	29,000	240,000	Mix allowed	Allowed	TBD	1-per unitTBD	TBD	TBD
J	29,000	280,000	Mix allowed	Allowed	TBD	1-per unitTBD	TBD	TBD
total	280,000	1,005,000	840,000	TBD	TBD	1-per unitTBD	TBD	152,460
cumul.	487,076	1,753,592	1,605,000	TBD	TBD	1-per unitTBD	2,006 maxTBD	283,140

Phase 2

Block	Area	Res GFA	NR GFA	Retail	D.Units	Res Pkg	NR Pkg	OS
R	44,000	140,000	Retail only	Required	TBD	1-per unitTBD	TBD	TBD
Q	97,500	May be added	155,000	Required	TBD	TBD	TBD	TBD
V	61,000	181,855	Retail only	Required	TBD	1-per unitTBD	TBD	11,000
I	100,000	160,000	280,000	Required	TBD	1-per unitTBD	TBD	TBD
C	40,000	245,000	Retail only	Allowed	TBD	1-per	TBD	TBD

						unit TBD		
B	55,000	0	120,000	Allowed	TBD	0 TBD	TBD	TBD
A	109,000	360,407	Retail only	Allowed	TBD	1 per unitTBD	TBD	TBD
D	31,000	245,000	Retail only	Allowed	TBD	1 per unitTBD	TBD	TBD
total	537,500	1,332,262	555,000	TBD	TBD	1 per unitTBD	TBD	165,528
cumul.	1,024,576	3,085,854	2,160,000	150 300,000 max	~2,700 3,119	0.75/unit at full build-out (total parking spaces for all uses cannot exceed 3,807) 2,790 max]	See Special Permit (total parking spaces for all uses cannot exceed 3,807) 2,190 max]	392,000

Area = lot area of developable blocks only excluding streets and open spaces (square feet)

GFA = gross floor area (square feet); OS = public, green area or permeable open space (square feet)

D.Units = dwelling units; Pkg = motor vehicle parking spaces

“Res” refers to residential *minimum* requirements; “NR” refers to non-residential *maximum* limitations

“total” = total allowed or required within that Phase; “cumul.” = cumulative development at the end of Phase


Memorandum

To: Susan E. Clippinger, Director
 Cambridge Traffic, Parking and
 Transportation Department

Date: March 24, 2014

Project 11554.07
 No.:

From: Susan Sloan-Rossiter, LEED AP
 Meghan (Miller) Houdlette, P.E. LEED AP
 Albert Ng
 Vanasse Hangen Brustlin, Inc.

Re: Trip Generation Analysis and Shared Parking
 Study

CJUF III Northpoint LLC c/o HYM Investment Group, LLC (herein referred to as "NorthPoint") has retained Vanasse Hangen Brustlin, Inc. (herein referred to as VHB) to prepare a traffic generation analysis and shared parking study for the NorthPoint development. These analyses reflect a potential revision to the development program which includes transferring 150,000 sf of R&D/Office space to retail of which approximately 50,000 sf of the retail is planned as a supermarket. The total development program will remain at 5,245,854 sf.

NorthPoint submitted an application to amend the PUD Development Plan and Project Review Special Permit (Case No. PB# 179) Fall 2012. VHB prepared a technical memorandum entitled "NorthPoint Revised Master Plan Consistency with the Certified NorthPoint Transportation Impact Study (TIS)" which was submitted (revised version) as part of the application to the Traffic, Parking and Transportation Department on September 7, 2012. This amendment to the NorthPoint PUD Development Plan was approved by the City of Cambridge Planning Board on October 16, 2012.

The transportation analysis described in this memo demonstrates that the trip generation for the potential revised development program, transferring 150,000 sf of R&D/Office space to retail of which approximately 50,000 sf of the retail is analyzed as a supermarket, is under the trip generation threshold for the peak hours established in the certified NorthPoint TIS. As discussed below, the results of the trip generation analysis demonstrate that the revised development program does not exceed the trip generation threshold of 16,013 daily vehicle trips, 1,695 AM peak hour vehicle trips and 1,841 PM peak hour vehicle trips as presented in the NorthPoint TIS certified by the City of Cambridge Traffic and Parking Department dated November 14, 2002. The revised development program is expected to generate approximately 15,996 daily vehicle trips, 1,432 total morning peak hour vehicle trips and 1,759 total evening peak hour vehicle trips.

Under the approved North Point Final Development Master Plan, the project as a whole was permitted for a maximum 4,980 parking spaces (plus 300 replacement MBTA parking spaces) located throughout the site housed within both above and below grade parking structures. As part of the Special Permit Amendment approval last Fall, NorthPoint was requested to follow up with the City of Cambridge Traffic, Parking and Transportation Department to evaluate the amount of parking and parking ratios that were resulting in the parking count of 4,980 parking spaces. HYM, VHB and the City of Cambridge staff have been meeting over the last year discussing the opportunity of lower parking ratios and a lower overall parking count. Within this memo, through a combination of parking demand and shared parking analysis, there may be the opportunity to reduce the overall parking count to a total of 3,807 parking spaces (plus 300 MBTA parking spaces.) Several shared parking management requirements are necessary to ensure that sharing the parking supply between residential, office/R&D, retail, and hotel users does not result in a parking shortfall.

Program Comparison

Table 1 compares the original NorthPoint development program studied as part of the certified TIS to the approved NorthPoint Master Plan. Note that the development program analyzed in the TIS is approximately 294,146 gsf larger (264,208 gsf of residential program and 29,938 gsf of commercial program) than the current development program. The residential square footage has been reduced while adding additional units at a smaller square footage/unit ratio. The total amount and allocation of development program square footage between residential and commercial uses does not change from the originally approved NorthPoint Master Plan.

Table 1 - NorthPoint Program Comparison

Full Build Program	TIS (GSF)	Potential Revised Program (GSF)
Residential	3,325,000	3,060,792
<u>Commercial</u>	<u>2,215,000</u>	<u>2,185,062</u>
Total	5,540,000	5,245,854

Trip Generation Analysis

The development program assumed for the trip generation analysis of the revised program is summarized and compared to the development program studied in the certified TIS in Table 2.

Table 2 - Potential Revised Master Plan Program for Analysis

Full Build Program	TIS (GSF)	Potential Revised Program (GSF)
Office	1,500,000	1,158,543
Lab	640,000	576,519
Ancillary Retail	75,000	175,000
Retail	-	75,000
Grocery	-	50,000
Hotel	90,000 (90 keys)	150,000 (150 keys)
<u>Residential</u>	<u>3,235,000 (2,790 units)</u>	<u>3,060,792 (3,194 units)</u>
Total	5,540,000	5,245,854

In order to confirm that the trip generation for the potential revised development program is less than or equal to the initial trip generation calculated for the TIS, a trip generation analysis was conducted for comparison purposes. The ITE Land Use Codes from the Trip Generation 9TH Edition assumed for the potential revised development program trip generation and shared parking analyses are summarized in Table 3.

Table 3 -ITE Land Use Codes

Land Use	ITE LUC	Methodology
Office	710	Fitted Curve Equation
Lab	760	Fitted Curve Equation
Ancillary Retail	820	Average Rate
Retail	820	Average Rate
Grocery	850	Average Rate
Hotel	310	Average Rate
Residential	220	Fitted Curve Equation

The following mode shares were assumed for both the trip generation and shared parking analyses as summarized in Table 4.

Table 4 – Mode Shares

<u>Land Use</u>	<u>Auto</u>	<u>Source</u>
Office/Lab	40%	Certified NorthPoint TIS
Residential	32%	Kendall Square K2 City Study
Supermarket	50%	Transportation Research Board (TRB) Paper*
Hotel	30%	Hotel PTDM Reports and Traffic Studies
Ancillary Retail	10%	Certified NorthPoint TIS
General Retail	31%	Kendall Square K2 City Study

* Food Shopping in the Urban Environment: Parking Supply, Destination Choice and Mode Choice (TRB 2011 Annual Meeting, Maley and Weinberger – Appendix Exhibit B)

Since there is a lack of local mode share data for urban supermarkets, the TRB study* referred above was used to help identify an appropriate mode share for the proposed supermarket at NorthPoint. The TRB study is attached for your information. Six supermarkets located in urban Philadelphia neighborhoods were studied to determine travel behavior of residents living within a one-half mile radius of the supermarket. The results of the study demonstrate that at least 50 percent of patrons always walk to the supermarket. Therefore, in order to be conservative, the auto mode share was assumed to be the inverse of this, 50 percent. It is important to note that 2011 PTDM data for patrons of Twin City Plaza result in a 50 percent drive alone mode share. The Twin City Plaza is further from the MBTA Green Line therefore, we think 50 percent is a conservative assumption.

The TIS assumed 75,000 sf of ancillary retail. The revised program contains 175,000 sf of ancillary retail use and is analyzed as retail with an auto mode share of 10 percent. In addition, 75,000 sf of general retail is analyzed with a higher auto mode share of 31 percent (consistent with the Kendall Square Study). A hotel auto mode share of 30 percent, estimated based on PTDM reports in the Kendall Square area and City of Boston Traffic Studies for proposed hotel projects, was assumed. A comparison of the assumed auto mode share for relevant projects is summarized in Appendix Exhibit A. Exhibit A demonstrates that none of the traffic studies assumed an auto mode share greater than 31 percent for the hotel land use. A comparison of the TIS and resulting Revised Master Plan Vehicle Trip generation is shown in Table 5.

Table 5 – Comparison of TIS and Revised Master Plan Vehicle Trip Generation

	<u>Daily</u>	<u>Total Vehicle-Trips</u>					
		<u>AM</u>			<u>PM</u>		
		<u>In</u>	<u>Out</u>	<u>Total</u>	<u>In</u>	<u>Out</u>	<u>Total</u>
Full Build							
TIS	16,013	944	751	1,695	736	1,105	1,841
Revised Master Plan	15,996	868	564	1,432	704	1,055	1,759

The Revised Master Plan development program with a shift in approximately 150,000 sf from Office/R&D to Retail land uses generates approximately 15,996 daily vehicle trips, 1,432 morning peak hour vehicle trips and 1,759 evening peak hour vehicle trips which are below the threshold established in the TIS.

Shared Use Parking Analysis

A shared use parking analysis for the proposed NorthPoint development was conducted for the potential revised program as shown in Table 2. The following documents the methodology used, analysis, and findings surrounding the projected parking demand for this development. Under the approved PB #179 North Point Final Development Master Plan Decision dated March 11, 2003, the project as a whole was permitted for a maximum 4,980 spaces (plus 300 replacement MBTA spaces) located throughout the site housed within both above and below grade parking structures. The shared use parking analysis does not include the MBTA's 300 commuter parking spaces and uses the potential revised development program for the analysis. The MBTA park and ride spaces are assumed to remain at the site, in the short term in their current location and in the future replicated somewhere on the NorthPoint site, likely on Parcels A or B.

Methodology

VHB developed a parking demand model to help determine the anticipated parking demand for the revised NorthPoint development program. This model was based on current standard practice suggested by the Urban Land Institute (ULI) and the Institute of Transportation Engineers (ITE). Standard practice suggests the use of base parking demand rates, a ratio of number of parking spaces needed over a standard measure (e.g., per unit, per 1,000 square feet, per seat, etc.) needed to support a similar, stand-alone use. Table 6 presents parking base rates by land use for employees/residents and visitors. It should be noted that these parking base rates represent weekday peak period conditions. Due to the composition of the site, it was assumed that the peak parking demand will occur during the weekdays due to the amount of office and R & D development on site.

Table 6 Parking Base Rates (Weekday Peak)

	<i>Employees</i>	<i>Residents</i>	<i>Visitors</i>	<i>Units</i>	<i>Source</i>
Office/R&D	2.60	–	0.20	/ksf GLA	1
Ancillary Retail	0.70	–	2.90	/ksf GLA	2
General Retail	0.70	–	2.90	/ksf GLA	2
Supermarket	0.80	–	3.20	/ksf GLA	3
Hotel	0.25	–	1.00	/room	1
Residential (Shared)	–	0.50	–	Unit	4
Residential (Reserved)	–	1.00	–	Unit	5

1 Shared Parking, 2nd edition, Urban Land Institute, 2005

2 Parking Requirements for Shopping Centers, 2nd ed. (Washington, DC: ULI, 1999)

3 Walker Parking – Shared Use Analysis – Updated Report, Legacy Place, Dedham, MA

4 <http://www2.cambridgema.gov/Traffic/AutoOwnership.cfm> (“Within ¼ mile of an MBTA station 50% of households have no car”

[Residential parking demand near transit, CDD and TPT Departments, July 2007]

5 Assumed one reserved parking space per unit

These base parking rates are then adjusted using three factors: percent drive, temporal variation (hourly and seasonal), and non-captive parking demand reductions. The following sections describe each of these factors and presents the factors used to estimate the development’s parking demand.

Percent Drive

Percent drive represents the percentage of users arriving to the site using a personal vehicle. For residential uses located on site, this number represents the percentage of car owners who leave their vehicle on site. For example, a residential development may have 75 percent of its residents drive their car to work in the morning, leaving 25 percent (the value we would use for the percent drive factor) of the resident owned vehicles in the development’s parking facilities.

The percent drive ratios used for this analysis, as shown in Table 7, are based on the original mode shares approved for use in the NorthPoint TIS, proposed enhanced TDM mode shares presented by the City of Cambridge as part of their Kendall Square Central Square (K2C2) Planning Study and other technical resources as footnoted.

Table 7 Percent Drive Factors (Weekday Peak)

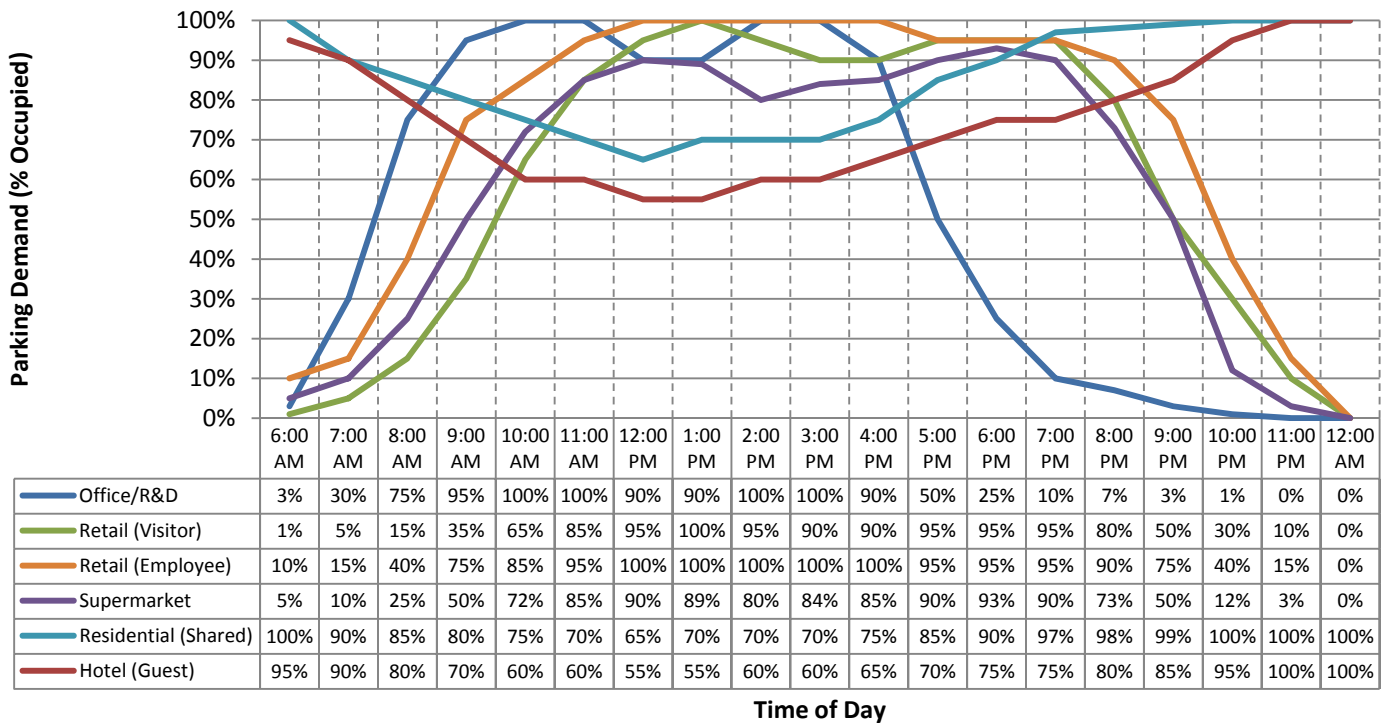
	Employees	Residents	Visitors
Office/R&D	40%	-	50% ¹
Ancillary Retail	10% ²	-	10%
General Retail	10% ²	-	31%
Supermarket	10% ²	-	50% ³
Hotel	10% ²	-	30% ⁴
Residential (Shared)	-	32% ⁵	-
Residential (Reserved)	-	0% ⁶	-

- 1 Assumed 50% of office visitors are driving to site
- 2 Restrict parking for employees onsite...estimated resultant percent drive of 10 percent
- 3 (Maley & Weinberger, 2010) (Appendix Exhibit B)
- 4 Hotel PTDM Reports and Traffic Studies
- 5 Journey to work mode share is 32%...thus, 68% of residents leave vehicles in parking space at site
- 6 Assumed reserved spaces are not available

Presence

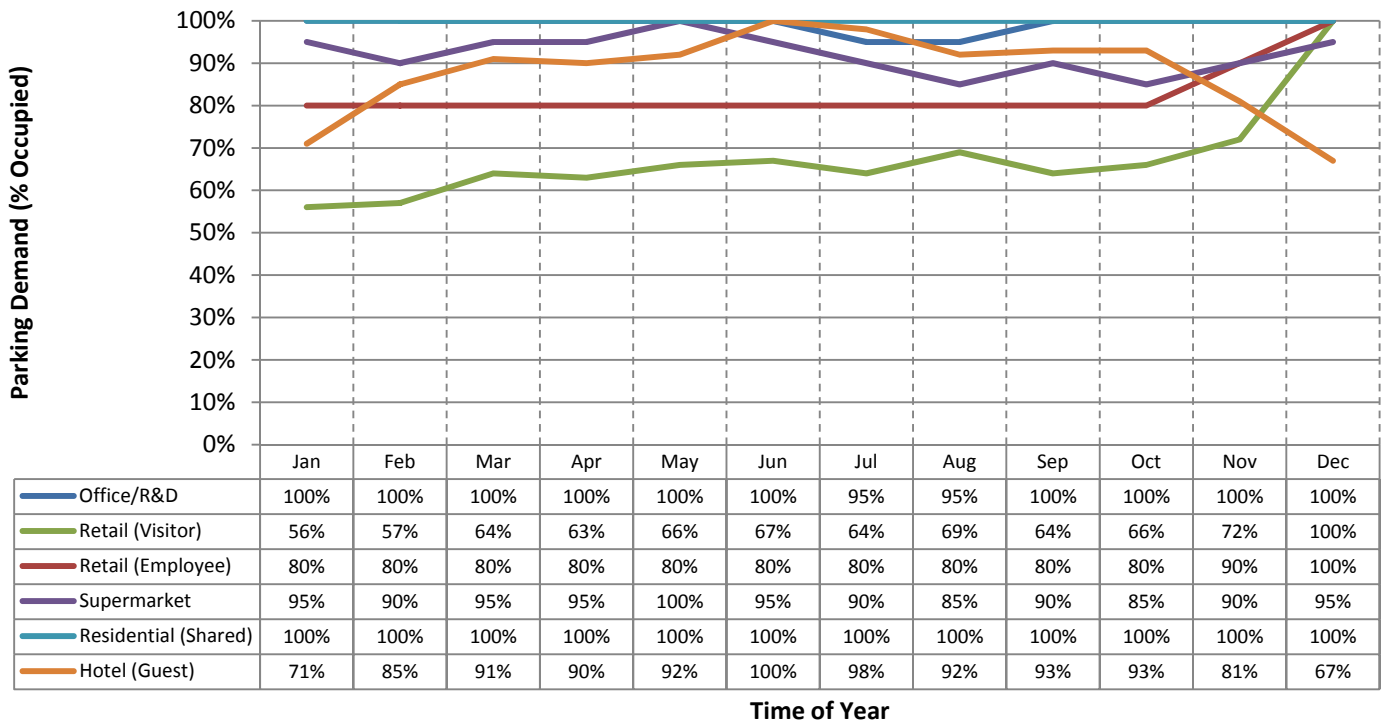
Presence is accounted for by two factors: time-of-day factors and seasonal factors. Parking demand for land uses vary throughout the day and by land use. For example, parking demand at a residential development typically decreases during the middle of a weekday (when residents go to work) and then increases in the early evening (when residents return home); while, office developments experience the reverse parking demand over the course of a day, arrival in the morning, departure in the evening. Additionally, certain land uses, such as retail and hotels, experience changes in parking demand month to month (e.g., increased retail parking demand during the December holiday season). Exhibits 1 and 2 presents the variations in presence by hour and by month for each land use, respectively.

Exhibit 1 Presence by Time of Day



Source: Supermarket - Walker Parking – Shared Use Analysis – Updated Report, Legacy Place, Dedham, MA; All other land-uses - Shared Parking, 2nd edition, Urban Land Institute, 2005

Exhibit 2 Presence by Month



Source: Supermarket - Walker Parking – Shared Use Analysis – Updated Report, Legacy Place, Dedham, MA; All other land-uses - Shared Parking, 2nd edition, Urban Land Institute, 2005

As shown in Exhibit 1, the office, R & D and retail employee parking demands are at their peak during the site’s peak hour while the retail and supermarket visitor in addition to the residential parking demands are not at their highest during the site’s peak hour. The reserved residential parking spaces are always needed (or kept in reserve) and thus their demand does not decrease. Residential and hotel demand peaks at night. Since the retail and office uses have specific hours of operation, their demand decreases to zero during late night hours. Interestingly, retail and supermarket are fairly constant from 11 AM to 7 PM.

As shown in Exhibit 2, seasonal adjustments for office, supermarket and residential land uses are minor. Retail employee and visitor parking demand increases in November and peak in December and are lower for the remainder of the year. Hotel parking demand decreases significantly in December and January.

Non-captive adjustment

Non-captive adjustment can be characterized as the anticipated percentage decrease in parking demand due to users visiting multiple uses on a site during a single visit. For example, office workers in a mixed-use development may visit a restaurant in the same development for lunch. Since the office workers have already parked their car for the day, the non-captive adjustment decreases the double-counting of the parking demand for the different uses. The effects of the non-captive adjustment can be significant particularly if there are synergies between the different land uses at a single site (e.g., office and restaurant, residential and supermarket, etc.). Table 8 presents the non-captive factors used in this analysis.

Table 8 Non-Captive Factors

	<i>Employees</i>	<i>Residents</i>	<i>Visitors</i>
Office/R&D	98%	-	100%
Ancillary Retail	100%	-	0%
General Retail	100%	-	50%
Supermarket	100%	-	65%
Hotel	100%	-	100%
Residential (Shared)	-	100%	100%
Residential (Reserved)	-	100%	100%

The retail and supermarket uses are assumed to support the other uses at the NorthPoint development. Ancillary retail patrons are all anticipated to be employees from other on-site parcels or residents. As a result, parking demand is reduced by 100 percent to account for the intra-site patronage. General retail parking demand will also be reduced but to a lesser extent than ancillary retail. A non-captive factor of 50 percent was used to reflect the parking demand reduction for general retail. Parking demand for the supermarket was reduced by 35 percent reflecting that many of its patrons will be on-site residents and employees. A case study of a large mixed use development with a grocery store shows that approximately 40 percent of the trips to and from the grocery store were internal to the site.¹ As such, a reduction in parking demand of 35 percent related to the supermarket seems reasonable.

Projected Parking Demand

Parking demand can vary based on many factors including building phasing, changes in transit access, and building occupancy rates. Given the mix and size of uses the peak month and peak hour of demand is December and 10 AM respectively. Given the base ratio and adjustment factors presented in the sections above, the peak demand for the site was estimated and the results are presented below in Table 9.

Table 9 Unadjusted Peak Hour Parking Demand

<i>Land Use</i>	<i>User Group</i>	<i>Size (KSF or Units)</i>	<i>Units</i>	<i>Base Ratio</i>	<i>Unadjusted Demand</i>
Office	Emp.	1,159	ksf	2.60	3,012
	Vis.	1,159	ksf	0.20	232
Lab R & D	Emp.	577	ksf	2.60	1,499
	Vis.	577	ksf	0.20	115
Ancillary Retail	Emp.	175	ksf	0.70	123
	Vis.	175	ksf	2.90	508
General Retail	Emp.	75	ksf	0.70	53
	Vis.	75	ksf	2.90	218
Supermarket	Emp.	50	ksf	0.80	40
	Vis.	50	ksf	3.20	160
Residential	Shared	1,916	units	0.50	958
	Reserved	1,278	units	1.00	1,278
Hotel	Emp.	150	rooms	0.25	38
	Vis.	150	rooms	1.00	150
Total Parking Space Demand					8,384

¹ NCHRP Report 684: Enhancing Internal Trip Capture Estimation for Mixed-Use Developments, page 49, Transportation Research Board, 2011. (Appendix Exhibit C)

The concept of shared parking recognizes that peaking for different land uses occur at different times. So, instead of building sufficient parking to support each individual land use's peak demand, the site supplies enough parking to support the entire site's peak, assuming that each land use will draw from a common parking supply. Shared parking leverages the peaking characteristics of its land uses, taking advantage of parking demand synergies. Applying the drive alone adjustment only to the base parking rates illustrates the amount of parking supply required without a shared parking management approach. As Table 10 illustrates, the parking demand without sharing is 4,177 parking spaces. Applying the three factors: percent drive, temporal variation (hourly and seasonal), and non-captive parking demand reductions results in a shared parking demand of 3,807 spaces, a reduction of 370 parking spaces. This analysis assumes that all parking spaces are shared by all land-uses except for the condominium owned reserved parking spaces.

Table 10 Adjusted Weekday Peak Hour Parking Demand

<i>Land Use</i>	<i>User Group</i>	<i>Unadjusted Demand</i>	<i>Drive Factor</i>	<i>Unshared Demand</i>	<i>Monthly Adj. (December)</i>	<i>Peak Hour Adj. (10 AM)</i>	<i>Non Captive Factor</i>	<i>Shared Demand</i>
Office	Emp.	3,012	40%	1,205	100%	100%	98%	1,181
	Vis.	232	50%	116	100%	100%	100%	116
Lab R & D	Emp.	1,499	40%	600	100%	100%	98%	588
	Vis.	115	50%	58	100%	100%	100%	58
Anc. Retail	Emp.	123	10%	12	100%	85%	100%	10
	Vis.	508	10%	51	100%	65%	0%	-
Gen. Retail	Emp.	53	10%	5	100%	85%	100%	4
	Vis.	218	31%	67	100%	65%	50%	22
Supermarket	Emp.	40	10%	4	95%	72%	100%	3
	Vis.	160	50%	80	95%	72%	65%	36
Residential	Shared	958	68%	652	100%	75%	100%	489
	Reserved	1,278	100%	1,278	100%	100%	100%	1,278
Hotel	Emp.	38	10%	4	100%	100%	100%	4
	Vis.	150	30%	45	67%	60%	100%	18
Total Parking Space Demand		8,384		4,177				3,807

The estimated peak shared parking demand for the NorthPoint Parking Management District is estimated to be approximately 3,807 parking spaces.

The availability of shared parking depends on the proportional size of each land use, the parking synergy between the land uses, and whether some parking is deeded and reserved. The real estate market often dictates that residential developments (e.g., condominiums) offer deeded parking in order to make the units desirable and competitive within the market. Deeded parking would require that spaces be held in reserve for the owner regardless if they are occupied during the day. While the demand for parking spaces from our residential units decreases during the site's peak hour (i.e., residents use their cars to drive to work during the day), the parking demand for the residential units with reserved parking does not decrease since they need to maintain their reserved status and not be available for use by other site uses. This distinction is important as it limits the number of available parking spaces on site during the site's peak demand period.

As shown in Table 11, the estimated parking supply using a combination of the City of Cambridge proposed K2C2 parking ratios and NorthPoint's proposed parking ratios closely meets the peak hour demand with a shared parking supply. As illustrated, the office and R&D peak parking demands could be met by sharing the unreserved residential spaces vacated by residents who use their vehicle during the day to commute to work and available hotel parking spaces. The parking demands for the retail and supermarket can be met through a shared supply during the site's peak hour. There will be sufficient parking available in the evening for residential users.

Table 11 Supply vs. Demand – City of Cambridge Parking Ratios

Land Use	Size (KSF or Unit)	Parking Ratio	Supply	Site Peak Hour	
				Demand	Surplus/ (Shortfall)
NorthPoint Office	1,159	0.9	1,043	1,297	(254)
Lab R & D	577	0.8	461	646	(185)
Ancillary Retail ¹	175	0	-	10	(10)
General Retail	75	0.5	38	26	12
Supermarket ²	50	1.0	50	39	11
Residential	3,194	0.75	2,396	1,767	629
Hotel ³	150	0.5	75	22	53
			4,063	3,807	256

1 Assumed no parking supply available for ancillary retail. (Ancillary retail parking demand from employees)

2 Assumed a parking ratio of 1.0 /ksf for supermarket.

3 Assumed a parking ratio of 0.5/ksf for hotel.

Parking Management Parameters

The following parking management parameters need to be incorporated into the shared parking approach in order for NorthPoint to meet its parking demand, while enabling fewer parking spaces to be constructed through efficient use of the available supply:

- North Point Development is considered its own Parking District.
- Shared parking will be utilized to reduce the overall parking space count.
- Overall space count will be 3,807 spaces which is a 1,173 spaces reduction from the PUD approved parking supply.
- All uses will be allowed to share parking spaces (i.e. residential users and office/R&D spaces, retail users and hotel spaces, etc.)
- Residential uses may build a minimum of 0.5 spaces/unit and a maximum of 1.0 space per unit but in no case will the aggregate of the residential parking supply in the NorthPoint District exceed 0.75 spaces per unit.
- Individual parking garages may exceed maximums for on-parcel uses to incorporate parking requirements from other parcels. Key to viability of shared parking concept (i.e., office/R&D buildings could exceed 0.9 spaces/1,000 SF by incorporating portions of adjacent residential space requirements. Overall parking district maximums are adhered to).
- Retail parking would be allowed at 0.5 spaces per 1,000 SF of retail. These spaces would be located adjacent to the Retail Square and have parking fees supportive of short term retail parking needs.
- As per the current special permit, earlier phases of NorthPoint would have the flexibility to build up to 1.25 spaces per 1,000 SF but by end of project overall space count must comply. (Scenario where a commercial building & garage are built prior to adjacent residential buildings.)
- The NorthPoint shared parking supply does not include the existing MBTA 300 Park and ride spaces which are distinct and separate.

Section 4.0
CD-ROM containing Application Materials

4.0 CD-ROM CONTAINING APPLICATION MATERIALS

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