

Minor Amendment #8

Special Permit #179



Presented by:

**DW NP Property, LLC and DW NP Q, R, V
Property, LLC c/o DivcoWest Real Estate
Investments**

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September 17, 2019

Ms. Catherine Preston Connolly, Chair
Cambridge Planning Board
344 Broadway
Cambridge, MA 02139

Via: Hand Delivery

Reference: Request for Minor Amendment Related to the New MBTA Lechmere Station
Cambridge Crossing
PB #179
Cambridge, Massachusetts

Dear Chair Connolly and Members of the Board:

DivcoWest Real Estate Services and its affiliates, DW NP Property, LLC and DW NP Q, R, V Property, LLC (collectively, "DivcoWest"), respectfully submit this Request for Minor Amendment to Special Permit #179 Major Amendment #6 (the "Special Permit").

Purpose

The objective of this requested Minor Amendment is to enable the essential next steps in the development of Cambridge Crossing ("CX"), and to realize the City's vision of a vital, mixed-use, transit-oriented new neighborhood. Specifically, the goal is to complete Parcels Q2 and R immediately adjacent to the new Lechmere Green Line Station and to maximize the activation of these key parcels (See Exhibit 1 for a photo of existing site conditions). This will finish the environment surrounding the Station at the earliest possible date, fill in key locations in the CX retail district and improve the quality of the experience at the Station for all residents, neighbors, and riders.

With this application for Minor Amendment, we are requesting that the Planning Board approve:

1. Utilization of provisions already included within the Special Permit designed to allow buildings on Blocks Q2 and R to be built in conjunction with the new Lechmere Station to precede Phase 2 buildings, and
2. A permitted nonresidential use other than hotel (specifically, office) on Parcel Q2, as a key measure to maximize transit utilization and activation at this key location, thereby supporting the viability of the retail district.

Three and a half years after DivcoWest acquired CX, the project has now taken significant strides toward realization of the goals set out by the City in the original NorthPoint Master Plan vision. We have accelerated construction of key mitigations measures ahead of schedule and made significant



commitments to support the Green Line Extension, around which the Master Plan vision was created. We believe we are now at a critical juncture in the development of this new neighborhood, and that the actions requested in this application are important to support and further the progress made to date.

Special Permit Goals and Development Strategy

The vision of the City of Cambridge for the redevelopment of the property now known as Cambridge Crossing is for a vibrant, transit- and bicycle-oriented, mixed-use community oriented around the new Lechmere Green Line Station, utilizing the Green Line Extension (as well as the existing Orange Line Community College Station) to maximize transit ridership and minimize automobile traffic. The CX Master Plan provides for a mix of residential, commercial, and retail uses, with the retail concentrated near the center of the project along North First Street. The key open spaces bracket the retail core and the quality of both the retail and the open space is enhanced by the interaction and blending of activities in each.

A recurrent theme throughout the Special Permit is the emphasis on ensuring that this new section of the city is vital and functioning as an urban neighborhood at each stage of development. Paragraph 5 of the Decision approving the 2016 Major Amendment states in part:

“It is the intention of the following conditions and limitations to ensure that at each stage of development of the Master Plan, a coherent and viable residential and commercial community is established that does not depend on future construction and improvements for its long-term success.”

At the current stage of development, with buildings on Parcels JK, G, H, EF, Q1, W, and I to be completed by 2022 or sooner, in addition to the previously-completed buildings on Parcels S, T, and N, and with the critical retail component about to become reality for the first time, we believe it is essential to fortify that progress by building the structures on Parcels Q2 and R, thereby connecting CX to the new Lechmere Station, the East Cambridge neighborhood, and the city beyond. Please see Exhibits 2, 3, 4 and 5 for illustrations of the sequence of conditions during the completion of reconstruction of Monsignor O’Brien Highway and development of Parcels Q2 and R.

Blocks Q2 and R and the New Lechmere Station

The Cambridge Crossing Master Plan has always been centered around the planned Green Line Extension (“GLX”) and the new Lechmere Station, which is to be relocated to its new site within the CX project, adjacent to Blocks Q and R. The CX Master Plan is designed to maximize site activation near the station, with the retail district concentrated along North First Street adjacent to the station site. Parcels Q1, Q2, and R, with retail establishments in closest proximity to the station, will be critical to creating a station environment that is convenient and attractive. Enhancing the station environment, in turn, will enhance the attractiveness of the transit experience for all users and maximize transit ridership.

The Special Permit has always recognized the importance of these sites and, accordingly, includes provisions designed specifically to allow buildings on these blocks to proceed ahead of Phase 1A and 1B buildings.



Paragraph 5.c. of the Special Permit Decision provides:

*“No building permit may be issued for building construction in Phase 2 until all buildings and associated facilities are under construction in the preceding Phases. No Occupancy Permit may be issued for any building in Phase 2 until an Occupancy Permit has been issued for all buildings in the preceding Phases and all associated improvements in preceding Phases have been completed, except as may be specifically approved by the Planning Board as a Minor Amendment. **However, a building permit may be issued at any time for buildings on Blocks Q2 and R to be constructed in conjunction with the construction of the relocated Green Line T Station.**” (Emphasis added)*

Similarly, Paragraph 5.e.(ii) states in part:

*“No Building Permit may be issued for any building in Phase 2 **(except for buildings on Blocks Q2 and R associated with the relocation of the Green Line T Station)** until: (1) The Station has been relocated to the north side of [O’Brien Highway], and (2) [the Water Street extension has been completed].” (Emphasis added)*

Noting the importance of creating an attractive, functioning environment around the new Station, Paragraph 12.c.(iv) says:

“It is essential that the at-grade environment at these locations [Blocks I, Q1, R, and W, as well as N, at the Brian Murphy Staircase] be attractive and lively and inviting to pedestrians from within and without the district.”

NorthPoint/CX Development History and the Essential Role of Retail

Prior to DivcoWest’s acquisition of the property then known as NorthPoint, only three buildings had been built in the approximately 13 years since the Master Plan had first been approved. All these buildings were residential, and the Master Plan vision of a mixed-use, amenity-rich environment had not yet been realized. Although a total of 694 residential units had been developed, without the daytime activation of commercial space and a critical mass of on-site population, the site remained devoid of retail. As a result, and despite years of effort by previous developers, the site had also failed to attract commercial tenants, for whom quality, viable retail is an essential amenity in an urban location.

The Special Permit also makes particular note of the importance of retail and of the importance of all-day site activation to support retail businesses:

“A major, positive aspect of the Master Plan is that it proposes a truly integrated mixed-use neighborhood in which office uses will provide a daytime injection of activity, which will help to support the retail component of the plan that is in turn essential to support the livability of the neighborhood for residents.”



Nurturing a successful retail district is both the most critical and most challenging aspect of developing the CX site. A strong retail district is essential to attracting tenants to commercial buildings and to making CX an attractive place to live. Yet, without the population of multiple commercial buildings (as well as additional residential buildings) in place, the site has insufficient population for retail businesses to be viable. The CX site is inherently challenging from a retail standpoint. There is effectively no access from the north due to the commuter rail corridor, so the site must depend on customers within only half of a normal trade area. Even within that half (the East Cambridge neighborhood), the site is isolated by the O'Brien Highway, a significant pedestrian barrier. The Master Plan allows essentially no parking for retail, so merchants must depend exclusively on customers on-site, within walking or bicycling distance, and transit riders.

The Master Plan changes approved in the 2016 Major Amendment addressed these challenges and were fundamental to mitigating the risks, to the extent possible, to the viability of the retail district. The changes concentrated the retail district along North First Street, thereby creating critical mass, maximizing the proximity of the retail district to the new Station, and placing the on-site retail in the closest possible proximity to existing retail on First and Cambridge Streets. We also added three small retail buildings to the Master Plan. In addition to adding "human scale" elements, these smaller buildings allow us to build retail space independently of major residential or commercial buildings, and thereby deploy retail space more rapidly than would otherwise be possible. Finally, we created a second major open space, the Water Street Park, which in combination with the enhanced CX Common, will significantly enhance the appearance and activation of the retail district by melding it with beautiful and active open spaces.

Accelerating Connections between East Cambridge, CX, and the New Lechmere Station

DivcoWest began taking the first steps toward integrating the CX project into the fabric of the existing East Cambridge neighborhood even while the fate of the GLX hung in the balance during the temporary cancellation and funding crisis in 2015-17. It was our conviction that, especially if the GLX did not get built, the viability of Cambridge Crossing depended on creating the best possible connections to the existing East Cambridge neighborhood and all points on the opposite side of O'Brien Highway.

In September 2015, the MBTA announced that the GLX Project had been suspended due to budget overruns, and permanent cancellation loomed as a distinct possibility. The Master Plan vision of expanding transit access and creating a safe, multi-modal, amenity-rich node around the new station supporting transit users, pedestrians, and bicyclists was at risk.

The MBTA called upon cities and private entities for contributions to help make the project economically viable. Although employers throughout Kendall Square will benefit from the GLX, DivcoWest was the only private party to contribute, committing \$12.5 million to help ensure the viability of the GLX and partnering with the City of Cambridge, which also contributed \$12.5 million. We also agreed to a significant in-kind contribution to the new Lechmere Station through construction of the plazas on MBTA property around the station and maintenance of the plazas in perpetuity.



With this support and a cost-saving redesign effort, the GLX was able to proceed, and construction commenced in December 2017. Construction of the new Lechmere Station is now well underway, with completion to occur in mid-2020. The long-awaited commencement of GLX revenue service will follow in April 2021, according to public statements by the MBTA.

In addition to the direct contributions of \$12.5 million and plaza construction, we also agreed to changes in the Land Exchange Agreement (“LEA”) (The LEA is the contract with the MBTA that gave the developer the right to acquire the parking lot and the existing station parcel if, but only if, the GLX was built. It also provides the MBTA with easements and other rights without which the construction of the GLX would have been difficult or impossible.)

The possible cancellation of the GLX presented considerable risk to the viability of the CX Master Plan. Confronted with those risks, we continued to press forward with development efforts and contingency plans (e.g., the renegotiation of the LEA to allow acquisition of the MBTA parking lot even if the GLX never went forward). Fortunately, the GLX situation was resolved favorably and now operation of the new, extended Green Line is nearly imminent. With the funding crisis thankfully in the rear-view mirror, we believe now is the time to advance completion of the environment surrounding the new Lechmere Station as quickly as possible.

Parcels Q and R have been Phase 2 parcels since the inception of the then-NorthPoint project because the land comprising them was owned by the MBTA (these parcels were formerly the MBTA parking lot), and as such wouldn't be available for development until they were transferred from the agency to the developer. The terms of the LEA in place when DivcoWest acquired the CX property provided that this would occur only after completion of the new station and commencement of revenue service. If the GLX was never built, the developer would never be able to acquire these critical parcels.

However, after the GLX funding crisis, which occurred immediately after we acquired NorthPoint, we renegotiated the LEA, so that we could acquire the MBTA parking lot (the Q and R parcels) in June 2017 rather than either a) never, if the GLX cancellation became permanent, or b) 2021, as we now know the revenue service date to be. This allowed the immediate closure of the MBTA parking lot, four years earlier than otherwise would have been possible. In addition to achieving a long-held goal of the City of Cambridge and significantly reducing automobile trips in the area, closure of this approximately 360-space parking lot eliminated significant visual blight. We invested capital in the accelerated acquisition of these ‘gateway’ parcels as a first step toward improving the aesthetic condition of the “front door” of CX, allowing the early construction of the initial segment of North First Street and development of these critical sites even if faced with permanent GLX cancellation.

We have also accelerated infrastructure mitigation work. The Special Permit provides for phasing of the buildings within the project to ensure the delivery of key infrastructure and mitigation measures at appropriate intervals in the development. Principal among these measures is the reconstruction of Monsignor O'Brien Highway (“MOB”) between the intersections at Third Street and Museum Way, including reconstruction of the MOB/First Street/Cambridge Way intersection, enhancement of pedestrian crossings, and addition of elevated cycle tracks on MOB and bike lanes throughout the



project. Phase 2 buildings can be occupied only after the reconstruction of MOB is complete, including the demolition of the existing Lechmere Station and the extension of First St. into the CX property.

The initial phase of MOB reconstruction, from Third Street to Water Street, will be completed in the Fall of 2019, at least two years sooner than required under the Special Permit (the Special Permit requires this work to be completed before ISD issues the first Certificate of Occupancy for a Phase 1B building, which will occur no earlier than 2021). This MOB reconstruction provides two new pedestrian crossings connecting the East Cambridge neighborhood to the new Lechmere Station, which will make crossing the highway significantly safer and more comfortable.

We also elected to build the initial segment of North First Street (between Parcels R and Q1, from the O'Brien Highway to Morgan Avenue) and its connection to the Highway as quickly as possible after acquiring Parcels Q and R. This segment was completed in 2017, so the North First Street connection to MOB is already in place and ready to receive traffic.

The plans for the reconstruction of O'Brien Highway, including the First Street extension and connection to North First Street, have been fully designed and the 100% design has been submitted to the City. We plan to commence the reconstruction of MOB between Water Street and Museum Way in phases beginning in 2019. Final completion of the last phase of construction, which will be the demolition of the existing Lechmere Station and construction of the segment of First Street extending to MOB and North First, will occur immediately upon acquisition by DivcoWest of the existing Lechmere Station parcel. As noted earlier, this acquisition will occur upon commencement by MBTA of revenue service in April 2021, which would then allow completion of this final segment of the MOB reconstruction by the end of 2021.

Additional Proposed Mitigations During MOB Construction

The required reconstruction of Monsignor O'Brien Highway (other than the Third to Water segment, which will be completed shortly) will commence later this year and is scheduled to be completed, pending MassDOT approvals, by the end of 2021. While the rebuilt roadway, when finished, will deliver meaningful benefits to East Cambridge residents, including safer crosswalks and cycle tracks, we recognize that the period of construction will be disruptive. We are proposing the following additional mitigation measures in an effort to minimize the inconvenience to East Cambridge residents and occupants of the Q2, R and other CX buildings who would cross MOB to visit open spaces, Lechmere station and the retail in Q2, R and other CX buildings:

1. Crossing guards. We will provide crossing guards during commute hours at the Water Street and First Street intersections at MOB throughout the construction period at those locations.
2. Pedestrian shelter near the Station. To provide additional weather protection, we will provide a temporary pedestrian shelter throughout the construction period, at a specific location to be determined in consultation with the neighborhood, City and MassDOT.



We believe these measures will make crossing MOB and using the new Station as safe and comfortable as possible. We are also making every effort to plan and coordinate the construction process to minimize inconveniences and to complete the construction in the shortest possible period of time.

Bicycle Center Update

A Phase 2 mitigation measure in the Special Permit requires that a Bicycle Center, including a Hubway (Blue Bikes) station, long-term storage, and repair facilities available to the public, be completed on Parcels Q, R, and/or V before the new MBTA station is operational. We are incorporating the Bicycle Center into Parcel Q1, adjacent to the new MBTA station and bus loop, and proximate to the Blue Bike stations on Parcels I and R. Parcel Q1 is scheduled for completion in 2020 before the new MBTA station is operational.

The Bicycle Center will include a bicycle repair station, public toilet rooms, a shower, lockers and changing rooms. We will go beyond these requirements by also including a bicycle battery charging station, bicycle part vending machine, tire/tube recycling facility, bicycle air pump, and public water fountain/bottle fill station. In light of the 228 bicycle parking spaces provided by the MBTA with the new station, we are proposing that the Bicycle Center will include 7 long-term bicycle parking spaces rather than the 250 spaces stated in the original 2003 PTDM. This will provide a total of 235 spaces in addition to the more than 640 short-term and 2900 long-term spaces that are being constructed within Cambridge Crossing. If in the future there is additional demand for bicycle parking, the Planning Board can require us to build additional bike parking spaces, up to the 250 total spaces in the original PTDM. However, we believe that the 235 spaces will be more than enough to meet demand, and that the available area would be best used by maximizing the size of the Station Plaza. The Bicycle Center is described in Exhibit 7.

The Bicycle Center will be a complement to the extensive bicycle infrastructure at CX, and will encourage and support bicycle commuters, thereby contributing to further reductions in automobile traffic in the area.

Current Development Status and Next Steps

Fortunately, the changes to the Special Permit embodied in Major Amendment No. 6 and described earlier have worked well. Building W, the architecturally distinctive centerpiece of the public realm now under construction, has been leased to two outstanding restaurant operators. Both fit exactly the merchant profile we had targeted from the beginning: they are local, independent merchants with proven high-quality offerings and broad appeal. We are supporting these businesses through favorable lease terms, without which attracting businesses to a pioneering, not-yet-viable retail location would not be possible. The retailers, in turn, are risking their capital, time, and energy in the belief that the Master Plan will ultimately be successful, and the on-site population will support their businesses and others to come.

In addition to this initial retail success, we are also pleased to report the following development progress at CX:



1. The second of the three small retail buildings, on Parcel Q1 adjacent to the new Lechmere Station, has just broken ground and will be completed in the Spring of next year. As noted above, this building will house the indoor portions of the Bicycle Center. The remainder of the space in this building is not yet leased.
2. The first commercial building (Parcel JK), which we started in May 2017, is substantially leased and will be completed and occupied by early next year. This building includes 15,800 square feet of ground-floor retail, an essential complement to Buildings W and Q1. The total amount of retail space between these three buildings is about 40,700 square feet. This is a good start, but not sufficient to ensure viability of the district. Among our highest priorities is the delivery of additional retail space on Parcel I, as well as on Parcels Q2 and R, the subjects of this requested Minor Amendment.
3. We have commenced construction on two additional commercial buildings (Parcel G and H). These buildings are fully leased.
4. We have received a building permit from the city of Somerville for a fourth commercial building (Parcel EF) and have now broken ground on that building.
5. We have submitted for a building permit for Parcel I, which includes a 468-unit residential building and the second major open space, the Water Street Park. Upon completion, this will bring the total unit count on site to 1,162, including approximately 134 inclusionary units. With four residential buildings (S, T, N, and I) complementing four commercial buildings (JK, G, H, and EF), along with the first stage of the retail core, the site will have begun to achieve the promise of the Master Plan for the first time. Locating the Water Street Park at the far western end of the site, as close as possible to the existing neighborhood, will, we hope, make it attractive for East Cambridge residents to walk to CX and enjoy the open space and retail amenities. A key aspect of that connection is also the much-improved pedestrian crossings mentioned previously.
6. Renovations and enhancements to CX Common, the largest open space, will be completed later this year, making this public open space more usable and even more attractive than it was previously.
7. On-site infrastructure is nearly complete, as is most off-site infrastructure except for the reconstruction of MOB, which will be completed in the near future as discussed elsewhere in this letter.

In less than four years since we acquired the property, we are fortunate to have made a great deal of progress. We believe CX is now on its way to fulfilling the City's vision of a new and vital addition to the existing neighborhoods that make Cambridge the unique place that it is. We are now submitting this Minor Amendment request as we focus on the next steps that will be critical to nurturing this new neighborhood toward stability and long-term viability.

Maximizing Activation of Q2

Parcel Q2 is currently approved as a commercial development with 147,387 square feet of Gross Floor Area (GFA). Paragraph 4.c. of the Special Permit currently requires a hotel use on this site, but also specifically provides that the Planning Board may change this through a Minor Amendment:



“The Planning Board specifically allows the hotel use on Parcel Q2, as depicted in Exhibit A attached to this Decision, in accordance with Section 13.73 and the Findings set forth above. Such use shall be required unless the Planning Board grants a Minor Amendment to this Permit to allow an alternate, permitted nonresidential use.”

We believe that an alternative Commercial use at this location will contribute much more to the vitality of the retail district, the activation of the open spaces, and the utilization of alternative transportation modes (transit and bicycle) than will a hotel. For these reasons, we are requesting that the provision cited above be modified to allow other Commercial uses.

An office building would house 600 to 700 employees at typical densities, while a hotel on this site would have about 150-160 rooms, with generally one person per occupied room and an occupancy rate averaging perhaps 80%. The office employees would help support the food and beverage establishments and other merchants in the retail district, with office-generated retail demand from early morning through the dinner hour. The hotel, by contrast, would be largely empty during the day. By supporting and thereby increasing the viability and vitality of the retail establishments at CX, the office building would help make CX a more amenity-rich and pleasant environment for all users, including transit riders and East Cambridge residents.

A hotel would require a vehicular drop-off (porte-cochère or dedicated curbside space), which could only be accommodated along Morgan Avenue and which could materially impact on-street parking and traffic circulation in the area. The traffic levels and turning movements associated with the drop-off could also increase hazards for bicyclists.

A hotel could also generate higher demand for ride-sharing services, especially at peak AM and PM hours as hotel guests depart for and return from business appointments. This could adversely impact traffic flow on the streets around the station and generate additional traffic through the O’Brien Highway intersections. It could also adversely impact MBTA bus operations, which will be concentrated at the bus loop behind Q2, and impact access to the MBTA station on Water Street, Morgan Avenue, and North First Street.

For these reasons, an office use on Q2 will contribute significantly more toward fulfillment of the Master Plan vision than will a hotel, and will maximize the public benefits of the retail and open spaces comprising the CX public realm as well as the public investment in the GLX.

Traffic Mitigation

The use change and findings requested in this Minor Amendment can be effected without impacting or exceeding the peak trip thresholds established by the original 2003 Traffic Impact and Access Study (TIAS). With the exception of the requirements contained in Section 5.e.(i) (design of the First/Cambridge/MOB intersection) and 5.e.(iv) (completion of the new Station and the First Street extension), Phase 2 mitigation required by the Special Permit specifically exempts Parcels Q2 and R. Buildings Q2 and R, as well as the rest of Phase 1B buildings (C and L/M) can be completed while staying below the Phase 1 peak trip thresholds established by the original Traffic Impact Study, resulting in peak



traffic trips at a level lower than those originally approved by the Planning Board. (See Exhibit 7 – VHB Traffic Memorandum.)

This proposed Amendment therefore does not require any changes to Appendix II (Traffic and Transportation Requirements) or the timing of the delivery of traffic mitigation. As a result, no changes to Appendix II are required. (See Exhibits 8, 9 and 10).

Requested Minor Amendment and Other Actions

The actions we are requesting with this application are detailed in the table below.

Condition No.	Operative Language	Requested Action
4.c.	“Such use [hotel] shall be required unless the Planning Board grants a Minor Amendment to this Permit to allow and alternate, permitted nonresidential use.”	Minor Amendment to permit nonresidential uses other than a hotel on Parcel Q2. No language change required.
5.c.	“[A] building permit may be issued at any time for buildings on Block Q2 and R to be constructed in conjunction with the construction of the relocated Green Line T Station.”	Finding by the Planning Board that the commencement of construction on Parcels Q2 and R is being undertaken in conjunction with the construction of the new MBTA GLX Station.
5.c.	“No Occupancy Permit may be issued for any building in Phase 2 until an Occupancy Permit has been issued for all buildings in the preceding Phases and all associated improvements in the preceding Phases have been completed, except as may be specifically approved by the Planning Board as a Minor Amendment.”	Minor Amendment permitting issuance of Certificates of Occupancy for buildings on Parcels Q2 and R before all Certificates of Occupancy are issued for Phase 1A and Phase 1B buildings and before all improvements in such Phases are completed.
12.c.(iv)	None	Insert at the end of Condition 12.c.(iv), the following: “The Bicycle Center located within the improvements on Block Q or R shall be considered a Consumer Service Establishment pursuant to Section 4.35.c. of

		the Ordinance and shall satisfy a portion of the 75,000 square foot retail requirement set forth above.”
19.a.	<i>“A bicycle center consisting of a Public Bicycle-Sharing Station (Hubway) and facilities for bicycle repairs and long-term bicycle storage, shall be provided by the Permittee in one of the buildings constructed on Blocks Q1, Q2, R and/or V, or in another location approved by the Planning Board, and shall be operational when the relocated MBTA station is operational.”</i>	- Finding by the Planning Board that the location, configuration and arrangement of the amenities constituting the bicycle center as shown on Exhibit 7 satisfies the requirements of the Special Permit, subject to the proviso that the Planning Board may at any time require DivcoWest to construct up to 250 bicycle parking spaces.

Summary of CX Public Benefits to Date

As noted above, DivcoWest has already committed to significant new public benefits, in addition to accelerated mitigations associated with Phases 1 and 2 of the Special Permit:

- Contributing \$12.5 million towards construction of the GLX and the new MBTA Lechmere Station;
- Contributing in kind to the construction of the new Lechmere Station by building and maintaining in perpetuity plazas on MBTA-owned land surrounding the new Station on Blocks Q and R;
- Building the pedestrian plazas, roads and bicycle network surrounding the new Lechmere Station, and connecting these to the existing East Cambridge multimodal transportation network;
- Reconstruction of the Monsignor O’Brien Highway between Third and Water Streets, including two new pedestrian crosswalks that will connect the East Cambridge neighborhood to the new Lechmere Station; and
- Closing the MBTA parking lot by purchasing it from the MBTA more than four years earlier than would have been possible under the previously-existing agreement, fulfilling a long-held City of Cambridge goal, reducing automobile trips through the First St./Cambridge St./O’Brien Highway intersection, and removing blight.

Approval of this proposed Minor Amendment will provide additional public benefits, including:

- Conversion of the vacant lots surrounding the new Lechmere Station into urban fabric consistent with the CX Masterplan, to the benefit of all users of the station;



- Achieving integration of the new Lechmere Station with the East Cambridge neighborhood and the CX development much more quickly;
- Encouraging Green Line ridership by creating an inviting, attractive environment around the new Lechmere Station;
- Improving the utility, comfort, safety, and convenience of the station environment for all transit riders and neighborhood residents;
- Significantly increasing the on-site daytime population to support the critical retail district and public realm within CX through the change of use on Parcel Q2;
- Strengthening the entire First Street/North First Street retail corridor by creating a vibrant retail edge along Parcel R, strengthening the connection between CX and retail establishments on the other side of O'Brien Highway;
- Providing crossing guards during commuting hours at Water Street and First Street and a temporary pedestrian shelter throughout Monsignor O'Brien Highway construction;
- Accelerating the timing of an estimated \$2.4 million in commercial linkage payments to the City through the construction of the building on Parcel Q2; and
- Establishing bicycle center amenities on Parcel Q1.
-

Conclusion

This Minor Amendment will allow for the soonest possible development and enhancement of the environment around the new Lechmere Station, improve the comfort and safety of station users, improve the connection between the existing East Cambridge neighborhood and CX, enhance the experience of pedestrian travel from the existing neighborhood to the public realm at CX, and help ensure the viability of the critical retail establishments upon which the success of CX as a fully-integrated, mixed-use urban environment will depend.

The CX team looks forward to the opportunity to meet with the Planning Board to discuss this application. Thank you for your consideration.

Sincerely,

DIVCOWEST REAL ESTATE INVESTMENTS

A handwritten signature in blue ink, appearing to read "Mark Johnson", is written over a light blue horizontal line.

Mark Johnson, FAIA

Director of Development



Exhibits:

1. Existing Condition, dated August 3, 2018
2. Completed Lechmere Station without revised Land Exchange Agreement, dated September 17, 2019
3. Improvements resulting from renegotiated Land Exchange Agreement and accelerated mitigations, dated September 17, 2019
4. Condition During Completion of Monsignor O'Brien Highway, dated August 8, 2019
5. Parcels Q and R after First Street connection but without Minor Amendment, dated September 17, 2019
6. Parcels Q and R with Minor Amendment, dated September 17, 2019
7. Bicycle Center, dated September 17, 2019
8. VHB Traffic Memorandum, dated November 8, 2018
9. Appendix I, dated January 3, 2019
10. Revised Master Plan, dated October 3, 2018

CAMBRIDGE CROSSING

DEVELOPMENT STATUS TABLE

Phase 1a

Building	Use(s)	Approved GFA per Special Permit Appendix I	GFA approved thru Design Review	Project Status (i.e., Special Permit, Design Review Completed, Under Construction, Construction Completed)
N	Residential	394,000 Total	385,400 ¹	Construction Completed. Occupied.
	Retail	8,600	8,600	Construction Completed. Not Occupied.
S	Residential	112,398	112,398	Construction Completed. Occupied.
T	Residential	242,194	242,194	Construction Completed. Occupied.
JK	Office/Laboratory	371,828 Total	356,228	Under construction. Anticipated Completion Q1 2020.
	Retail	15,600	15,600	Under construction.
W	Retail	16,395	16,395	Under construction. Anticipated Completion Q1 2020.
Q1	Office	18,851 Total	10,318	Under construction.
	Retail	8,533	8,533	Under construction.
L	Residential	314,038 Total		Special Permit approval. Design Review timing TBD.
	Retail	None		Special Permit approval. Design Review timing TBD.
M	Residential	221,831 Total		Special Permit approval. Design Review timing TBD.
	Retail	3,000 (Required)		Special Permit approval. Design Review timing TBD.
I	Residential	397,102 Total	371,066	Building permit application has been filed with ISD. Construction commencement planned for Q3 2019.
	Retail	26,036	26,036	Construction to be complete 2022

¹ Development of Parcels N, S and T was completed before issuance of Major Amendment No. 6, and, therefore, the revision of Appendix I. As a result, Appendix I reflects the as-built GFA of each of N, S and T.

Phase 1b

Building	Use(s)	Approved GFA per Special Permit Appendix I	GFA approved thru Design Review	Project Status (i.e., Special Permit, Design Review Completed, Under Construction, Construction Completed)
G	Office/Laboratory	450,895	450,895	Under construction.
H	Office/Laboratory	365,110	365,110	Under construction.
EF	Office/Laboratory	419,529	419,529	Under construction.
C	Mixed-Use	382,746 Total		Special Permit approval. Design Review timing TBD.
	Retail	TBD (Allowed)		Special Permit approval. Design Review timing TBD.
U	Office/Laboratory	320,192		Special Permit approval. Design Review timing TBD.

Phase 2

Building	Use(s)	Approved GFA per Special Permit Appendix I	GFA approved thru Design Review	Project Status (i.e., Special Permit, Design Review Completed, Under Construction, Construction Completed)
A	Residential	93,971		Special Permit approval. Design Review timing TBD.
B	Residential	335,251 Total		Special Permit approval. Design Review timing TBD.
	Retail	TBD (Allowed)		Special Permit approval. Design Review timing TBD.
D	Mixed Use	306,491 Total		Special Permit approval. Design Review timing TBD.
	Retail	TBD (Allowed)		Special Permit approval. Design Review timing TBD.
Q2	Office/Laboratory	162,126 Total		Special Permit approval. Design Review timing TBD.
	Retail	1,801 (Required)		Special Permit approval. Design Review timing TBD.
R	Mixed Use	134,211 Total		Special Permit approval. Design Review timing TBD.
	Retail	17,660 (Required)		Special Permit approval. Design Review timing TBD.
V	Residential	186,695 Total		Special Permit approval. Design Review timing TBD.
	Retail	4,840 (Required)		Special Permit approval. Design Review timing TBD.

Special Permit #179, Condition 19.d.

Statistical Summary of Dwelling Units Constructed

Parcel	Total Residential Units	Approved GFA	Use(s)	All Residential Units							
				Studio		1 Bedroom		2 Bedroom		3 Bedroom	
				No. Units	Avg. SF	No. Units	Avg. SF	No. Units	Avg. SF	No. Units	Avg. SF
N	355	394,000	Residential Retail	74	501	180	732	85	1,030	16	1,392
S	99	112,398	Residential	0	--	94	921	5	1,285	0	--
T	230	242,194	Residential	40	663	138	878	51	1,044	1	1,923
I ¹	468	371,066	Residential	247	437	93	630	105	973	23	1315

Parcel	Affordable Residential Units	Approved GFA	Use(s)	Affordable Residential Units ²							
				Studio		1 Bedroom		2 Bedroom		3 Bedroom	
				No. Units	Avg. SF	No. Units	Avg. SF	No. Units	Avg. SF	No. Units	Avg. SF
N	41	394,000	Residential Retail	8	516	21	734	10	1,062	2	1,407
S	12	112,398	Residential	--	--	11	887	1	1,179	--	--
T	26	242,194	Residential	4	678	15	834	6	999	1	1,839
I	54	371,066	Residential	TBD	TBD	TBD	TBD	TBD	TBD	TBD	TBD

Issued: July 23, 2019

¹ Applicant filed a building permit application for the residential building on Parcel I with Cambridge ISD on May __, 2019, and anticipates commencing construction of the residential building in the third quarter of 2019.

² This chart assumes that these residential properties and affordable units are in compliance with the associated affordable housing covenants as on record at the Middlesex County Registry of Deeds (Parcel N: Book 61574 Page 442; Parcel S: Book 45918 Page 224; Parcel T: Book 46408 Page 98). Additional information regarding these properties is available from the Housing Department at CDD.



August 3, 2018

New station surrounded by vacant land

-MBTA Parking Lot would have remained until 2021

Three existing crosswalks

North First Street could not be built

No Crosswalk at Water Street

-Sidewalk north of Monsignor O'Brien narrow and uninviting

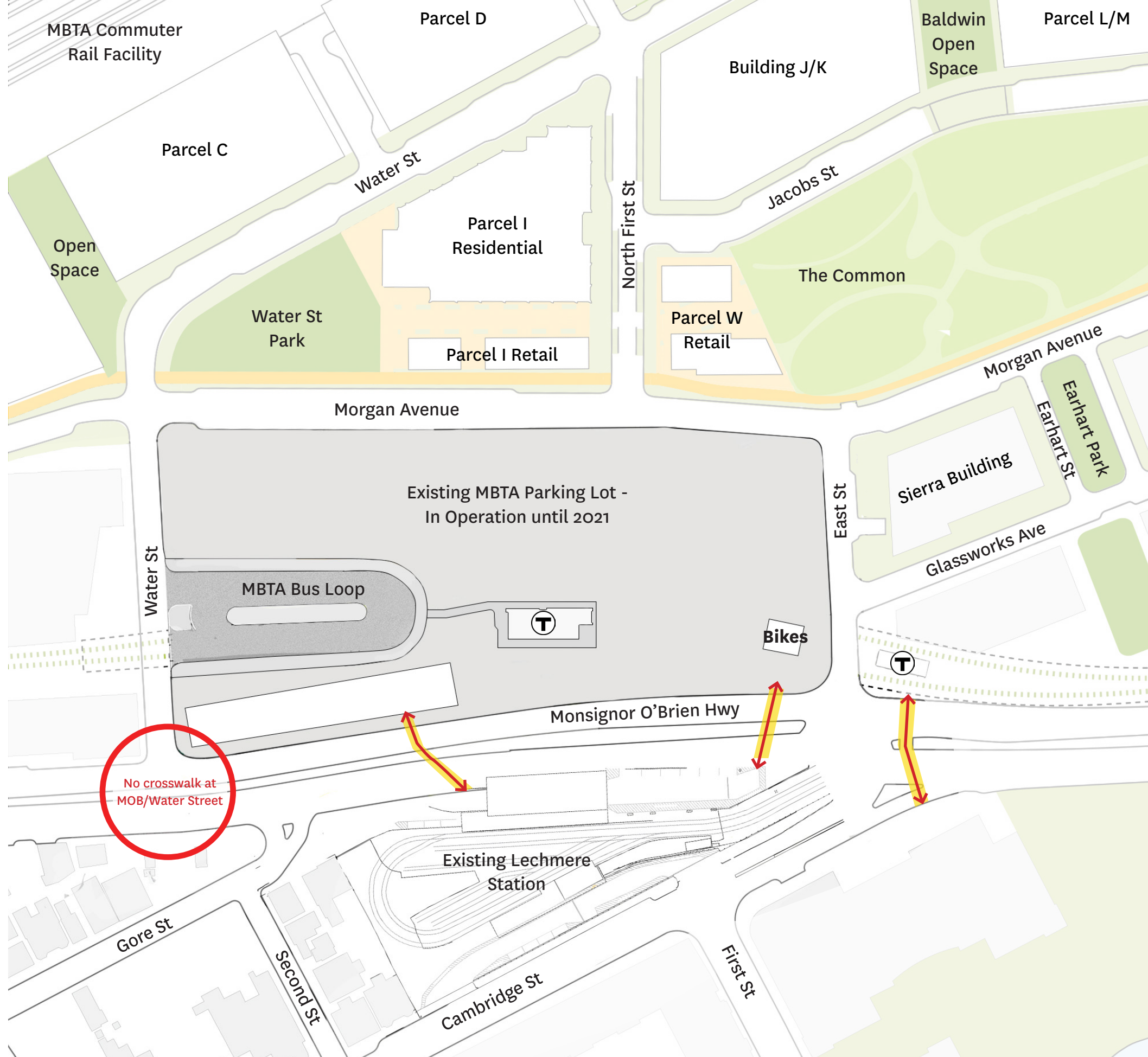


Exhibit 2: Completed Lechmere Station without revised Land Exchange Agreement

MVVA

17 September 2019



Improved Station environment

-But Q, R Parcels remain vacant

Parcel Q1 development made possible

-Now under construction

New crosswalk at Water Street

-Widened sidewalk improves pedestrian comfort and safety

North First Street - built and connected to MOB

MBTA Parking Lot closed in 2017

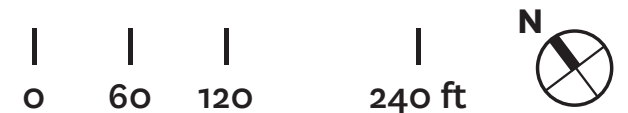
-Significant traffic reduction



Exhibit 3: Improvements resulting from renegotiated Land Exchange Agreement and accelerated mitigations

MVVA

17 September 2019



4 Crosswalks to be maintained at all times during construction

Crossing guards provided during Monsignor O'Brien Highway construction

Pedestrian shelter provided during construction



Exhibit 4: Condition During Completion of Monsignor O'Brien Highway

MVVA

17 September 2019



Vacant parcels remain adjacent to station

Parcel Q and R plazas remain unfinished

Retail remains isolated from First Street and Cambridge Street connections

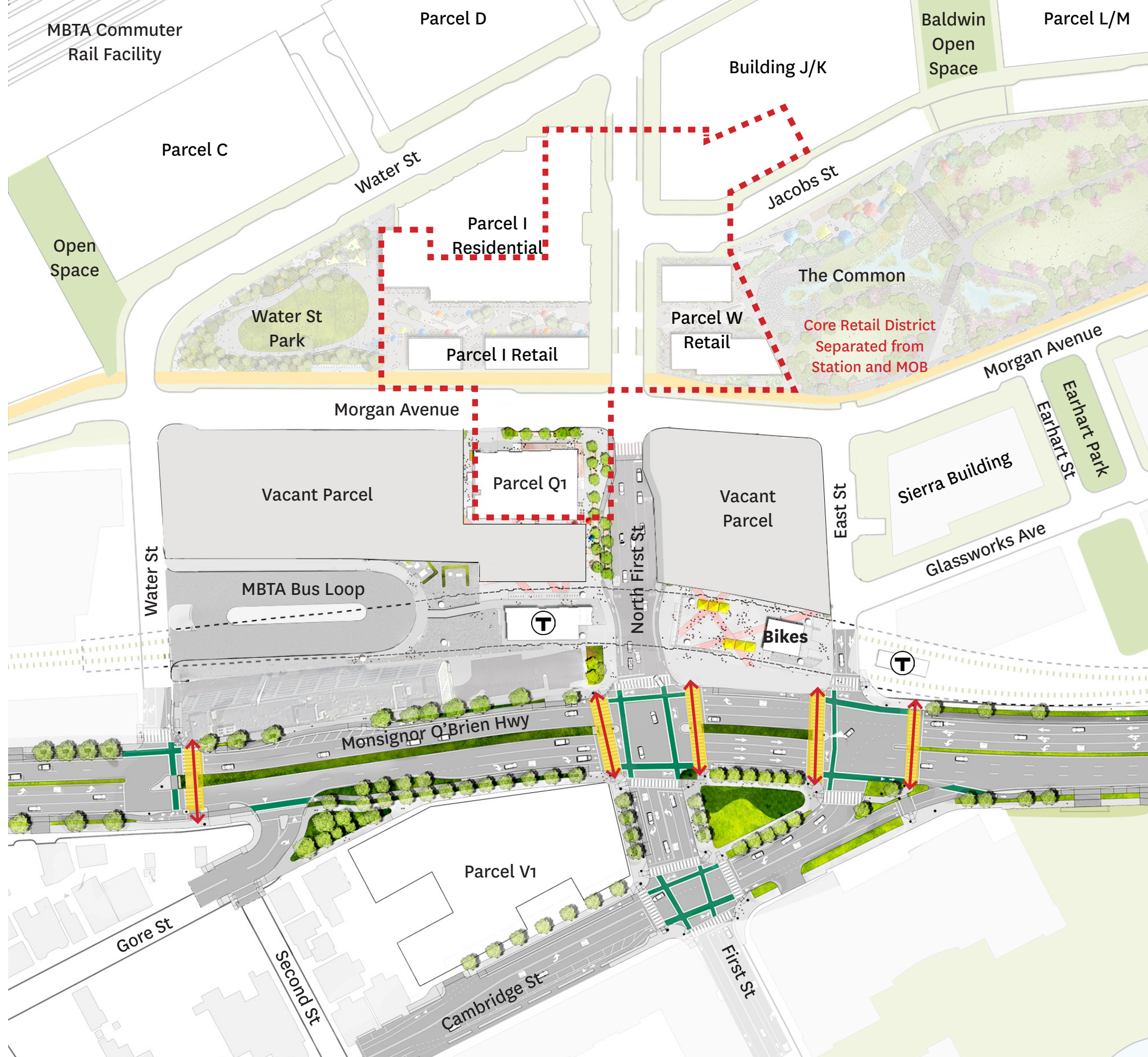
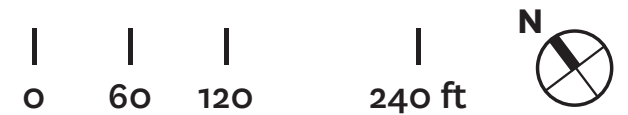


Exhibit 5: Parcels Q and R after First Street connection but without Minor Amendment

MVVA

17 September 2019



Station Plazas completed

Retail district connects to First Street and Cambridge Street

Core Public Realm completed

5 new wider, safer crosswalks

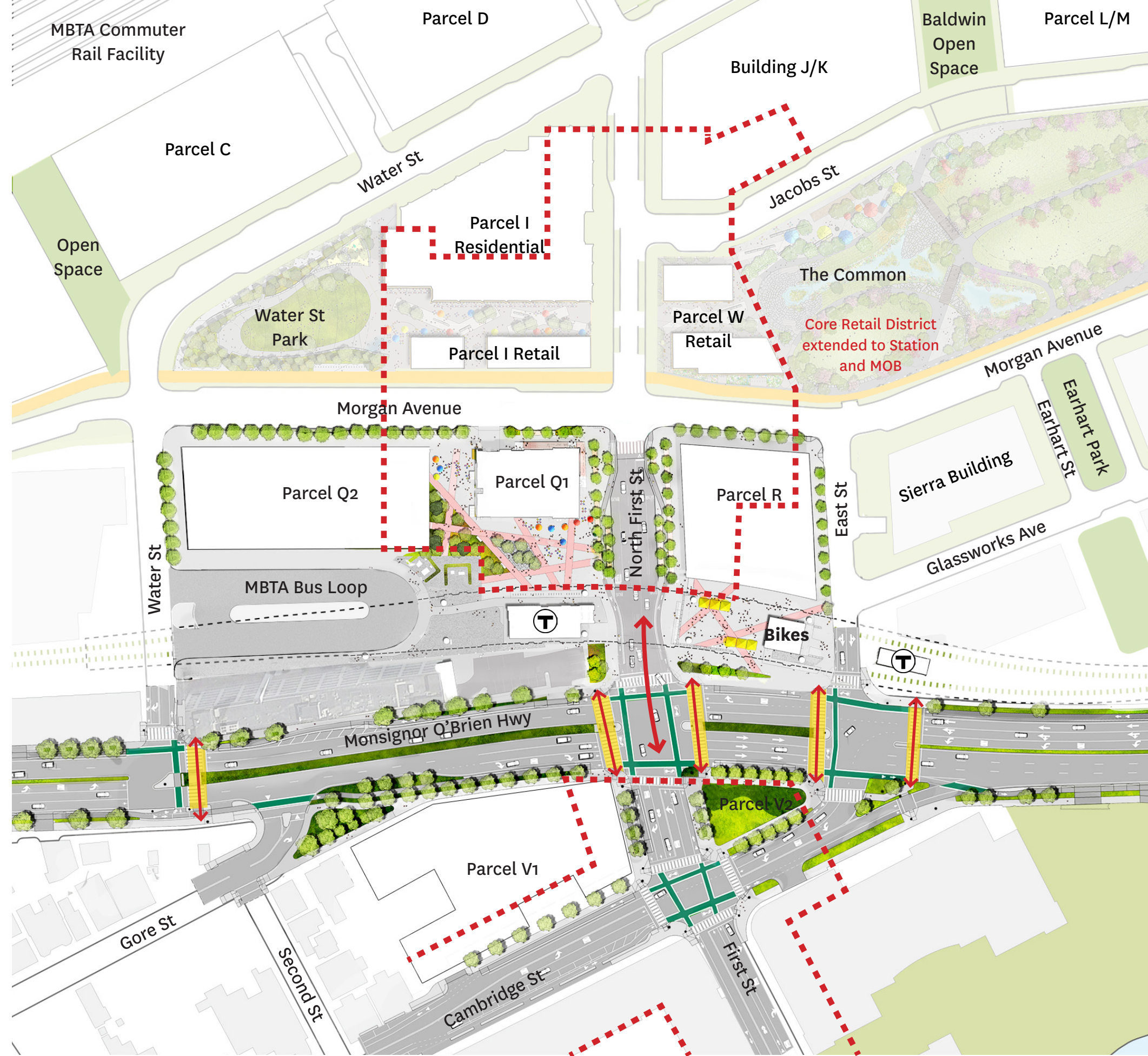


Exhibit 6: Parcels Q and R With Minor Amendment

MVVA
17 September 2019



LEGEND

- Community Path
- Monsignor O'Brien Highway Bike Lanes
- Cambridge Crossing Bicycle Lanes

Blue Bike Stations

- 42 Blue Bikes

Bicycle Center

- Lockers
- Shower
- Changing Rooms
- Toilet Rooms
- Bike Repair Station
- Tire and tube recycling
- Water Fountain, Bottle Fill Station
- Air Pump
- Bicycle Battery Charging Station
- Commuter Information

Bike Parking

- 7 Long-Term Bike Parking Spaces

MBTA Station

- 48 MBTA Bike Parking Spaces

MBTA Bicycle Storage

- 180 MBTA Bike Parking Spaces

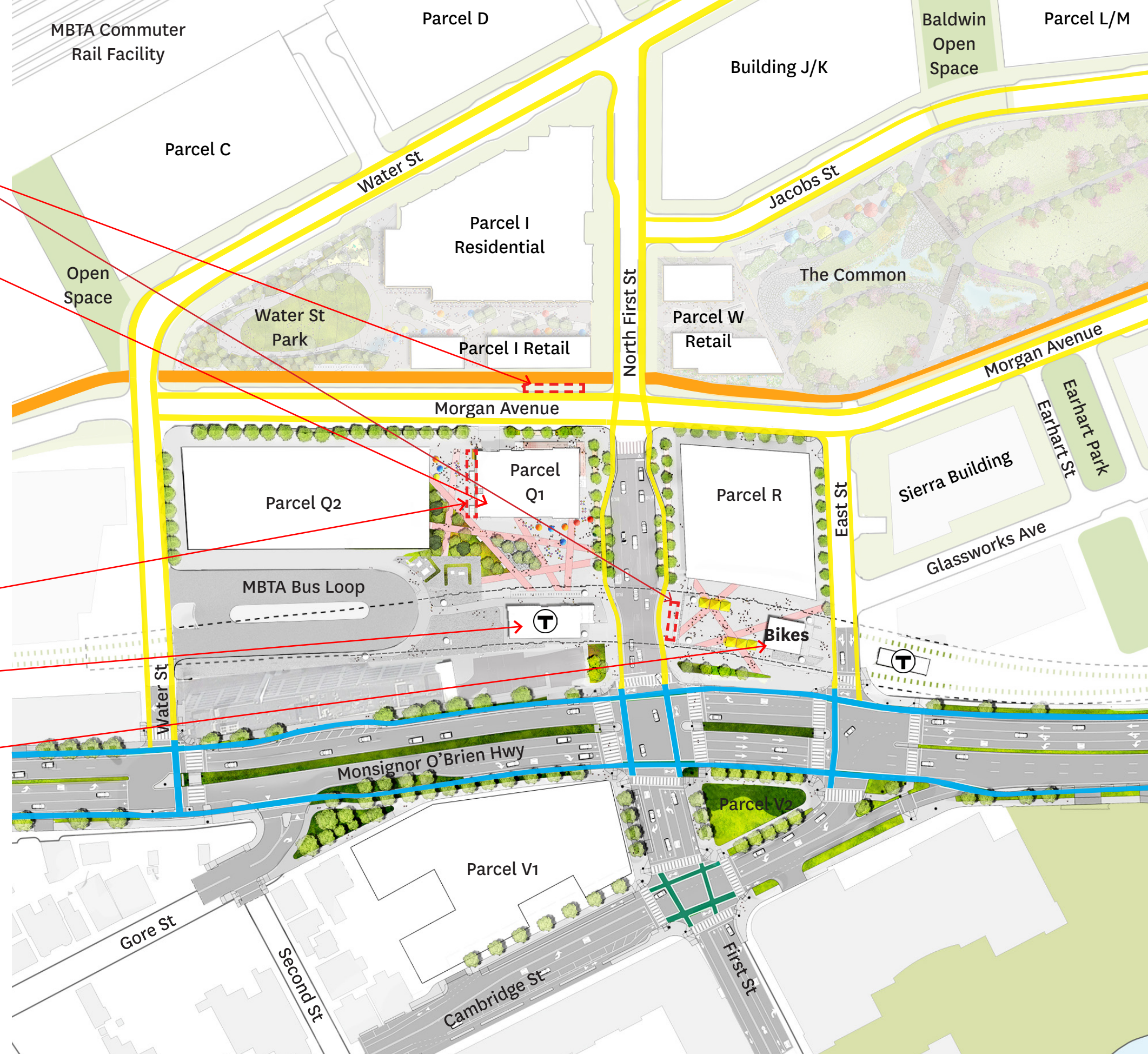


Exhibit 7: Bicycle Center

MVVA

17 September 2019





To: City of Cambridge

Date: November 8, 2018

Memorandum

Project #: 13369.00

From: Laura Castelli, VHB
Mark Johnson, DivcoWest

Re: Evaluation of trip generation related to Phase 1 B development.

At the request of DivcoWest, VHB has reviewed the trip generation estimates associated with Phase 1B of the Cambridge Crossing Development with respect to parcels Q2 and R and compared these estimates to the previous trip generation thresholds approved as part of the Transportation Impact and Access Study (TIAS) process. Specifically, DivcoWest is proposing to change the land use of Parcel Q2 from commercial (hotel) to commercial (lab/office) and to construct Parcel Q2 and Parcel R (which would remain residential land use) coincident with or prior to some Phase 1B buildings. This memo treats Q2 and R as if they were part of Phase 1B for purposes of analysis. For a conservative trip generation estimate, office was the assumed land use for Parcel Q2. As documented in the tables below, these changes can be accommodated without exceeding the trip generation thresholds previously established.

Tables 1 and 2 present the allocated square footage and trip generation thresholds by development phase approved as part of the TIAS and Planning Board Special Amendment process.

Table 1 Planned Square Footage by Phase (as approved in the TIAS)

	Residential	Office	Lab/Office	Retail	Hotel	Total
Phase 1A	480,000	1,063,000	-	-	-	1,543,000
Phase 1B	1,211,000	621,000	-	-	-	1,832,000
Phase 2	1,544,000	-	456,000	75,000	90,000	2,165,000
Total	3,235,000	1,684,000	456,000	75,000	90,000	5,540,000

Table 2 Trip Generation Thresholds Approved in the TIAS

	Daily	Morning Peak		Evening Peak			
	Total	In	Out	Total	In	Out	Total
Phase 1A	5,430	555	165	720	190	570	760
Phase 1B	10,400	840	420	1,260	450	955	1,405
Full Build	16,015	945	750	1,695	735	1,105	1,840

101 Walnut Street
PO Box 9151
Watertown, MA 02472-4026
P 617.924.1770

Relocating Parcels Q2 and R to Phase 1B of the development program yields the square footage allocation illustrated in Table 3. Table 3 also includes any changes to the allocation of square footage by phase previously approved by the Planning Board in past Amendments.

Table 3 Proposed Square Footage by Phase (including Parcel Q2 and R with Phase 1B)

	Residential	Office	Lab	Retail	Hotel	Total
Phase 1A	1,644,527	366,305		77,215	-	2,088,047
Phase 1B	499,297	855,812	870,579	17,660	-	2,243,348
Phase 2	916,803	-	-	4,860	-	921,663
Total	3,060,627	1,222,117	870,579	99,735	-	5,253,058

The trip generation estimates associated with the proposed modifications, in addition to those that have been previously approved, are provided in Table 4. When compared to Table 2, trip generation estimates by phase remain below the thresholds established in the TIAS even when Q2 and R are included with Phase 1B. There have been two changes in the calculation of trip estimates.

- Three parcels, S, T, and N (known as buildings Sierra, Tango, and Twenty[20]) have been constructed and multiple data collection efforts confirm that they generate substantially fewer vehicle trips than were initially projected (-43% and -33% in AM and PM peaks, respectively). Table 4 includes actual, field verified trip generation for these existing buildings.
- Trip generation estimates have been updated to reflect current standards (Institute of Transportation Engineers (ITE) Trip Generation Manual 10th Edition). It is noted that even using the previous 9th Edition trip rates, the peak hour and overall (full build) trip generation with the proposed changes would still be below those established in Table 2.

Table 4 Trip Generation with Proposed Changes (including Q2 and R with Phase 1B)

	Daily	Morning Peak		Evening Peak			
	Total	In	Out	Total	In	Out	Total
Phase 1A	4,587	182	135	317	173	247	420
Phase 1B	12,419	582	255	836	297	704	1,001
Full Build	13,614	604	322	927	358	741	1,099

Daily trips in Phase 1B, including Q2 and R, would be greater than estimated during development of the TIAS. However, peak hour trips are substantively less (-51% and -40% in AM and PM peaks, respectively). This is a function of changes to the trip generation rates and previous reallocation of parcels between phases. It is noted that the additional trips would occur during off-peak hours when regional congestion is reduced. Since the peak hour and total project trip generation estimates with the proposed changes are below the thresholds previously established, DivcoWest requests the ability to construct parcels Q2 and R coincident with Phase 1B and modify parcel Q2 from hotel to lab/office space. Traffic volumes in general have been decreasing in the area and DivcoWest continues to support the use of alternative transportation means through incentives offered to residents of constructed buildings Sierra, Tango, and (Twenty|20).

Development Mitigation

DivcoWest has committed to a significant development mitigation package that is spread over development phases. The following mitigation commitments, as outlined in Appendix II of Article 19 Special Permit (#179) through Major Amendment No. 6 (the "Master Plan Special Permit") have been achieved well in advance of when they would otherwise be required by the special permit:

- Item 2, which include a roadway connection between East Street and North Point Boulevard, establishment of a transportation coordinator and residential and non-residential Transportation Demand Management (TDM) program, car-sharing spaces, reduced rent for residents who do not own cars, and membership in the Charles River TMA.
- Item 3, the establishment of a BLUEbike (formally Hubway) station at the Brian P. Murphy staircase.
- Item 4, the completion of a feasibility study for improvements to the Gilmore bridge to encourage pedestrian and bicycle access, including presentation to the City (3/8/18) and MassDOT (3/14/18).
- Item 5a(i) – completed by implementing items identified above.
- Item 5a(iii) – Brian P. Murphy staircase and adjacent elevator have been installed.

- Item 5b – all TDM measures and car-sharing spaces have been implemented.
- Item 6b – complete implementation of TDM measures.
- Item 6a(i) through (iii) – have been completed by items identified above.

Other mitigation measures are in process, also ahead of when required:

- Item 5a(ii) – Roadway connection (Morgan Avenue) between East Street and Water Street has been approved by the City and construction has been substantially completed.
- Item 6a(iv) – temporary multiuse path connection from North Point Boulevard to Water Street, which will be completed with construction of Parcel I.
- Item 6c(iii) - intersection improvements along O'Brien Highway between Third and Water Streets are underway and traffic signal timing modifications at numerous off-site locations have been completed.

Appendix I: Revised Statistical Summary of the Approved Master Plan

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:	2.66
	FAR at Lechmere	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:	300,000 square feet at North Point Amount TBD at Lechmere
d. Residential	Maximum 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/Common Open Space in Square feet:	TBD
f. Parking Spaces	Maximum Permitted:	3,807 spaces +300 replacement MBTA spaces
	Maximum non-residential:	See Special Permit
	Minimum residential:	0.5-1.0 spaces/unit for each building Average of 0.75/unit for the entire project at full build-out
g. Dwelling Units	Proposed Number:	3,177 units

B. Development in Cambridge

a. Parcel Area	Total Area in Acres:	38.77 acres
	Square Feet:	1,690,276 square feet
	Area at North Point in Acres:	37.1 acres
	Square Feet:	1,617,534 square feet
	Area at Lechmere in Acres:	1.67 acres
	Square Feet:	72,742 square feet
b. Floor Area	FAR at North Point:	2.52
	FAR at Lechmere:	2.57
	GFA at North Point:	4,062,000 square feet
	GFA at Lechmere:	186,695 square feet
	Total GFA:	4,248,695 square feet
c. Non-Residential	Maximum FAR at North Point:	TBD
	Maximum FAR at Lechmere:	TBD
	Approved GFA at North Point:	1,409,063 square feet
	Approved GFA at Lechmere:	4,840 (Retail Only)
d. Residential	Minimum FAR at North Point:	TBD
	Minimum FAR at Lechmere:	TBD
	Approved GFA at North Point:	2,652,937 square feet
	Approved GFA at Lechmere:	181,855 square feet
e. Open Space	Minimum Public, Green Area or Permeable Open Space Provided at North Point:	323,507 square feet
	at Lechmere:	11,000 square feet
	Other Open Space in Square feet:	TBD
f. Parking Spaces	Maximum non-residential at North Point:	See Special Permit
	at Lechmere:	See Special Permit
	Minimum residential:	TBD 0.5 – 1.0 spaces/unit for each building - Average of 0.75/unit at full build-out for all municipalities
g. Dwelling Units	Proposed Number:	TBD

C. Development in Somerville

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

D. Development in Boston

a. Parcel Area	Total Area in Acres:	1.29 acres
	Square Feet:	56,369 square feet

E. Development in Boston + Somerville

a. Parcel Area	Total Area in Acres:	6.57 acres
	Square Feet:	286,225 square feet
b. Floor Area	Total FAR	3.49
	Total GFA	997,159 square feet
c. Non-Residential	Maximum FAR	2.70
	GFA	771,159 square feet
d. Residential	FAR	0.79
	GFA	226,000 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

1. Overall Dimensional Limits

a. Parcel Areas	Total Phase 1A in Square Feet:	454,406 square feet
b. Floor Area	Total GFA	2,088,637 square feet
c. Non-Residential	GFA	444,710 square feet
	Retail GFA	TBD
d. Residential	GFA	1,643,927 square feet
e. Open Space	Public, Green Area or Permeable Open Space Provided:	4.12 acres or 179,902 square feet
	Other Open Space in Square feet:	TBD
f. Parking Spaces	Non-residential:	See Special Permit
	Residential:	TBD - Average of 0.75/unit at full build-out for all phases
g. Dwelling Units	Proposed Number:	TBD

2. Dimensional Limits on Individual Parcels

Parcel I	a. Total Parcel Area:	100,837 square feet
	b. Total GFA:	397,102 square feet
	c. Use:	Mixed-use
	d. Non-Residential GFA:	TBD
	e. Retail:	Allowed, 26,036 square feet
	f. Residential GFA:	371,066 square feet
	g. Total Parking Spaces:	TBD
	h. Associated Public, Green Area or Permeable Open Space:	TBD
Parcel N (completed prior to this Major Amendment)	a. Total Parcel Area:	49,284 square feet
	b. Total GFA:	394,000 square feet
	c. Use:	Residential
	d. Non-Residential GFA:	8,600 square feet
	e. Retail:	8,600 square feet
	f. Residential GFA:	385,400 square feet
	g. Total Parking Spaces:	184
	h. Associated Public, Green Area or Permeable Open Space:	8,760 square feet
Parcel JK	a. Total Parcel Area:	62,502 square feet
	b. Total GFA:	371,828 square feet
	c. Use:	Mixed-use
	d. Non-Residential GFA:	371,828 square feet
	e. Retail:	Allowed, 15,600 square feet
	f. Residential GFA:	None
	g. Total Parking Spaces:	TBD
	h. Associated Public, Green Area or Permeable Open Space:	TBD
Parcel T (completed prior to this Major Amendment)	a. Total Parcel Area:	38,986 square feet
	b. Total GFA:	242,194 square feet
	c. Use:	Residential
	d. Non-Residential GFA:	None
	e. Retail:	Retail not proposed
	f. Residential GFA:	242,194 square feet
	g. Total Parking Spaces:	151 spaces in garage, 79 spaces at other locations on NorthPoint
	h. Associated Public, Green Area or Permeable Open Space:	13,861 square feet

Appendix I
Cambridge Crossing
Cambridge, Massachusetts

Parcel S (completed prior to this Major Amendment)	a. Total Parcel Area:	30,090 square feet
	b. Total GFA:	112,398 square feet
	c. Use:	Residential
	d. Non-Residential GFA:	None
	e. Retail:	None
	f. Residential GFA:	112,398 square feet
	g. Total Parking Spaces:	51 spaces in garage, 49 spaces at other locations on NorthPoint
	h. Associated Public, Green Area or Permeable Open Space:	11,255 square feet
Parcel L	a. Total Parcel Area:	30,475 square feet
	b. Total GFA:	314,038 square feet
	c. Use:	Residential
	d. Non-Residential GFA:	None
	e. Retail:	Allowed, None
	f. Residential GFA:	314,038 square feet
	g. Total Parking Spaces:	TBD
	h. Associated Public, Green Area or Permeable Open Space:	TBD
Parcel M	a. Total Parcel Area:	30,475 square feet
	b. Total GFA:	221,831 square feet
	c. Use:	Mixed Use
	d. Non-Residential GFA:	3,000 square feet
	e. Retail:	Required, 3,000 square feet
	f. Residential GFA:	218,831 square feet
	g. Total Parking Spaces:	TBD
	h. Associated Public, Green Area or Permeable Open Space:	TBD
Parcel Q1	a. Total Parcel Area:	11,584 square feet
	b. Total GFA:	18,851 square feet
	c. Use:	Commercial
	d. Non-Residential GFA:	18,851 square feet
	e. Retail:	Required, 8,533 square feet
	f. Residential GFA:	None
	g. Total Parking Spaces:	None
	h. Associated Public, Green Area or Permeable Open Space:	TBD

Parcel W	a. Total Parcel Area:	20,743 square feet
	b. Total GFA:	16,395 square feet
	c. Use:	Commercial
	d. Non-Residential GFA:	16,395 square feet
	e. Retail:	Required, 16,395 square feet
	f. Residential GFA:	None
	g. Total Parking Spaces:	TBD
	h. Associated Public, Green Area or Permeable Open Space:	TBD

B. Statistical Summary - Phase 1B

1. Overall Dimensional Limits

a. Parcel Areas	Total Phase 1B in Square Feet:	383,237 square feet
b. Floor Area	Total GFA:	1,938,472 square feet
c. Non-Residential	GFA:	1,555,726 square feet
	Retail GFA:	0
d. Residential	GFA:	382,746 square feet
e. Open Space	Minimum Public, Green Area or Permeable Open Space Provided:	3.6 acres or 158,820 square feet
	Other Open Space in Square feet:	TBD
f. Parking Spaces	Maximum non-residential:	See Special Permit
	Minimum residential:	TBD 0.5 – 1.0 spaces/unit for each building - Average of 0.75/unit at full build-out for all phases
g. Dwelling Units	Proposed Number:	TBD

2. Dimensional Limits on Individual Parcels – Phase 1B

Parcel C	a. Total Parcel Area:	69,003 square feet
	b. Total GFA:	382,746 square feet
	c. Use:	Mixed-use
	d. Non-Residential GFA:	TBD
	e. Retail:	Allowed, amount TBD
	f. Residential GFA:	TBD
	g. Total Parking Spaces:	TBD
	h. Associated Public, Green Area or Permeable Open Space:	TBD
Parcel EF	a. Total Parcel Area:	87,225 square feet
	b. Total GFA:	419,529 square feet
	c. Use:	Commercial
	d. Non-Residential GFA:	419,529 square feet
	e. Retail:	Allowed, None
	f. Residential GFA:	None
	g. Total Parking Spaces:	TBD
	h. Associated Public, Green Area or Permeable Open Space:	TBD
Parcel G	a. Total Parcel Area:	101,610 square feet
	b. Total GFA:	450,895 square feet
	c. Use:	Commercial
	d. Non-Residential GFA:	450,895 square feet
	e. Retail:	Allowed, None
	f. Residential GFA:	None
	g. Total Parking Spaces:	TBD
	h. Associated Public, Green Area or Permeable Open Space:	TBD
Parcel H	a. Total Parcel Area:	79,430 square feet
	b. Total GFA:	365,110 square feet
	c. Use:	Commercial
	d. Non-Residential GFA:	365,110 square feet
	e. Retail:	Allowed, None
	f. Residential GFA:	None
	g. Total Parking Spaces:	TBD
	h. Associated Public, Green Area or Permeable Open Space:	TBD

Parcel U	a. Total Parcel Area:	45,969 square feet
	b. Total GFA:	320,192 square feet
	c. Use:	Commercial
	d. Non-Residential GFA:	320,192 square feet
	e. Retail:	Retail not proposed
	f. Residential GFA:	None
	g. Total Parking Spaces:	TBD
	h. Associated Public, Green Area or Permeable Open Space:	TBD

C. Statistical Summary - Phase 2

1. Overall Dimensional Limits

a. Parcel Areas	Total Phase 2 in Square Feet:	426,813 square feet
b. Floor Area	Total GFA:	1,218,745 square feet
c. Non-Residential	Maximum GFA:	184,626 square feet
	Retail GFA:	24,301 square feet
d. Residential	Minimum GFA:	1,034,119 square feet
e. Open Space	Minimum Public, Green Area or Permeable Open Space Provided:	Balance of 11 acres
	Other Open Space in Square feet:	TBD
f. Parking Spaces	Maximum non-residential:	See Special Permit
	Minimum residential:	TBD 0.5 – 1.0 spaces/unit for each building - Average of 0.75/unit at full build-out for all phases
g. Dwelling Units	Proposed Number:	TBD

2. Dimensional Limits on Individual Parcels – Phase 2

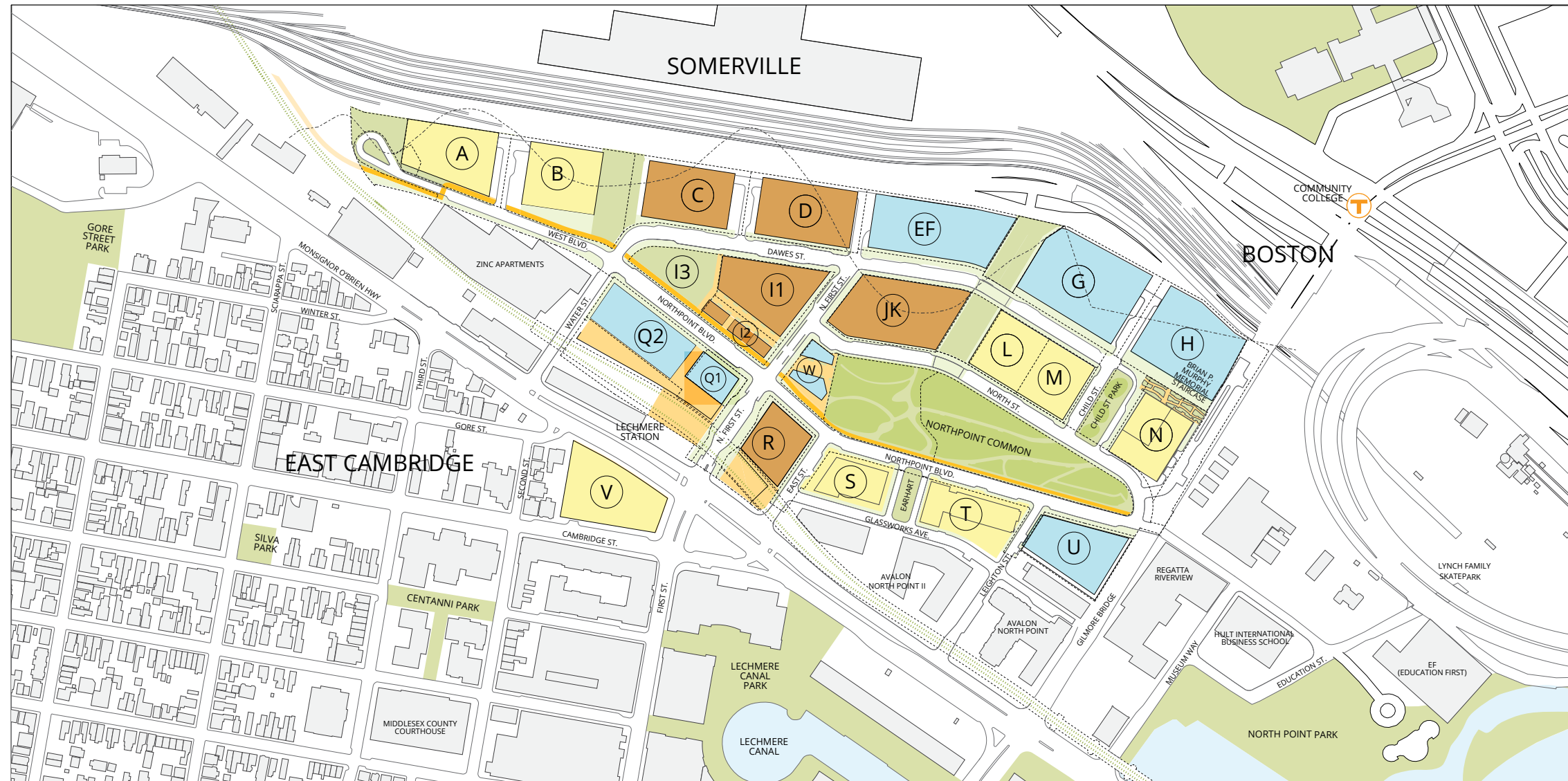
Parcel A	a. Total Parcel Area:	65,373 square feet
	b. Total GFA:	93,971 square feet
	c. Use:	Residential
	d. Non-Residential GFA:	None
	e. Retail:	Retail not proposed
	f. Residential GFA:	93,971 square feet
	g. Total Parking Spaces:	TBD
	h. Associated Public, Green Area or Permeable Open Space:	TBD

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Cambridge, Massachusetts

Parcel B	a. Total Parcel Area:	80,325 square feet
	b. Total GFA:	335,251 square feet
	c. Use:	Residential
	d. Non-Residential GFA:	TBD
	e. Retail:	Allowed, amount TBD
	f. Residential GFA:	TBD
	g. Total Parking Spaces:	TBD
	h. Associated Public, Green Area or Permeable Open Space:	TBD
Parcel D	a. Total Parcel Area:	59,838 square feet
	b. Total GFA:	306,491 square feet
	c. Use:	Mixed-use
	d. Non-Residential GFA:	TBD
	e. Retail:	Allowed, amount TBD
	f. Residential GFA:	TBD
	g. Total Parking Spaces:	TBD
	h. Associated Public, Green Area or Permeable Open Space:	TBD
Parcel Q2	a. Total Parcel Area:	114,928 square feet
	b. Total GFA:	162,126 square feet
	c. Use:	Commercial
	d. Non-Residential GFA:	162,126 square feet
	e. Retail:	Required, 1,801 square feet
	f. Residential GFA:	None
	g. Total Parking Spaces:	TBD
	h. Associated Public, Green Area or Permeable Open Space:	TBD
Parcel R	a. Total Parcel Area:	46,343 square feet
	b. Total GFA:	134,211 square feet
	c. Use:	Mixed-use
	d. Non-Residential GFA:	TBD
	e. Retail:	Required, 17,660 square feet
	f. Residential GFA:	116,551 square feet
	g. Total Parking Spaces:	TBD
	h. Associated Public, Green Area or Permeable Open Space:	TBD

Parcel V	a. Total Parcel Area:	60,006 square feet
	b. Total GFA:	186,695 square feet
	c. Use:	Mixed Use
	d. Non-Residential GFA:	4,840 square feet
	e. Retail:	Required, 4,840 square feet
	f. Residential GFA:	181,855 square feet
	g. Total Parking Spaces:	TBD
	h. Associated Public, Green Area or Permeable Open Space:	TBD

NORTHPOINT



LEGEND

- Residential
- Commercial
- Residential, Commercial or Mixed-Use

Table 1:
GFA by Block

	GFA	USE
A	93,971 gfa	RESIDENTIAL
B	335,251 gfa	RESIDENTIAL
C	382,746 gfa	MIXED-USE
D	306,491 gfa	MIXED-USE
EF	419,529 gfa	COMMERCIAL
G	450,895 gfa	COMMERCIAL
H	365,110 gfa	COMMERCIAL
I	397,102 gfa	MIXED-USE
JK	371,828 gfa	MIXED-USE
L	314,038 gfa	RESIDENTIAL
M	221,831 gfa	RESIDENTIAL
N	394,000 gfa	RESIDENTIAL
Q1	18,851 gfa	COMMERCIAL
Q2	162,126 gfa	COMMERCIAL
R	134,211 gfa	MIXED-USE
S	112,398 gfa	RESIDENTIAL
T	242,194 gfa	RESIDENTIAL
U	320,192 gfa	COMMERCIAL
V	186,695 gfa	RESIDENTIAL
W	16,395 gfa	COMMERCIAL
	5,245,854 gfa	

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

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