



CITY OF CAMBRIDGE, MASSACHUSETTS

PLANNING BOARD

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CITY HALL ANNEX, 344 BROADWAY, CAMBRIDGE, MA 02139

OFFICE OF THE CITY CLERK
CAMBRIDGE, MASSACHUSETTS

NOTICE OF DECISION

Case Number:	315 Amendment #1 (Major)
Location of Premises:	325 Main Street (formerly Three Cambridge Center), 145 Broadway (Formerly Eleven Cambridge Center), 250 Binney Street (Formerly Fourteen Cambridge Center), Cambridge Center Blue Garage, Broadway, 75 Ames Street (Broad Institute), 255 Main Street (formerly One Cambridge Center), 90 Broadway (formerly Four Cambridge Center), 355 Main Street (formerly Cambridge Center), and 70 Broadway (formerly Cambridge Center East Garage), as described in Application Documents.
Zoning:	Mixed Use Development (MXD) District: Kendall Center
Applicant:	Boston Properties Limited Partnership 800 Boylston Street, Suite 1900, Boston, MA 02199
Owner:	Various owners as listed in Application Documents.
Application Date:	September 18, 2018
Date of Public Hearing:	October 2, 2018; December 4, 2018
Date of Planning Board Decision:	December 4, 2018
Date of Filing Decision:	January 31, 2019
Summary of Proposal:	Major Amendment to an Infill Development Concept Plan (IDCP) (Sections 14.32.2.5 and 12.37) and Project Review Special Permit (Section 19.20) of the Zoning Ordinance to relocate commercial Gross Floor Area (GFA) of Building B from 250 Binney Street to 325 Main Street, relocate retail GFA from below grade to the ground floor or above grade (some retail will remain below grade), reallocate some Infill GFA from 145 Broadway to 325 Main Street, and revise the vehicle parking plan by reducing the number of new vehicle parking spaces constructed.
Decision:	GRANTED, with Conditions.

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

Authorized Representative of the Planning Board: Jeffrey C. Roberts

For further information concerning this Decision, please contact Liza Paden at 617-349-4647, or lpaden@cambridgema.gov.

DOCUMENTS SUBMITTED

Application Documents and Supporting Material

1. Planning Board Special Permit application filed with the City Clerk's Office on September 18, 2018, including: Cover Sheet, Dimensional Forms; Addendum to Dimensional Form, Existing Open Space calculations, Proposed Open Space, Ownership Certificate, Addendum to the Cover Sheet and Ownership Certificate. Infill Development Concept Plan Amendment dated 9/6/18 with the proposed development plan, regulatory context, open space plan, retail plan, transportation, infrastructure, environmental impacts, sustainability plan, phasing plan, design guidelines, and Appendix.
2. Presentation slides shown to Planning Board on 10/2/2018.
3. Infill Development Concept Plan Amendment Response to Comments dated 11/2/18 with attached documents including, *inter alia*, Response to Comments, Revisions, Blue Garage Roof Study Report and Shadow Studies.
4. Presentation slides shown to Planning Board on 12/4/2018.

City of Cambridge Documents

5. Special Permit Criteria for the MXD Infill Development Concept Plan Amendment, compiled by Community Development Department (CDD) staff.
6. Memo to the Planning Board from Katherine F. Watkins, City Engineer, dated 9/25/18.
7. Memo to the Planning Board from Joseph E. Barr, Director of Traffic, Parking and Transportation, dated 9/26/18 together with Transportation Analysis Update from VHB dated September 14, 2018.
8. Memo to the Planning Board from CDD staff, dated 9/26/18.
9. Memo to the Planning Board from Joseph E. Barr, Traffic, Parking and Transportation, dated 11/27/18.
10. Memo to the Planning Board from CDD staff, dated 11/28/18.

Other Documents

11. Letter to the Planning Board from Charles T. Hinds, East Cambridge Planning Team, dated 10/1/18.
12. Design Review Notes from Charles Redmon, dated 9/19/18.
13. Memorandum from Tom Evans, Cambridge Redevelopment Authority, dated 9/27/18.
14. Memorandum from Cambridge Redevelopment Authority staff, dated 11/30/18.

APPLICATION SUMMARY

Section 14.32.2 of the Zoning Ordinance provides that the distribution of new development within the MXD District above and beyond three million, three hundred and thirty three thousand (3,333,000) square feet of Gross Floor Area (GFA), referred to as Infill GFA, must be described through the preparation of an Infill Development Concept Plan (IDCP) that would be subject to review and special permit approval by the Planning Board. The IDCP is required to include a program for current and future development, a site plan for all proposed new development including Innovation Space and Active Ground Floor Uses, a summary of current and proposed future uses on building sites, a development phasing plan, a transportation impact study, a housing program, an open space plan, a street and public infrastructure improvement plan, a plan illustrating proposed building scale, height and massing with studies of potential environmental impacts and mitigation measures, a set of urban design guidelines, proposed modifications, if any, to the development plans then approved pursuant to the Massachusetts Environment Policy Act (MEPA) and an update on implementation of required mitigations from MEPA, a sustainability plan and a Retail Plan. Special permit approval of the IDCP satisfies the Project Review Special Permit requirements (Section 19.20) for development authorized within the IDCP, with future building phases subject to continuing design review in accordance with a process set forth in the special permit conditions.

This is the first proposed amendment to the IDCP that was approved in early 2017, which approved the addition of 400,000 square feet of residential Infill GFA and 540,000 square feet of commercial Infill GFA mostly in the portion of the MXD District north of Broadway, east of Galileo Galilei Way and south of Binney Street. The approved IDCP includes four new buildings on four sites, to be developed in three phases. Phase 1, a commercial building at 145 Broadway, is under construction. Phase 2 includes both a commercial building at 250 Binney Street and a residential building on the northern side of Broadway, attached to the existing Blue Garage. Phase 3 consists of a smaller residential building on the southern side of Binney Street, also attached to the existing Blue Garage. Specific site and open space improvements are associated with each phase. To meet the applicable zoning requirements, new “innovation space” will be created within an existing building at 255 Main Street.

The proposed amendment eliminates the proposed “Phase 2” commercial building at 250 Binney Street, retaining the existing lower-scale building on that site, and instead proposes constructing a comparable amount of net new commercial square footage by demolishing and replacing the building at 325 Main Street. The proposed amendment would also substantially reduce the number of parking spaces from the approved IDCP. There will be relatively modest changes in the mix of commercial uses, but no modifications to residential development or overall phasing are proposed.

FINDINGS

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

Section 14.32.2.5 of the Zoning Ordinance provides the following guidance in making the Board’s findings:

Amendments. Major or Minor Amendments to the Concept Plan may be approved as set forth in Section 12.37 of the Zoning Ordinance after review and approval by the CRA, with Major Amendments requiring the granting of a special permit by the Planning Board and Minor Amendments requiring a written determination by the Planning Board. The conditions of the special permit may specify what types of modifications would constitute Major or Minor Amendments.

The applicable criteria are discussed in the following sections of these Findings.

1. Major Amendment to the IDCP Special Permit (Sections 12.37 and 12.36)

The Planning Board finds that the proposed amendment to IDCP is in general conformance with the criteria set forth in Section 12.35.3, as explained in detail below.

The Development Proposal

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

The amended IDCP remains in conformance with the provisions of Article 14.000 of the Zoning Ordinance as they were most recently amended by the City Council in 2015. The proposed development modifications conform to the provisions of Section 12.50 in relation to roadways, utilities and public works, landscaping and environmental performance standards.

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

The MXD District is a special zoning district with specific requirements in Article 14.000 intended to allow a diversity of land uses in close proximity, within a limited area; to promote a balance of land uses; to facilitate development proposals responsive to current and future market conditions; to facilitate integrated physical design; and to encourage interaction among activities located within the District. The zoning amendment adopted by the City Council in 2015, based on the 2013 Kendall Square Planning Study,

expanded the capacity for development in the MXD District to allow additional commercial and residential development with a required residential component, including ground-floor retail and active uses, Innovation Space that would be available to smaller companies on more flexible terms than otherwise found in the commercial market, and improvements to open space and the public realm.

The proposed amendment moves the site of one of the commercial buildings to a location that was identified as a potential redevelopment site in the 2013 Kendall Square Plan. As indicated by the Applicant, the proposed change would enable a timely advancement of the second commercial phase of the project, which will in turn enable the advancement of the desired first residential phase. The proposed amendment would also reduce parking for commercial uses, which is consistent with the transportation objectives of the Kendall Square Plan. All other significant elements of the IDCP remain unchanged.

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

On the whole, the proposed amendment to the IDCP will continue to provide a net benefit to the city regarding the considerations below. In addition to the specific considerations set forth in Section 12.35.3, the IDCP will continue to provide benefits required in the ~~2015 zoning amendment and related commitments~~ These benefits include required residential development that will be delivered before or simultaneously with the phases of commercial development that will provide housing affordable to low, moderate and middle income households, and homeownership opportunities at all income levels. The Applicant has indicated that commercial redevelopment of the 250 Binney Street site will not be feasible for many years, and that relocating the commercial development to another site is necessary in order to enable the required residential development. Other benefits as described by the Applicant include affordable housing units, middle-income housing units, homeownership units, and housing fund contributions per zoning requirements, Innovation Space exceeding zoning requirements, transportation and open space enhancements, retail improvements, and the significant payment of development fees to the Cambridge Redevelopment Authority (CRA) that are used for additional community development activities.

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

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

The development proposed within the IDCP will continue to include a mix of residential, office, laboratory and retail uses through the redevelopment of existing building sites. New buildings will be of a high quality, in accordance with the design guidelines included within the IDCP and will be subject to continuing design review by the Planning Board and the CRA.

The Board acknowledges that the modification to the site plan will result in a taller building due south of the Kendall Rooftop Garden, which is privately owned but is required by covenant to be used as public open space. Despite the impacts of increased shadows and loss of views that may be caused by the building, the plan amendment proposes improvements to the garden's design and programming as well as a new public stairway and elevator connection from the Kendall Square Plaza to the garden, which will enhance its use and provide a new and different public realm asset for the district. The amended plan also includes public restrooms and other amenities. Therefore, the Board finds that the proposed improvements compensate for the anticipated impacts of the project on the garden.

(b) traffic flow and safety

The IDCP amendment is not expected to have a substantial adverse impact on traffic flow and safety, as discussed further below in the transportation impact findings related to Section 19.20. The proposed amendment reduces overall parking for commercial uses, which is consistent with the intent of the Kendall Square plan and the adopted zoning to reduce traffic impacts of new development

(c) adequacy of utilities and other public works

The proposed amendment to the IDCP has been reviewed by the Department of Public Works (DPW), which provided a communication to the Planning Board dated September 25, 2018, indicating that the development will be able to meet applicable standards for utilities and public works. Formal complete engineering review will be undertaken by the DPW at each phase of the development, at the time of the Building Permit Application, to confirm that all DPW Standards have been met

(d) impact on existing public facilities within the city

Aside from the issues mentioned above, the proposed modifications are not anticipated to result in any additional impact on other public facilities. Public utilities and infrastructure will be improved in concert with the development proposed on individual building sites.

(e) potential fiscal impacts

The proposed modifications are not expected to result in negative fiscal impacts for the project or the City.

2. Project Review Special Permit (19.20)

The Planning Board finds that the proposed amendment to IDCP is in general conformance with the Project Review Special Permit criteria set forth in Section 19.20 of the zoning ordinance, as explained in detail below.

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

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

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

The Applicant submitted a detailed transportation analysis, which was reviewed by the Traffic, Parking and Transportation Department (TP&T) as a supplement to the project's original Transportation Impact Study (TIS). As communicated in a memorandum from TP&T dated September 26, 2018, the amendment creates minimal changes to the trip generation estimates. The increase in office space and decrease in retail space generates a minor increase in morning peak hour vehicle trips with little to no change for the evening peak hour. The number of transit, bicycling, and walking trips have minimal change as the updated trip generation analysis assumed the same mode shares as the original TIS.

The Planning Board received additional communications from TP&T on November 27, 2018 containing a specific set of recommended mitigation requirements to be implemented throughout the phases of the IDCP, which were found to be agreeable to the Applicant and

were accepted by the Planning Board. These recommendations mostly pertain to the proposed reduction in parking, to ensure that it is managed appropriately. TP&T supports the reduction in parking with implementation of a good parking management plan and promotion of non-vehicular modes of transportation in addition to improving the resiliency of the MBTA headhouse.

Therefore, upon consideration of the transportation analysis, the communications from TP&T, and the agreed-upon mitigation measures, the Planning Board finds that the development modifications proposed in the amended IDCP will not result in substantial adverse impact on city traffic in the area.

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

~~The Board finds that the amended IDCP, as proposed, remains consistent with the Urban~~ Design Objectives set forth in Section 19.30, along with the more specific plans and guidelines established by the City for the Kendall Square area. The Board acknowledges that the IDCP presents development in conceptual form, and therefore makes the below findings based on the overall master plan presented for the development. The detailed designs of proposed new buildings and site improvements will be reviewed further by the Board in accordance with the Conditions of this Decision and with the design guidelines submitted as part of the IDCP, which will also be subject to further review and refinement by CDD staff and the Planning Board

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

As discussed in the findings above, the IDCP continues to follow the extensive planning undertaken during the Kendall Square Planning Study. The proposed IDCP amendment continues the mixed-use development pattern that is prevalent in the MXD district, while providing improved retail at the street level in a major priority location, promoting a more pedestrian-oriented and bicycle-friendly streetscape, and improving public open space and connections.

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

The proposed amendment to the IDCP will shift development to a site with more transparent and welcoming ground floors than the existing buildings, and which is better suited to support new retail and active use spaces. The proposed site improvements will

also enhance the public realm for pedestrians and bicyclists with landscaping and furniture along the streetscape and within public open spaces on Main Street. The proposed new building site will feature pedestrian entrances at the most prominent locations and will provide bicycle parking facilities in accordance with city standards. Proposed improvements and connections to the rooftop garden will improve the relationship between development on that site and its surroundings.

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

The IDCP contains studies of anticipated wind, shadow and noise impacts from proposed new development. The Planning Board also reviewed more specific impact studies as part of the design submission for the proposed development at 325 Main Street. Approaches to manage environmental impacts are also included in the design guidelines for the IDCP, which are subject to further review and refinement, and the specific environmental impacts of each proposed building will be considered in more detail through the continuing design review process for that building.

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

As previously noted in these findings, the modifications to the IDCP have been reviewed by DPW and are expected to meet all applicable standards for infrastructure and utilities, subject to further engineering review of each proposed building. New development will also be subject to sustainable design requirements and will employ measures set forth in Section 14.74 of the Zoning Ordinance and in greater detail in the Sustainability section of the proposed IDCP, which are based on the enhanced sustainability recommendations of the Kendall Square Planning Study.

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

The IDCP, in concept, would continue to involve replacing two existing commercial buildings and adding two new residential buildings connected to the ends of an existing parking garage. The building to be demolished as part of this proposed amendment is not considered historically significant. The general scale and massing of the proposed new building on that site, as presented most recently to the Planning Board, has been designed to respond to the context of surrounding buildings and spaces. It will also result in a more pedestrian-oriented and transparent ground floor and provide new public connections to support the use of the rooftop garden.

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

The IDCP amendment proposes no changes to the approved residential development. As presented, the amendment will enable the residential phase of the plan to advance on a

faster timeline because this residential phase is timed to coincide with the next commercial phase. Without the amendment, which will allow the next commercial building to proceed in a more timely manner, it is uncertain when the residential phase of the plan would occur.

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

The IDCP amendment includes enhancements to existing public open spaces on Main Street, as well as improvements to the public rooftop garden space and enhancements to the streetscape surrounding the development site. The proposed public terrace connection will connect the plaza to the rooftop garden, and introducing extended hours of operation and programming as proposed will activate the space in the daytime and evening.

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

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

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

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

The requirements of the MXD zoning district will continue to be met with the proposed amendment.

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

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

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

The development continues to be consistent with the zoning requirements for the area and will not adversely impact the operation or development of adjacent uses, or the impacts will be mitigated as set forth above in these Findings.

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

The proposed uses will not result in any nuisance or hazard. The development will be required to conform to all applicable health and safety codes as well as measures recommended by DPW to meet resiliency requirements.

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

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

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

The development continues to be consistent with the Citywide Urban Design Objectives, as set forth further above in these Findings.

DECISION

Based on a review of the Application Documents, testimony given, and comments made at the public hearings, and the above Findings, the Planning Board hereby GRANTS the requested Major Amendment to the Infill Development Concept Plan (IDCP) in the MXD District granted by Planning Board Decision #315, subject to the following conditions and limitations. Hereinafter, for purposes of this Decision, the Permittee shall mean the Applicant for the requested Major Amendment and any successor or successors in interest.

All Conditions set forth in Special Permit Decision PB-315 and attached Appendices A-H (“Original Decision”), filed March 20, 2017, shall continue to apply except as modified below.

1. The Approved Development Plan shall be modified in accordance with the IDCP Amendment dated September 6, 2018 and supplemental materials dated November 2, 2018. The following specific modifications are approved:
 - (a) The Site Development Plan shall be modified by deleting the reference to 250 Binney Street as “Commercial Building B” (Condition 1.b.ii. of Original Decision). Instead, 250 Binney Street shall remain in its current use and “Commercial Building B” shall ~~henceforth refer to 325 Main Street and this Amendment shall authorize the demolition of~~ the existing commercial building containing approximately 118,965 square feet of GFA and the construction of a new commercial building containing approximately 387,187 square feet of GFA. The Planning Board hereby approves the height, setbacks, and massing of the new commercial building as set forth in concept in the supplemental Application Documents dated November 2, 2018. The building shall be subject to Design Review procedures set forth in Condition 3 of the Original Decision, along with other applicable Conditions set forth in the Original Decision and further below in this Decision.
 - (b) The Site Development Plan shall be modified by changing the authorized GFA of the new building authorized at 145 Broadway (Commercial Building A) from 453,768 square feet to 441,624 square feet (Section 1.b.i. of Original Decision), corresponding to an increase in the net new commercial GFA in Commercial Building B. There shall be no change in the total aggregate net new commercial or residential GFA.
 - (c) The Aggregate Development Plan shall be modified to authorize an increase in retail GFA from approximately 19,366 square feet to approximately 53,637 square feet, of which approximately 42,300 square feet is existing retail space to be demolished and reconstructed at 325 Main Street (Conditions 1.a.v. and 6.c. of Original Decision).
 - (d) The Aggregate Development Plan shall be modified to authorize the creation of 413 net new parking spaces and to reduce the total approved number of off-street parking spaces in the district from 3,493 to 3,121. One new below-grade parking garage shall be constructed and the three existing above-grade parking garages shall be retained, with

modifications to provide more efficient self-parking striping and the provision of managed/valet spaces (Section 1.a.x. of Original Decision).

- (e) The Aggregate Development Plan shall be modified to authorize an increase in the minimum long-term bicycle parking spaces from 633 to 685 and in the minimum short-term bicycle parking spaces from 102 to 122 (Section 1.a.xi of Original Decision).
2. The Open Space Plan shall be modified in accordance with the IDCP Amendment dated September 6, 2018 and supplemental materials dated November 2, 2018. The following specific modifications are approved:
- (a) In conformance with the requirements of the zoning district, the total public open space in the district shall be approximately 277,612 square feet (Condition 2.b. of Original Decision) and the total open space in the district shall be approximately 457,104 square feet (Condition 2.c. of Original Decision). Approximately 63,064 square feet of open space shall be provided in the Ames Street District, exceeding the minimum zoning requirement of 50,000 square feet.
 - (b) In accordance with the relocation of Commercial Building B from 250 Binney Street to 325 Main Street, ~~open space improvements approved on the site of 250 Binney Street~~ are no longer required. However, in accordance with the supplemental Application Documents dated November 2, 2018, the Open Space Plan shall include improvements to the Kendall Square Rooftop Garden including the provision of a public stairway and elevator connection between the Kendall Plaza to the rooftop garden in general accordance with the concept plans and illustrations set forth in the Application Documents dated November 2, 2018 but subject to additional improvements to be reviewed and approved through the Design Review process in accordance with the procedures set forth in Condition 3 of the Original Decision, and other applicable conditions set forth in the Original Decision and further below in this Decision. Such improvements shall be a component of Phase 2 development and developed in tandem with the 325 Main Street building.
3. The Traffic and Infrastructure Improvements required in the Original Decision (Condition 5. and Appendix E.) shall be supplemented by the following Conditions as recommended in the memorandum from the Traffic, Parking and Transportation Department (TP&T) dated November 27, 2018:
- (a) The Permittee shall implement a parking management practice or plan that permits parkers to pay by the day, instead of monthly, to encourage commuters not to drive every day, and shall offer this or a comparable program to tenants of the KSURP MXD Infill Development Concept Plan. The specifics of the program shall be reviewed by TP&T, and the Permittee shall include an evaluation of the effectiveness of this program on reducing daily parking demands in the Permittee's required annual transportation monitoring reports as set forth in the Original Decision.

- (b) The Permittee shall implement a real-time parking availability system, in coordination and as approved by TP&T, the Community Development Department (CDD) and the Cambridge Redevelopment Authority (CRA). The purpose of the system would be to inform parkers (primarily daily/transient parkers) when parking garages are closed and to let them know where there are available parking spaces at the Permittee's other parking facilities, and potentially at other commercial parking facilities in the area, to minimize drivers "circling" around Kendall Square looking for parking. The system shall be operational prior to the issuance of a Certificate of Occupancy for Commercial Building B unless TP&T provides written approval for an alternate timeframe. The Permittee shall allow TP&T, CDD and the CRA to access the real-time parking occupancy data. The annual transportation monitoring reports should include parking demand data in a format approved by TP&T and CDD.
- (c) The Permittee shall entirely fund one large (i.e., 23-dock) public bicycle sharing station ("Bluebikes" or its successor system) to further support the public bicycle sharing system in Kendall Square and mitigate the impacts of additional development at 325 Main Street. Funding for the 23-dock Bluebikes station shall be provided prior to the issuance of a Building Permit for the 325 Main Street building. The City shall determine the exact location for the Bluebikes station, which may be on Main Street between Ames Street and Galileo Galilei Way.
- (d) The Original Decision requires the construction of up to \$400,000 in improvements to the MBTA Red Line Outbound Station on the north side of Main Street (Appendix E, "Transportation Mitigation Program and Monitoring Requirements," page 4). The Permittee, in its final design and agreements with the MBTA for improvements to the Red Line outbound headhouse, shall continue to be required to address the needed repairs at the headhouse and station as set forth in the Original Decision (separate from the above-grade headhouse reconstruction proposed by this Amendment), and shall refer to the MBTA's Site Inspection Report dated July 19, 2016 and prioritize use of the up to \$400,000 amount for addressing identified code compliance issues at the Outbound Station. The specific program of improvements to be made to satisfy this condition shall be approved by TP&T, CDD and the CRA prior to the issuance of the Certificate of Occupancy for the 325 Main Street building. However, provided that TP&T has certified in writing that the Permittee has made all reasonable efforts to meet this condition, a Certificate of Occupancy shall not be unreasonably withheld due to the failure to receive approvals from the MBTA for reasons that are not within the Permittee's control.
- (e) The current Condition of the Original Decision relating to the Permittee obtaining approval from the City and MBTA for MBTA Red Line Outbound Station improvements prior to the issuance of the Occupancy Permit for the first Commercial Building (Appendix E, "Transportation Mitigation Program and Monitoring Requirements, page 4) shall be amended to allow more time to determine what final improvements will be made to the Headhouse and station, and the due date(s) for construction of those improvements. Therefore, the timing of this item shall be subject to TP&T, CRA and MBTA approval,

but no later than the issuance of the final Occupancy Permit for the 325 Main Street building or as approved by TP&T.

4. The following additional conditions shall apply to the commercial component of Phase 2 development (325 Main Street and adjacent open space improvements), and shall be reviewed by the Planning Board during the Design Review process for those sites:
 - (a) Public restrooms shall be provided and maintained at the ground level of 325 Main Street as generally depicted in the Application Documents dated November 2, 2018. Other non-commercial public amenities should be explored as part of the design and programming of public and retail spaces in the building, which may include nursing pods, heating/cooling spaces, free public wireless internet connection, and other resources.
 - (b) The east-west public pedestrian easement, if it passes through a retail marketplace or atrium, shall nonetheless provide a reasonably direct and unimpeded path of travel for pedestrians who are not retail customers. The approximate path of travel shall be depicted in the ground floor plan. The easements shall be refined where necessary as set forth in the memorandum from CRA staff dated November 30, 2018.
 - (c) ~~The ground-floor retail space(s) at 325 Main Street shall provide direct pedestrian~~ entrances onto Main Street as generally depicted in the Application Documents dated November 2, 2018, although the exact locations may vary subject to approval through the Design Review process.
 - (d) As recommended in the memorandum from CDD staff dated November 28, 2018, in addition to consulting with CDD's Economic Development Division regarding marketing and tenanting efforts for retail spaces, as required in the Conditions of the Original Decision, the Permittee shall continue to work with the CRA, CDD, and other nearby property owners to make sure that the intended ground-floor retail uses are complementary to the other existing or planned retail in Kendall Square.
 - (e) The Innovation Space Plan approved in the Original Decision shall be supplemented by the plan for an "Opportunity Space" component described in concept in the Application Documents dated November 2, 2018 to fulfill the zoning requirement for "below-market" space. The programmatic and operational aspects of this space shall be reviewed by CRA and CDD staff on an annual basis. The Board recommends that the program should include a focus on underrepresented communities within the technology sector and Cambridge youth.
 - (f) The addition of canopy trees, as depicted in the renderings (but not the plans) in the Application Documents dated November 2, 2018, shall be incorporated into the rooftop garden design to the degree possible.
 - (g) Programmatic changes to the operation of the Kendall Square Rooftop Garden shall be implemented in accordance with the Application Documents dated November 2, 2018,

including the addition of lighting and the extension of evening hours until 11:00 P.M. for the months of June to September. Safety and privacy should be considered as the lighting plan is designed.

- (h) As recommended in the memorandum from CDD staff dated November 28, 2018, a comparable alternative plan shall be presented for the Board's approval in the event that approval is not granted by the MBTA for the terrace depicted on the roof of the Red Line outbound headhouse in the Application Documents dated November 2, 2018.
- (i) As recommended in the memorandum from CDD staff dated November 28, 2018, the following additional issues related to the building design shall be studied further in the Design Review process:
 - i. The current proposed line of the building footprint in relationship to the sidewalk space, to clarify whether there would be an adequate and urbane open space considering the number of building occupants and the expected increase in foot traffic within Kendall Square overall.
 - ii. The potential for the connection or "gasket" between 325 and 355 Main Street to be more clearly separated as a vertical slot between the two buildings. As currently proposed, there appears to be some overlap between the massing elements of both buildings, which reduces the ability of the gasket to act as a clearly differentiated zone and to celebrate entry into the pedestrian connection.
 - iii. The step-back distances between the stacked volumes should also be considered, to respond to the K2 Design Guidelines encouraging a more tapered built form as buildings rise in height.
 - iv. The potential for a more vertical grain, as called for in the K2 Design Guidelines, to create slender vertical proportions that help mitigate the sense of bulk and horizontality of buildings when perceived from the pedestrian realm.
 - v. The width of the public stairway connection where it connects to Main Street, and its many turns, to ensure that the stair is generous and direct enough to feel welcoming to all, and to ensure that the ground level landing of the stair at the southeast corner of the building is given enough space to clear the path of the foot traffic at the sidewalk.
 - vi. The location of the rooftop elevator access, which should have good visual and physical access from the plaza and Main Street.
 - vii. The width of the narrow alleyway between the MBTA headhouse and building, which may pose a safety and comfort concern.

- viii. Access to the MBTA headhouse coming from both the north and south, to ensure such access is convenient for all users.
 - ix. The design and character of public pedestrian connections throughout the site.
 - (j) As recommended in the memorandum from CRA staff dated November 30, 2018, the Applicant shall propose a plan for creative re-use of the trellis grid adjacent to Kendall Plaza.
5. The following conditions shall apply to the residential component of Phase 2 development, referred to as “Residential South”:
- (a) As set forth in the Application Documents dated November 2, 2018, the Permittee shall submit the required Design Review materials for the residential component of Phase 2 in the first quarter of 2019, following design review of the 325 Main Street site, if approved. If such materials are not provided within such timeframe, the Permittee shall present an updated timeframe to the Planning Board with rationale for the delay.
 - (b) As recommended in the memorandum from CDD staff dated November 28, 2018, the “uncomfortable” conditions identified in the wind study north of Broadway shall be investigated further to identify appropriate mitigating measures.
 - (c) While the Permittee has provided a feasibility study of recreational uses on the Blue Garage Rooftop to satisfy Condition 13.a. of the Original Decision, the Permittee shall provide a study of improvements to adjacent service drives with the Design Review submission for the residential component, as required in Condition 13.b. of the Original Decision.
6. In accordance with the Original Decision (Condition 13.c.) and comments made in the memorandum from CDD dated November 28, 2018, the Permittee shall continue to refine the Design Guidelines for the IDCP. As recommended in the memorandum from CDD staff dated November 28, 2018, the guidelines shall provide a broader emphasis throughout the document on the following topics:
- (a) Existing and proposed connections between the plaza and other spaces, and the ways the massing of new and existing buildings around the plaza will contribute to the plaza as a civically important place.
 - (b) The look and feel of pedestrian connections, and how these spaces will be perceived as public amenities and not simply part of the building lobby.
 - (c) Prioritizing the definition, activation, and interconnection of public spaces by way of built form and building programming, landscape design and programming, and the design of circulation systems.

7. As set forth in the Application Documents dated November 2, 2018, when the Volpe planning process has progressed to a point to definitively establish the most contextually appropriate connection between Broadway and the Kendall Plaza, the Permittee shall provide a study of a new north/south pedestrian connection through the Green Garage or Marriott hotel. Such study shall be provided no later than the time of the Design Review submission for Phase 3 development.

Voting in the affirmative to GRANT the Special Permit were Planning Board Members H Theodore Cohen, Mary Flynn, Hugh Russell, Tom Sieniewicz and Associate Member Corinne Espinoza, appointed by the Chair to act on the case, constituting at least two thirds of the members of the Board, necessary to grant a special permit.

For the Planning Board,

A handwritten signature in black ink, appearing to read "H Theodore Cohen", written over a horizontal line.

H Theodore Cohen, Chair.

A copy of this decision PB #315 shall be filed with the Office of the City Clerk. Appeals, if any, shall be made pursuant to Section 17, Chapter 40A, Massachusetts General Laws, and shall be filed within twenty (20) days after the date of such filing in the Office of the City Clerk.

ATTEST: A true and correct copy of the above decision has been filed on January 31, 2019 with the Office of the City Clerk, by Swaathi Joseph, duly authorized representative of the Planning Board. All plans referred to in the decision have been filed with the City Clerk on said date.

Twenty days have elapsed since the above decision was filed in the office of the City Clerk and:

_____ no appeal has been filed; or

_____ an appeal has been filed within such twenty days.

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

Date: _____, City Clerk

Appeal has been dismissed or denied.

Date: _____ City Clerk