

EF EDUCATION FIRST

Supplement to Final Development Plan Application



10.18.2011



**EF Education First
New Building Project**

EFEKTA House, Inc.
Owner/Applicant

The Congress Group, Inc.
Developer

The McKinnon Co.
Development Consultant

DLA Piper
Attorney

Wingardhs
Design Architect

Wilson Architects Inc.
Architect of Record

Cosentini
MEP Engineers

Weidlinger Associates, Inc.
Structural Engineers

Vanasse Hangen Brustlin, Inc.
Civil Engineers

ZEN Associates, Inc.
Landscape Architects

Haley & Aldrich
Environmental & Geotechnical Engineers

Vanasse & Associates, Inc.
Traffic Study

Tishman Construction Co.
Construction Manager

COVER LETTER

- 1.0 MEMORANDUM TO CAMBRIDGE PLANNING BOARD
ON CHAPTER 91/CAMBRIDGE SPECIAL PERMITTING
SEQUENCE, FROM RICHARD RUDMAN &
EMMA ROTHFELD OF DLA PIPER

- 2.0 LETTER TO CHARLES RIVER CONSERVANCY FROM
MARTHA DOYLE, PRESIDENT OF EF
 - 2.1 Letter
 - 2.2 Landscape Plan

- 3.0 LETTER TO CAMBRIDGE COMMUNITY
DEVELOPMENT DEPARTMENT ON MULTI-USE PATH
AGREEMENT, FROM MARTHA DOYLE, PRESIDENT
OF EF
 - 3.1 Letter
 - 3.2 Attachments

- 4.0 TAX AGREEMENT LETTER TO ROBERT HEALY,
CAMBRIDGE CITY MANAGER, FROM
MARTHA DOYLE, PRESIDENT OF EF AND RICHARD
MCKINNON OF THE MCKINNON COMPANY

- 5.0 LETTER TO MAYOR DAVID MAHER FROM
MARTHA DOYLE, PRESIDENT OF EF

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September 27, 2011

Hugh Russell, Chairman
And Members of the Cambridge Planning Board
City Hall Annex
344 Broadway
Cambridge, MA 02139

Dear Hugh and Members of the Board,

On behalf of Martha Doyle of EF, I first want to thank the Board for your votes of September 6, 2011. As I mentioned at the time, EF faced critical decisions during the month of September, especially as to the need to lease substantial amounts of space on a temporary basis until a new building can be delivered. Your votes of confidence were an important factor in the decisions they had to make. EF is appreciative.

I thought it simplest to prepare for our October 18, 2011 Final Development Plan public hearing by putting together this short supplement to our application. It contains five items, all attached and noted briefly in this letter. The first two respond directly to the requests made of us by the Board at our September 6th hearing on our Development Proposal. They are:

1. A memo to the Board from Richard Rudman and Emma Rothfeld of DLA Piper dated September 26, 2011 and titled: EF-Permitting Sequencing. The memo responds to the Board's questions concerning issues that may arise due to the different timing of permits issued by the Board and those issued by the Commonwealth.
2. The Board asked us to meet with the Charles River Conservancy and noted that you had received their letter in your Notice of decision on our Development Proposal. Your staff was kind enough to arrange a meeting between us, CRC, CCDD and DCR which was held on September 15, 2011. As you know by now, Martha Doyle of EF has given an enormous amount of time, energy and thought to CRC's plans for a skatepark at North Point. Her letter to Renata Von Tscharnier of CRC, dated September 26, 2011 can be found at tab 2 and speaks for itself.

The next three items that are numbered 3, 4 and 5 are commitments we have made. We have agreed to have these included as Conditions of our Final Notice of Decision, should the Board continue to look upon our application favorably. Again, let me say a word about each of the letters that are included in this document:

3. This letter, dated September 27, 2011 and the plan attached to it spell out our obligations to work on the multi-use path. The plan, produced by CCDD, is also reflected on Plan 7.41 of the Exhibits that accompany the base Application for our Final Development Plan. Both the Department of Traffic and Parking as well as the staff of CCDD feel it best that this be included as a Condition of our P.U.D. We agree.

Finally, let me turn to our last two items, numbered 4 and 5. They were part of the zoning process. Martha and I agreed verbally when asked by the Mayor and City Council to allow both of these written promises to be included as Conditions of the P.U.D Special Permit which the Board may elect to grant. The documents themselves can be found at tabs 4 and 5.

4. A letter, dated June 28, 2010, from Martha Doyle, EF, to City Manager Robert Healy. This letter promises that EF will not assert any of its educational tax exempt rights and will instead pay full real estate taxes to the City of Cambridge at its new building at North Point for a period of 50 years.
5. A letter, dated December 13, 2010 from Martha Doyle, EF and Richard McKinnon to Mayor David Maher, Members of the City Council and City Manager Robert Healy. This letter stipulates the processes attendant EF's obligation to pay \$ 914,000 to the City of Cambridge.

This project has had its challenges with more to come we are certain. I don't want to let this chance pass without letting you know how much Martha and the folks at EF appreciate the amazing amount of cooperation we have received from the Board, your staff at CCDD and Sue and Adam at Traffic. We are grateful.

For EF,

A large, stylized handwritten signature in black ink, appearing to be 'R. McKinnon', written over the text 'For EF,'.

Richard McKinnon



MEMORANDUM

TO: Cambridge Planning Board
c/o Liza Paden, Cambridge Community
Development Department

CLIENT-MATTER NO.: 379006-000002

FROM: Richard D. Rudman and Emma Rothfeld

CC: Martha H. Doyle, Richard McKinnon

DATE: September 26, 2011

RE: EF – Permitting Sequencing

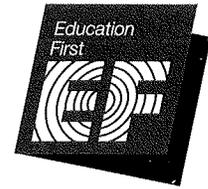
This memorandum summarizes the status of the key state permitting processes for the new headquarters building for EF Education First (“EF”) on Education Street in Cambridge (the “Project”) and the sequencing of these processes as they relate to EF’s Special Permit application currently under review by the Cambridge Planning Board (the “Planning Board”).

On September 30, 2011, EF will submit the following permitting applications:

1. An application to the Department of Environmental Protection – Waterways Division (“DEP”) for a license pursuant to M.G.L. c.91 and the regulations promulgated pursuant thereto at 301 CMR 9.00 (“Chapter 91”).
2. An Expanded Environmental Notification Form (“EENF”) to the Executive Office of Energy and Environmental Affairs (“EEA”) pursuant to the Massachusetts Environmental Policy Act (“MEPA”) requesting a Single Environmental Impact Report for the Project in light of the extensive review and analysis that has already taken place at the City and State level.

EF has met extensively with all state agencies involved in the Project, including the Department of Transportation (“DOT”), the Department of Conservation and Recreation (“DCR”), DEP and the MEPA Office. These agencies are familiar with the Project, as well with the design and layout of the building and proposed landscaping. Particular attention has been paid to proposed ground floor layout and uses as well as the second floor restaurant space. The current plans were presented to both MEPA and DEP at a pre-application conference last week and no specific issues were raised. While we cannot say with certainty whether there will be additional concerns raised during the permitting process that necessitate changes to the Project, to date, all agencies have been supportive and we are not aware of any unresolved issues.

We anticipate that the Special Permits for the Project will include a design review procedure for approving minor changes. EF will stay in close contact with the Community Development Department staff during the MEPA and Chapter 91 process. We expect that any changes requested by State agencies will be minor and will be handled during design review. In the unlikely event that the Secretary’s Certificate under MEPA or the Chapter 91 license require major changes that are inconsistent with a Special Permit granted for the Project by the Planning Board, EF would return to the Planning Board to seek an amendment to the Special Permit.



One Education Street
Cambridge, MA 02141
Phone 617.619.1000
Fax 617.619.1001
ef.com

September 26, 2011

BY HAND

Renata von Tscharnier
Charles River Conservancy
4 Brattle Street
Cambridge Massachusetts 02138

Dear Renata:

Thank you for meeting with us last week. It was very helpful to discuss the skatepark with you, CDD and DCR. I would have liked to follow-up with this letter earlier, but I have been traveling outside the country on business.

As you know, we are, and always have been, big supporters of the Charles River Conservancy. We were very happy to provide you with rent-free use of office space and conference rooms in our building for over 4 years. We have also made direct financial contributions to CRC and have sponsored regular "park clean-up days" for our employees to pick up garbage and trash in the North Point Park. You can be sure that we will continue to look for creative ways in which we can assist your efforts to enhance the Charles River and the North Point Park as a wonderful public resource that benefits all of us.

One of the points that you have made, quite correctly, is that the design of our project should ensure a welcoming atmosphere for the users of the park, including a ground floor that is designed to be open and accessible, with the maximum feasible area dedicated to facilities of public accommodation, and with those facilities oriented toward the park. We are in complete agreement. It has been a fundamental principle of our design effort to ensure that our building integrates, activates, and supports the park. To this end, we have agreed to do the following:

1. We have discarded our original plan to construct a building similar to our existing building at One Education Street and instead are proceeding - - at an additional cost of more than \$10 million dollars - - with a dramatic design by a world-class architect that will make the park a highly visible and attractive destination. Our hope is to transform the context of the park entirely - - instead of being dominated by the highway ramps, the park will be the setting for one of Boston's most eye-catching structures.
2. The two sides of the building facing the open areas of the park with views of the Charles River are being entirely devoted to facilities of public accommodation, including an expansive public lobby with public bathrooms and public seating areas, a

public conference room, and a 14,000 square foot restaurant on two floors with outdoors seating and conference/function rooms on the second floor.

3. All areas outside the building will be open to the public and integrated seamlessly with the adjoining park areas.

4. EF will landscape and maintain all of the areas between the building and the adjacent park paths, even where the land is outside EF's premises.

5. EF will replace the sidewalk on the opposite side of Education Street, in front of the MWRA pump station, with a multi-use path suitable for pedestrians, bicycles and skateboarders so that it serves as a suitable connection from the intersection of North Point Boulevard and Education Street to the multi-use path in the park that serves the skatepark and runs along the river. The work will include a connector path from the intersection to the North Point Park west of the cul-de-sac, directional signage, street lighting, and if deemed feasible and desirable by the City the construction of a raised intersection at the intersection of North Point Boulevard and Education Street. (This work is subject to sufficient land being available and any necessary State approvals.)

We agree with you that the north-easterly side of the building must also be appropriately integrated with the surrounding public domain. While this side of the building directly faces the highway ramps, it also faces the park's multi-use path and the proposed location of the skatepark. We have taken a number of steps to accomplish this:

- We have moved the building away from the path by 5 to 8 feet in order to provide more light, air, and landscaping on this side of the building. The change in building location requires the termination of a electrical easement by National Grid, and we have been working closely with them to make this possible.
- We will extend the outdoor terrace area on the river side of the building so that the terrace runs all the way to the edge of the building closest to the multi-use path and skatepark. This will bring the outdoor restaurant seating area closer to the skatepark and establish a closer connection between the building and park.
- We will provide ground level landscaping and lighting on the north-easterly side of the building will be consistent with the same standards for ground level landscaping and lighting on the other three sides of the building.
- We will also put security lighting on the northeast and northwest corners of our building directed toward the skatepark and other amenities.

We have carefully considered your request for a snack shop/skate shop to be located in the building. A snack shop is not necessary; one of the principal functions of the restaurant is to provide drinks and snacks for our employees, and the same items will of course be available to the public. As for a skate shop, it is simply not a use that is compatible with an office building and a business environment. We also do not think that such a use will be financially viable given the limited scope of its business, the seasonal nature of the skatepark and its isolated location. A more viable alternative may be for an established skate shop to operate a van at the park when there is sufficient demand. We use a van service called “My Bike” which comes to our existing building on a regular basis to service a fleet of bikes that we own for shared use by our employees as well as bicycles owned by our employees. This service works very well and could be a model for a similar skateboard van. Finally, a skate shop will serve a relatively small portion of park visitors and is not a good use of the site’s unique location on the Charles River. The building has been designed to maximize the amount of public space facing the park’s expansive open areas and the views of the Boston skyline and Charles River. This design maximizes the availability and use of the public areas by the largest number of people. The design has been reviewed extensively and favorably by the Cambridge Planning Board, the East Cambridge Planning Team as well as DEP and DCR at the State level. Respectfully, we do not think any change is warranted.

As you know, we are providing bathrooms within our building that will be available for use by the public. There will in fact be two sets of bathrooms available to the public—one set in the restaurant and another set in the public lobby. You have requested that we include an additional set of bathrooms for skateboarders that would be located at the rear of the building facing the skateboard park. We agree with you that a bathroom facility located closer to the skatepark for use by the ‘skateboard crowd’ would be highly desirable. However, the ground floor uses on this side of the building cannot be relocated. These uses are the restaurant kitchen, which must be adjacent to the restaurant seating area, and the building’s electric transformer and switch gear, which must be located where there is ready access both for the electric company and the Cambridge Fire Department. Since the building does not have a basement, the alternative would be to locate the electric equipment outside the building and we believe all parties would consider this unacceptable.

As an alternative to providing additional bathrooms in our building for users of the skatepark, we would like to offer a payment by EF of \$100,000 for construction of a public bathroom facility at the skatepark. This contribution represents an increase of more than 10% above the community benefit payment that was already required of us, and deemed sufficient, by the Cambridge City Council. Payment in full would be made at the time construction of the skatepark commences. This commitment would be included by the Cambridge Planning Board as a condition in the Special Permit for the project.

We understand that funding for the skatepark is uncertain and that there may not be funds at this time for key operational items like maintenance, staffing, security and lighting, but as an

educational organization with many budget constraints, we cannot take on responsibility for these items. EF is not a private developer seeking to profit from the development of this property. We are a business that needs room to expand, and is doing so at this location to create a campus with our existing building.

In our first meetings with you and other community groups we offered a number of specific community contributions, including specific commitments to assist with the construction of the skatepark and tennis courts. The Cambridge City Council did not accept these commitments and instead required us to agree to payments totaling \$914,000 for use by the City Council in its discretion. We have also agreed, at the request of the City, to pay full real estate taxes on the property even though it may be owned and used by EF entities that are tax-exempt—a benefit to the City of more than \$90 million on conservative assumptions. We are now agreeing to a significant additional \$100,000 commitment targeted to the skatepark. We respectfully request that you accept our offer, together with all of the design measures we have incorporated in the project and the financial contributions that are already required by the City, as a fair and reasonable package of community benefits to be provided by EF for this project.

Sincerely yours,



Martha H. Doyle

cc: Planning Board
Conrad Crawford, DCR
Karl Haglund, DCR
Roger Boothe, CDD
Cara Seiderman, CDD

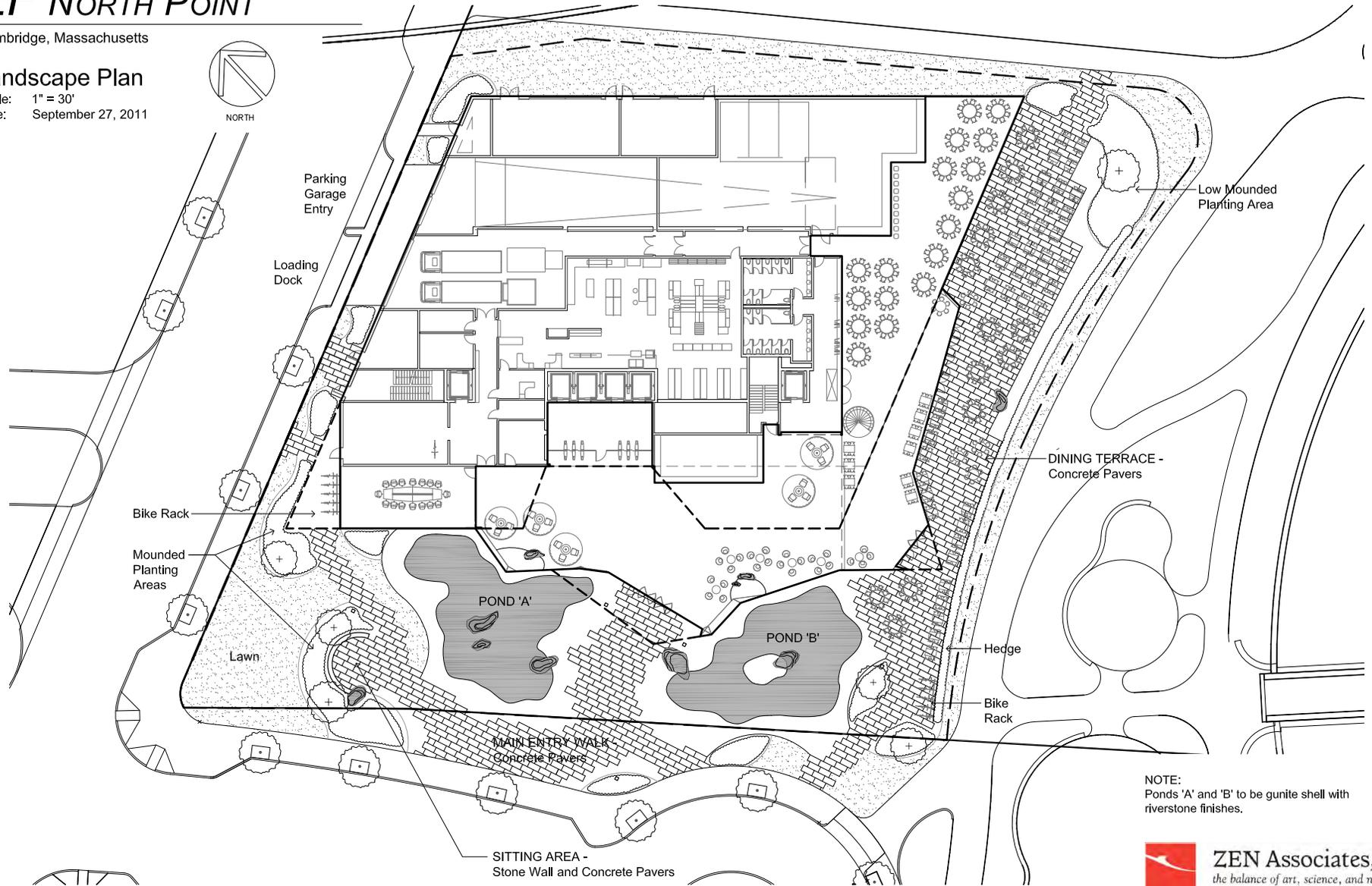
EF NORTH POINT

Cambridge, Massachusetts

Landscape Plan

Scale: 1" = 30'

Date: September 27, 2011



NOTE:
Ponds 'A' and 'B' to be gunite shell with riverstone finishes.



ZEN Associates, Inc.
the balance of art, science, and nature

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One Education Street
Cambridge, MA 02141
Phone 617.619.1000
Fax 617.619.1001
ef.com

September 27, 2011

BY E-MAIL

Community Development Department
City of Cambridge
344 Broadway
Cambridge, MA 02139
Attention: Roger Boothe, Cara Seiderman

Traffic, Parking and Transportation Department
City of Cambridge
344 Broadway
Cambridge, MA 02139
Attention: Adam Shulman

Dear Roger, Cara and Adam:

This letter will confirm the agreement that EFEKTA House, Inc. ("EF") has made regarding the improvements to the multi-use and bicycle path connections at North Point Park in connection with the development of its new headquarters building pursuant to Special Permit application PB 262 (the "Project"). As we discussed, EF shares the City's goals of designing and constructing a connection for the multi-use path that will encourage users to travel along the safest and most effective routes to North Point Park in the vicinity of the Project.

To this end, EF agrees to be responsible for the following public streetscape improvements in connection with the Project:

1. EF will design and construct a multi-use path beginning at the northwest corner of North Point Boulevard and Education Street (such intersection, the "Adjacent Intersection") and extending along the north side of Education Street in the approximate location shown on the plan attached hereto as Exhibit A (the "Path Connection") for use by pedestrians, bicyclists, skateboarders and others seeking to travel to or through the park along the existing multi-use path between the Project site and the elevated highway ramps.



2. EF will design and construct a multi-use path connection (the "SW Corner Connector") connecting the southwest corner of the Adjacent Intersection with the existing multi-use path located within the park in the approximate location shown on Exhibit A.
3. If requested by the City, EF will design and construct a raised intersection at the Adjacent Intersection (the "Intersection Work") in the approximate location shown on Exhibit A such that vehicular traffic will be slowed and bicyclists, skateboarders and other path users can cross the street without any grade change.

The City will obtain all necessary permits, approvals and property rights for this work prior to installation of the paved surfaces for the sidewalks immediately adjacent to the Project so that all of the street and sidewalk work can be done simultaneously.

We understand that the provisions of this letter will be incorporated as a condition of the Special Permit to be issued for the Project by the Cambridge Planning Board.

Sincerely yours,

A handwritten signature in black ink, appearing to read 'Martha H. Doyle'.

Martha H. Doyle

cc: Richard E. McKinnon
Dean F. Stratouly
Richard D. Rudman, Esq.
Emma Rothfeld, Esq.

Exhibit A





June 28, 2010

Mr. Robert Healy
City Manager
City of Cambridge
City Hall
795 Massachusetts Avenue
Cambridge, Massachusetts 02139

Re: EF Expansion at North Point

Dear Mr. Healey:

At your request, this letter is to confirm that we will enter into a covenant that is binding on all owners of the proposed new building at North Point for a period of fifty (50) years to waive any exemption from the payment of real estate taxes based on the use of the building for educational, charitable or other tax-exempt uses or the ownership of the building by an educational, charitable or other tax-exempt owner. This agreement will be documented in a covenant that is enforceable by the City of Cambridge, which is recorded in the Registry of Deeds when the land is acquired and that runs with the land for the 50 year period.

Sincerely yours,

A handwritten signature in black ink, appearing to read "Martha H. Doyle", followed by a horizontal line.

Martha H. Doyle
President

December 13, 2010

Mayor David Maher
Members of the City Council
City Manager, Robert Healy

Letter of Commitment to the City of Cambridge from EF

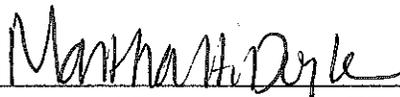
On behalf of EF, we commit to provide the City of Cambridge the total sum of \$914,000 for community benefits associated with EF's new building project in North Point. These benefits will support initiatives as determined by the City of Cambridge. The distribution of all these funds will be determined by a process established by the City Manager of Cambridge. It is our understanding that a portion of these funds will support scholarships for Cambridge residents and community based non-profits.

We agree that half of the total amount (\$457,000) will be paid to the City of Cambridge within 90 days of the issuance of a Building Permit not appealed, or if so, 90 days from the dismissal of such appeal. Additionally, we commit that the second half of the funds (\$457,000) will be paid to the City of Cambridge prior to receipt of a permanent or temporary certificate of occupancy for the project.

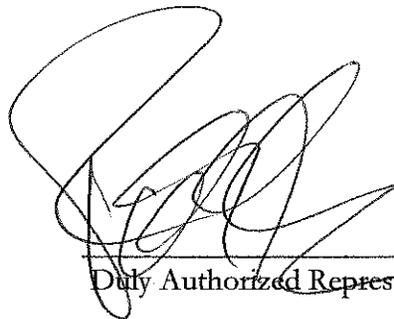
CONCLUSION

As EF's duly authorized representative(s), I am pleased to commit to the obligations contained herein on EF's behalf.

Sincerely,



Duly Authorized Representative of EF



Duly Authorized Representative of EF