

CITY OF CAMBRIDGE, MASSACHUSETTS

**PLANNING BOARD**

CITY HALL ANNEX, 344 BROADWAY, CAMBRIDGE, MA 02139

**NOTICE OF DECISION**

Case Number:	302
Location of Premises:	One Broadway
Zoning:	Office 3A, PUD-5 Overlay District, Flood Plain Overlay District, PUD-3 Overlay District (requirements not applicable).
Applicant:	MIT One Broadway Fee Owner LLC 238 Main Street, Cambridge, MA, 02142
Owner:	MIT One Broadway Fee Owner LLC
Application Date:	July 28, 2015
Preliminary Hearing/Determination:	September 8, 2015
Second Public Hearing:	January 5, 2016 continued to May 17, 2016
Date of Planning Board Decision:	May 17, 2016
Date of Filing Decision:	June 23, 2016

2016 JUN 23 PM 1:35  
OFFICE OF THE CITY CLERK  
CAMBRIDGE, MASSACHUSETTS

Summary of Proposal: Planned Unit Development (PUD) to (i) construct a new building of approximately 380,000 square feet containing residential, office, retail and active uses and above-grade structured parking on a parking lot adjacent to the existing office and retail building at One Broadway; and (ii) construct additions to the existing building at One Broadway measuring approximately 19,250 square feet for the purposes of expanding office, retail and active uses along Broadway, Third Street and Broad Canal Way. Existing commercial GFA at One Broadway is proposed to meet the Innovation Space requirements in the PUD-5 District. This application for North of Main (“NoMa”) development is made in conjunction with an application for South of Main (“SoMa”) development, case PB #303.

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 JCR

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. Special Permit Application dated July 27, 2015 (received by the City on July 28, 2015) containing the following volumes: Planned Unit Development Special Permit Application (Development Proposal); Article 19 Project Review Special Permit Application; Graphics Package.
2. Slides from Presentation to Planning Board on September 8, 2015.
3. Final Development Plan materials dated November 5, 2015 (received by the City on November 7, 2015) containing the following volumes: Volume I Final Development Plan and Responses to Request for Additional Information; Volume II Technical Studies and Information (NoMa Project and SoMa Project); Volume III Graphic Materials.
4. Memo to the Planning Board from Steven Marsh, dated April 26, 2016, summarizing comments made at the prior Planning Board hearing, with attached graphic materials.
5. Memo to the Planning Board and CDD staff from MIT, dated May 12, 2016, with attached Wind Study Update (referring to PB #302 and PB #303).
6. Sustainability Strategies document submitted on May 12, 2016.
7. Draft Kendall Square PUD-5 Design Guidelines dated May 12, 2016 (submitted in combination with CDD Staff memo dated 5/11/16).
8. Slides from Presentation to Planning Board on May 17, 2016.

### Other Documents

9. Letter to the Planning Board from East Cambridge Planning Team, dated 6/16/15.
10. Memo to the Planning Board from Katherine F. Watkins, City Engineer, dated 9/1/15.
11. Memo to the Planning Board from Community Development Department (CDD) Staff, dated 9/2/15.
12. Memo to the Planning Board from Joseph E. Barr, Director of Traffic, Parking and Transportation, dated 9/2/15.
13. Memo to the Planning Board from Charles Sullivan, Executive Director, Cambridge Historical Commission, dated 9/3/15.

14. Letter to the Planning Board from Nicholas Fandetti, dated 9/7/15.
15. Letter to the Planning Board from Greg Heidelberger, dated 9/10/15.
16. Email to the Planning Board from Tom Stohlman, dated 10/20/15.
17. Email to the Planning Board from the Cambridge Pedestrian Committee, dated 10/22/15.
18. Letter to the Planning Board from Michael Proscia, Cambridge Bicycle Committee, dated 10/24/15.
19. Memo to the Planning Board from Joseph E. Barr, Director of Traffic, Parking and Transportation, dated 12/23/15.
20. Memo to the Planning Board from CDD staff dated 12/29/15.
21. Letter to the Planning Board from John A. Hawkinson, dated 12/30/15.
22. Letter to the Planning Board from Gerald and Nicholas Fandetti, The Kendall Hotel, dated 1/3/16.
23. Comments from Planning Board member Hugh Adams Russell, dated 1/4/16.
24. Testimony by Frederick Salvucci, dated 1/4/16.
25. Letter to Iram Farooq, Assistant City Manager for Community Development from the Cambridge Redevelopment Authority dated 1/28/16.
26. Email to the Planning Board from Debby Galef, Cambridge Pedestrian Committee, dated 5/3/16, and copy of the committee memo dated 10/22/16.
27. Memo to the Planning Board from CDD Staff, dated 5/11/16, including draft special permit conditions.
28. Draft Appendix D Sustainability Guidelines submitted by CDD Staff in connection with 5/11/16 memo.
29. Memo to the Planning Board from Joseph E. Barr, Director of Traffic, Parking and Transportation, dated 5/9/16.
30. Memo to the Planning Board from the Transit Advisory Committee, dated 5/9/16.
31. Email to the Planning Board from Carol O’Hare, dated 5/16/16.

32. Letter to the Planning Board from Michael Proscia, Cambridge Bicycle Committee, dated 5/16/16.
33. Memo to the Planning Board from The Cambridge Residents Alliance, dated 5/17/16.
34. Letter to the Planning Board from John A. Hawkinson, dated 5/17/16.
35. Email to the Planning Board from Peter Crawley, East Cambridge Planning Team, cover to the 6/16/15 email, dated 5/17/16.
36. Email to the Planning Board from Donald Grossman, dated 5/17/16.
37. Letter to the Planning Board from Charles J. Marquardt, dated 5/17/16.
38. Notice of Extension of Time to February 23, 2016, filed on 12/3/15.
39. Notice of Extension of Time to April 26, 2016, filed on 2/18/16.
40. Notice of Extension of Time to June 23, 2016, filed on 4/20/16.

#### **APPLICATION SUMMARY**

The “NoMa” PUD application proposes construction of a new building on a parking lot adjacent to the existing office and retail building at One Broadway (the “Existing One Broadway Building”). The new building will be constructed on the site identified as Site “1” within a conceptual master planned development of six sites in Kendall Square. Sites “2” through “6” are included in a separate “SoMa” PUD application that has been assigned case PB #303. The application also proposes a retail and active use addition along the northerly face of the Existing One Broadway Building and the addition of expanded office, retail and active uses along the portion of the Existing One Broadway Building immediately abutting Broadway and Third Street. The Development Parcel, referred to as Parcel A in the Final Development Plan materials, includes the Existing One Broadway Building and new Building Site 1.

The proposed new building will contain approximately 380,000 square feet of Gross Floor Area (GFA), of which 285,000 square feet is for residential use, and the remainder is for office and retail and active uses, with some GFA devoted to above-grade structured parking. Existing GFA of the Existing One Broadway Building is proposed to meet the Innovation Space requirements in the PUD-5 district. 30,000 square feet of innovation space and 8,000 square feet of retail space would be exempt from district GFA limitations. Parking would be provided in above-grade structured parking that would be built adjacent to existing above-grade structured parking at One Broadway.

The proposed additions to the Existing One Broadway Building (which measures approximately 297,069 square feet) will measure approximately 19,250 square feet of GFA, in the aggregate,

and be comprised of an office expansion and an expansion of the retail and active use spaces on the Existing One Broadway Building Site, some of which may be exempt from district GFA limitations.

The proposal would include improvements around the perimeter of the site, including pedestrian access along Broad Canal Way and a new public connection on the eastern edge of the site between the proposed new building and the historic building at 137-145 Main Street (currently owned and used by the Red Cross).

## FINDINGS

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

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

The Applicant submitted a Development Proposal on July 28, 2015 in accordance with the requirements of Article 12.000. The Planning Board approved the Development Proposal following a public hearing on September 8, 2015, and issued a Preliminary Determination approving the Development Proposal with requests for additional material to be included in the Final Development Plan. The Preliminary Determination was filed with the City Clerk on October 28, 2015. The Applicant submitted a Final Development Plan, containing a further refinement of the material provided in the Development Proposal and additional information as requested by the Planning Board, on November 7, 2015.

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

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

The Board finds that the Final Development Plan is in conformance with the General Development Controls set forth in Section 12.50 and the development controls of the PUD-5 District contained in Section 13.80 of the Zoning Ordinance. The Application Documents demonstrate compliance with the particular requirements set forth in the PUD-5 zoning adopted in 2013.

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

The zoning for the PUD-5 District was developed in response to the recommendations of the Kendall Square Study, which establishes goals and objectives for future redevelopment as well as a set of Kendall Square Design Guidelines to inform the review of new projects. The Board finds that the Final Development Plan builds upon the work that occurred through the planning and rezoning process from 2010 to 2013. The Board also finds that the Final Development Plan is generally consistent with the development guidelines established for the area, with the understanding that individual building and site design will be subject to continuing design review in accordance with the Conditions of this PUD Special Permit.

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

The Board finds that, on the whole, the proposed PUD will benefit the City by enabling redevelopment of an underutilized parcel in the heart of a major economic, academic and creative center for Cambridge and the region, while also providing specific benefits to the City as outlined in the Kendall Square Study and incorporated into the PUD-5 zoning.

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

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

The Final Development Plan includes a positive arrangement of uses on the site, particularly the inclusion of a significant amount of housing exceeding the requirements of the PUD-5 zoning. The proposal will also include retail and office space to activate the ground floors of the proposed new building and the existing building at One Broadway. The inclusion of a north-south pedestrian connection and multiple public realm opportunities on Broadway and Broad Canal Way also provide for a high quality site layout.

*(b) Traffic flow and safety*

The Final Development Plan includes a thorough transportation analysis that looks comprehensively at all forms of transportation. The project is subject to requirements that will limit or mitigate traffic impacts and the project is designed to provide safe access, egress and circulation meeting City standards. Additional considerations and findings related to transportation impacts are made pursuant to the Project Review Special Permit standards in Section 19.20 of the Zoning Ordinance, and are set forth below in these Findings.

*(c) Adequacy of utilities and other public works*

The Application Documents, testimony at the public hearing and memorandum from the City Engineer indicate that City requirements related to infrastructure are understood and will be met in the proposed new development. Conditions regarding the construction and conveyance of public infrastructure improvements are set forth below in the Board’s Decision.

*(d) Impact on existing public facilities within the city*

The Final Development Plan is not expected to result in any negative impact on existing public facilities. The Final Development Plan, along with the Conditions

of set forth below in the Board’s Decision, describe a set of improvements to public facilities that will be undertaken as part of this PUD.

*(e) Potential fiscal impacts*

The Final Development Plan is expected to result in positive fiscal impacts for the City, including increased tax revenue and contributions to public improvements and mitigation as required in the zoning for the district and in the Conditions set forth below in the Board’s Decision.

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

*Site Planning and Design*

Overall, the Final Development Plan more clearly depicts the conceptual plan for pedestrian and bicycle circulation and amenities throughout the site and throughout the surrounding area. The plans clearly delineate public and private streets and identify connections among existing and proposed public spaces, including between the proposed “SoMa” and “NoMa” PUDs. The Final Development Plan also provides additional perspective views of the site and surrounding areas. The Board acknowledges that the detailed site design will need to be reviewed further, as set forth in the Conditions to the Board’s Decision, to ensure adequate accommodation of pedestrian and bicycle travel as well as open space amenities.

*Building Concept Design*

The Final Development Plan contains a series of plans, elevations, perspectives and cross-sectional views from multiple vantage points depicting the conceptual design approach to the proposed new building within the context of existing development in Kendall Square. In response to the Board’s comments on the Final Development Plan at the January public hearing, the supplemental materials presented in April and May depict potential alternative approaches to the articulation of massing in the proposed new building, as well as approaches to screen the proposed above-grade parking deck, which will be considered through the continuing design review process as set forth in the Conditions to the Board’s Decision.

*Transportation*

The Final Development Plan and supplemental materials provided by the Applicant and the Traffic, Parking and Transportation Department (TP&T) further discuss anticipated transportation impacts and mitigation strategies for the proposed development, including ways to address overall transit impacts, and transportation demand management (TDM) measures to be implemented in the residential building. These strategies are incorporated into the Conditions to the Board’s Decision.

*Sustainability*



The Final Development Plan and supplemental materials describe the sustainable design standards incorporated into the proposed development, along with their relationship to the City’s Net Zero Action Plan, and suggest additional approaches to be considered by the Applicant and the Board as the development proceeds over time. These strategies are incorporated into the Conditions to the Board’s Decision.

#### *Open Space and Retail Programming*

The Final Development Plan and supplemental materials describe an ongoing strategy for marketing, programming and activating ground floor building frontages and outdoor spaces. These strategies are incorporated into the Conditions to the Board’s Decision.

#### *Housing*

The Final Development Plan contains additional information about the housing program, noting that housing is required to be constructed in association with new commercial development in the PUD-5 District (which is proposed within the “SoMa” PUD), and that per the zoning that was adopted in 2013, such housing development will be subject to an increased inclusionary housing requirement of 18% for low-to-moderate income households. About 13 of the units in the project will be three-bedroom units. While the Applicant considered utilizing available zoning incentives to include housing restricted to middle-income households, that option was not pursued after considering issues of design, cost and feasibility.

## 2. Project Review Special Permit (19.20)

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

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

*(19.25.11) Traffic Impact Indicators. In determining whether a proposal has substantial adverse impacts on city traffic the Planning Board shall apply the following indicators. When one or more of the indicators is exceeded, it will be indicative of potentially substantial adverse impact on city traffic. In making its findings, however, the Planning Board shall consider the mitigation efforts proposed, their anticipated effectiveness, and other supplemental information that identifies circumstances or actions that will result in a reduction in adverse traffic impacts. Such efforts and actions may include, but are not limited to, transportation demand management plans; roadway, bicycle and pedestrian facilities*

*improvements; measures to reduce traffic on residential streets; and measures undertaken to improve safety for pedestrians and vehicles, particularly at intersections identified in the Traffic Study as having a history of high crash rates.*

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

The Applicant completed a thorough and comprehensive Transportation Impact Study (TIS), with a functional scope determined by TP&T, which was certified as complete and reliable by TP&T on July 21, 2015. The TIS was conducted jointly for the proposed “NoMa” PUD as well as the concurrent “SoMa” PUD proposal, which is Planning Board case #303. The Applicant later submitted technical corrections to the TIS Summary Sheets, which were accepted by TP&T as communicated to the Board in a memorandum dated December 23, 2015.

The Board received memoranda from TP&T dated September 2, 2015 and May 9, 2016 commenting on the findings of the TIS, other project considerations related to traffic and transportation, and recommended planning, design and mitigation strategies. The Board discussed such material with TP&T staff at its public hearings, and makes reference to such material in making these Findings.

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

The TIS indicated that the project (in combination with the SoMa development) will exceed project review thresholds in several areas, including total automobile trip generation, increased queueing at intersections, increased traffic on neighborhood streets, pedestrian level of service at several intersections and lack of bicycle facilities on some streets. It also indicated increased transit trips on subway and bus routes, for which there is no explicit project review threshold but which was assessed given the increased awareness of transit capacity issues in this area.

Based on the TIS, TP&T recommended a comprehensive package of mitigation and monitoring requirements, developed in coordination with the Applicant, including additions and contributions to the public bicycle sharing system (Hubway); assessing the feasibility of

installing a cycle track on Main Street; and a robust set of residential transportation demand management (TDM) measures to encourage non-auto modes of travel. A transportation monitoring program is also recommended.

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

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

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

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

As described in the PUD findings set forth above, the Final Development Plan follows from the extensive planning undertaken during the Kendall Square phase of the “K2C2” Planning Study, which in turn informed the creation of the PUD-5 zoning regulations that have shaped this PUD proposal. The inclusion of a mix of residential development and active ground floor uses (in particular, a grocery store), to supplement the existing commercial use, is consistent with the vision for Kendall Square as a dynamic neighborhood mixing innovation, economic development, cultural offerings, shopping, housing and recreational opportunities for a diverse community.

The new building is designed with a strong expression of a podium at lower levels, which is consistent with the Kendall Square Design Guidelines and provides a contextual response to the existing building fabric. The podium, combined with the proposed set back tower, also helps to mitigate the sense of height at street level and provides a more sensitive transition to the adjacent low-scale historical, Red Cross building. The tower’s slender north and south facades minimizes the visual impacts of the building from the immediate streetscape, and the canted east and west elevations help to break down the scale of the building.

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

The Final Development Plan prioritizes pedestrian and bicycle travel by placing active uses and pedestrian entrances to buildings at the ground floor, maximizing ground floor glazing on all the public edges, improving public streets to prioritize pedestrian and bicycle over vehicle travel, and creating enhanced pedestrian and bicycle connections through the site and along Broadway and Broad Canal Way.

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

The Final Development Plan proposes a sensible arrangement of building functions to reduce impacts on surrounding lots and the public realm. Rooftop mechanical equipment is arranged and enclosed in a logical way. Parking, loading and service functions will take place in an above-grade facility abutting the existing parking and loading facilities on the site. The facility will be mostly enclosed behind active uses on building facades, and will otherwise be visually screened; this remains an issue that will be further addressed by the Planning Board in the continuing review process. A setback from the adjacent historic building at 137-145 Main Street is provided, as required by zoning. On the ground floor, conditions at the perimeters of the site are designed to be friendly to abutters and passersby. While the buildings are large in scale, as the zoning allows, the massing is arranged with attention to potential shadow impacts on abutting lots and open spaces. Wind impacts have been assessed and mitigating measures are proposed to minimize impacts on the public realm, which will be reviewed in more detail for each site through the continuing review process. The project will result in additional trees and landscape features on the site.

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

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

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

The Final Development Plan incorporates a new building abutting an existing building, which will contribute to a greater variety of uses and building styles in Kendall Square.

Both existing and new buildings will have improved streetscapes with new and expanded retail along Main Street as well as Broad Canal Way. The building’s podium relates to the scale and form of the historic, Red Cross building. Overall, the development will enhance the character of Kendall Square in a way that is consistent with the City’s future vision for that area.

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

The Final Development Plan includes approximately 290 units of housing, an amount that exceeds the minimum requirement for development within the PUD-5 District.

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

The Final Development Plan includes publicly beneficial open space intended to provide additional opportunities for pedestrian and bicycle circulation that will connect to and enhance the public’s enjoyment of the Broad Canal. The open space enhancements also provide opportunities for the seamless integration of open space, ground floor retail and other activities that will continue to support the vitality and livability of the area. The proposed public realm improvements, including the pocket park, activity zones and generous sidewalks provide opportunities for outdoor dining, seating and public interaction, as well as enhanced stormwater management.

### 3. Flood Plain Special Permit

The Board understands that the site appears to fall partially within a designated flood zone on the Middlesex County Flood Insurance Rate Maps (FIRMs) issued by the Federal Emergency Management Agency (FEMA). However, a letter from the project engineer, which is corroborated by the City Engineer, indicates that all development will occur above the applicable flood elevation. Therefore, with reference to the documents provided, the Board finds that all of the criteria for approval of a Flood Plain Special Permit, as set forth in Section 20.75 and below, are either met or are not applicable to the proposed development.

*20.75 Criteria. The Planning Board shall grant a Special Permit for development in the Flood Plain Overlay District if the Board finds that such development has met all of the following criteria in addition to other criteria specified in Section 10.43:*

- 1. No filling or other encroachment shall be allowed in Zone A areas or in the floodway which would impair the ability of these Special Flood Hazard Areas to carry and discharge flood waters, except where such activity is fully offset by stream improvements such as, but not limited to, flood water retention systems as allowed by applicable law.*

No such filling or encroachment is proposed.

2. *Displacement of water retention capacity at one location shall be replaced in equal volume at another location on the same lot, on an abutting lot in the same ownership, on a noncontiguous lot in the same ownership, or in accordance with the following requirements.*

No displacement of water retention capacity will result from the proposal.

3. *All flood water retention systems shall be suitably designed and located so as not to cause any nuisance, hazard, or detriment to the occupants of the site or abutters. The Planning Board may require screening, or landscaping of flood water retention systems to create a safe, healthful, and pleasing environment.*

No flood water retention systems are proposed or needed.

4. *The proposed use shall comply in all respects with the provision of the underlying zoning district, provisions of the State Building Code, Wetlands Protection Act, and any other applicable laws.*

The proposed use will comply with all applicable laws and regulations.

5. *Applicants for development in the Alewife area shall be familiar with area-specific and general city-wide land use plans and policy objectives (e.g. Concord-Alewife Plan, A Report of the Concord Alewife Planning Study, November 2005; Toward a Sustainable Future, Cambridge Growth Policy, 1993, Update, 2007; Section 19.30 - Urban Design Objectives of this Zoning Ordinance) and shall demonstrate how their plan meets the spirit and intent of such documents in conjunction with the requirements of this Section 20.70 - Flood Plain Overlay District and Section 20.90 – Alewife Overlay Districts 1-6.*

The proposed development is not in the Alewife area.

6. *The requirement of Section 20.74(3) has been met.*

Adequate documentation has been provided.

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

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

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

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

The requirements of the PUD-5 zoning district are met in the proposed development.

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

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

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

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

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

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

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

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

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

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

## **DECISION**

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

### Outline of Conditions

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

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

- A. Development Summary
- B. Transportation Mitigation and Monitoring Requirements
- C. Urban Design Guidelines
- D. Sustainability Strategies
- E. Retail Consultant Recommendations (Baerkahn, October 25, 2015)
- F. Letter of Commitment (MIT, April 8, 2013)



## 1. Approved Development Program.

All development authorized by this Special Permit shall be consistent, in concept, with the Final Development Plan materials dated November 5, 2015, all supplemental plan materials submitted to the Planning Board prior to issuance of this Special Permit as listed in the Application Documents, and the applicable regulations of the Zoning Ordinance. The following characteristics of the Planned Unit Development (PUD) are specifically permitted and are summarized in Appendix A, Development Summary:

### a. Aggregate Development.

- i. Total Development. The maximum Gross Floor Area (GFA) permitted for Development Parcel A (the “Development Parcel”) shall not exceed 645,400 square feet, in the aggregate, as more specifically set forth in Appendix A attached to this Special Permit. Such GFA shall not include certain spaces that are specifically exempted from the calculation of GFA by Section 13.83.2 of the Zoning Ordinance .
- ii. Commercial Uses. Subject to the provisions of Section 13.82 and 13.83, New Gross Floor Area of any Office and Laboratory Uses, Retail Business and Consumer Service Establishments Uses, Open Air or Drive in Retail and Service Uses and Light Industry, Wholesale Business and Storage Uses in the Planned Unit Development shall not exceed 24,800 square feet in addition to approximately 297,069 square feet of GFA devoted to such uses existing within the Development Parcels as of January 1, 2013. Approximately 19,250 square feet of GFA will be added to the existing One Broadway building to accommodate Active and Office Uses.
- iii. Innovation Space. Approximately 60,000 square feet of floor area within the Existing One Broadway Building (as defined herein) is currently leased to the Cambridge Innovation Center, of which exactly half is exempted from calculation of GFA by Section 13.83.2, is and shall continue to be designated as Innovation Space according to the standards set forth in Section 13.89.3 and shall fulfill the Innovation Space requirements associated with new development elsewhere in the PUD-5 District. Any future relocation or redevelopment of the required Innovation Space shall be described, in writing, to the Community Development Department (“CDD”) prior to such relocation.
- iv. Residential Uses. This special permit authorizes the construction of approximately 285,000 square feet of GFA devoted to residential uses, including approximately 290-300 dwelling units. Such residential uses shall fulfill the Housing requirement set forth in Section 13.89.2 associated with commercial development authorized elsewhere in the PUD-5 District. Any future change to a development plan that results in the Housing requirement being met elsewhere in the PUD-5 District, if permitted, shall be described in writing to the Planning Board.
- v. Active Uses, as defined in Section 13.810.1, are authorized as shown in the Final Development Plan and as further defined in this Decision. Some Active Uses may

- be exempt from GFA limitations and requirements in accordance with Section 13.83.2.
- vi. Modifications of Aggregate Development Program. Any change to this approved Aggregate Development Program that alters the GFA figures set forth in Appendix A by no more than 10,000 square feet may be approved by CDD as an administrative change without requiring an Amendment by the Planning Board, provided that the resulting development remains in substantial conformance with applicable Sections of the Zoning Ordinance, the approved Final Development Plan and the Conditions of this Special Permit. Any further change to the Aggregate Development Program, provided that the total change amounts to no more than ten percent (10%) of the total GFA authorized by this Special Permit, may be approved as a Minor Amendment pursuant to Condition #15 of this Decision. Additionally, any increase in Active Uses accompanied, to the extent necessary, by a commensurate decrease in other approved uses may be approved as a Minor Amendment.
  - vii. FAR. The Floor Area Ratio (FAR) for the entire PUD-5 Overlay District, subject to the exemptions contained in Section 13.82, shall not exceed 3.9.
  - viii. Parking. The number of accessory off-street parking spaces approved for this Planned Unit Development shall not exceed 175 new parking spaces for residential uses plus 316 existing parking spaces to serve existing and proposed non-residential uses, which are to be provided in above-grade structures. A reduction in the total number of off-street parking spaces may be approved administratively by CDD provided that such decrease does not exceed five percent (5%) of the total number of approved parking spaces on the Development Parcel, while any further reduction may be approved as a Minor Amendment pursuant to Condition #15 of this Decision. Parking spaces may be used for carsharing to the extent allowable by zoning. Electric Vehicle (EV) charging stations shall also be allowed within parking facilities.
  - ix. Bicycle Parking. A minimum of 322 long-term and 54 short-term bicycle parking spaces will be provided within the PUD, as required by Section 6.100. Any modifications that deviate from the requirements of Section 6.100 shall require a special permit from the Planning Board pursuant to Section 6.108.
  - x. Public Bicycle Sharing Stations are authorized without limitation. At a minimum, the Permittee shall fully support the purchase, installation and ongoing annual maintenance of public bicycle sharing stations (i.e., Hubway Stations) on the Development Parcels in accordance with the transportation mitigation requirements contained in Appendix B of this Decision. The City and Permittee shall identify a mutually acceptable location for any Hubway Station.
  - xi. Publicly Beneficial Open Space. Upon completion of the construction of all of the Buildings authorized by this PUD, the Permittee shall provide Publicly Beneficial Open Space within the Development Parcel totaling no less than 17,441 square

feet. Additional requirements related to open space are set forth in Condition #2 of this Decision.

- b. **Site Development.** The PUD shall consist of a single Development Parcel, which is depicted on the Site Development Plan attached to this Decision as Development Parcel A. The locations of all new buildings and uses on the Development Parcel shall be as generally shown on the Final Development Plan, which indicates that the Development Parcel may include two separate Building Sites: (i) Building Site 1 consisting of new Building 1 containing Residential Uses and uses accessory thereto, above grade parking and loading serving Building Site 1 and the new retail space at One Broadway, and Active Uses; and (ii) the Existing One Broadway Building Site, which will include Office Use, and Active Uses in the building existing on Development Parcel A as of the date of this Decision and proposed additions to be made to said building pursuant to this Decision. Development Parcel A will also include a redesigned streetscape and public realm, including Publicly Beneficial Open Space. The dimensional characteristics of Building Site 1 and the Existing One Broadway Building Site are described in the Site Development Table in Appendix A of this Decision.
- c. **Other Dimensional Characteristics.**
  - i. **Height.** The Planning Board approves the building heights for the existing and new Buildings set forth in the Final Development Plan and in Appendix A.
  - ii. **Building Setbacks and Massing.** For all new and substantially renovated buildings permitted in this PUD, the GFA, setbacks and building massing shall be as conceptually described and illustrated in the Final Development Plan.
  - iii. **Access and Egress.** All primary building entrances, parking facility entrances, bicycle access, and vehicular loading areas shall be in the general locations described and illustrated in the Final Development Plan.
  - iv. **Bicycle Parking.** The Permittee shall install short-term bicycle racks near each primary building entrance, for use by visitors, customers and couriers. Long-term bicycle parking that is convenient and secure shall also be provided for occupants of the Buildings. All bicycle parking shall be installed in conformance with the requirements for such facilities in Section 6.100.
  - v. **Outdoor Spaces.** The conceptual design of Publicly Beneficial Open Space, streetscape types, urban space types, street walls and massing, service access design, landscaping, and exterior lighting shall be as described and illustrated in the Final Development Plan.
  - vi. **Design Review.** The specific design of individual Building Sites shall be subject to Design Review by the Planning Board, as described further in this Decision.
  - vii. **Modifications.** During the Design Review process, or in the event that there is no Design Review process pending for a Building Site, upon the application of the Permittee, the Planning Board may approve modifications to the Site Development Plan and/or Site Development Table in Appendix A that constitute no more than a ten percent (10%) deviation in the land area, Publicly Beneficial Open Space and

building height on any individual Building Site and, pursuant to and consistent with the provisions of Condition #1.a.vii. of this Decision, GFA, as Minor Amendments pursuant to Condition #15 of this Decision.

- viii. **Public Improvements.** The Permittee shall implement all improvements to public streets, sidewalks, other spaces and infrastructure as described in the Final Development Plan and elsewhere in this Decision on or before the time required for the completion of such improvements set forth herein. Any such improvements or other development to be undertaken by the Permittee that will impact City streets, City sidewalks, or other City-owned public spaces, or City utilities such as water, sewer, or telecommunications service shall be subject to approval by the applicable City Departments, which may include but are not limited to TP&T, Department of Public Works (DPW), CDD, Electrical Department, and Water Department.

## **2. Open Space.**

- a. As an element of the Planned Unit Development, the Planning Board specifically approves the amount, location, and functional characteristics of the Publicly Beneficial Open Space as required in the Ordinance and such other open space as the same is contextually depicted in the Final Development Plan documents.
- b. In accordance with Section 13.87.1, upon the completion of all of the improvements in the PUD-5 District authorized by Special Permits PB #302 and PB #303, the Publicly Beneficial Open Space in the PUD-5 District shall total no less than fifteen percent (15%) of the total land area of the PUD-5 District.
- c. The Publicly Beneficial Open Space shall accommodate a variety of passive and active uses to serve the Permittee, occupants of the improvements situated within the Planned Unit Development, and the general public. Open space amenities located above the ground plane that are intended to serve only occupants of a specific Building, which amenities will be reviewed and approved by the Planning Board in the Design Review process, shall not be considered to be Publicly Beneficial Open Space. Publicly Beneficial Open Space located at the ground plane shall be generally accessible to the public for reasonable periods throughout the day for the purposes for which the open space is designed and approved by the Planning Board.
- d. Except as permitted in Condition #4.c.iii. of this Decision, in connection with the development and construction of a specific Building, the Permittee shall construct Publicly Beneficial Open Space on the Building Site containing such Building that is of a size and nature that is generally consistent with the layout of the Publicly Beneficial Open Space depicted in the Final Development Plan for the area contained within a particular Building Site. The specific landscape and open space elements associated with a specific Building Site will be reviewed and approved by the Planning Board in connection with its Design Review of the improvements associated with a particular Building, pursuant to the criteria set forth in Condition #3 below.

## **3. Design Review.**

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

- a. For each Building, during the design development stage but prior to completion of final construction drawings, the Permittee is required to provide the following materials to the Planning Board for final review and approval, which materials shall also be made available to the public at least two weeks prior to the Planning Board meeting at which the design review will be conducted:
  - i. A dimensional form describing the Gross Floor Area, building height, setbacks, size of open space, and vehicular and bicycle parking spaces, as well as cumulative dimensional information for all development approved in this PUD, that has been previously constructed or has received final Design Review approval from the Planning Board.
  - ii. A description of all uses intended to be located within the new or renovated buildings.
  - iii. A Site Development Plan, revised as necessary, showing the proposed boundary lines for the subject Building Site and other Building Sites within the PUD.
  - iv. A site plan (or plans) of the entire Building Site illustrating, in detail:
    - A. Landscape features including hardscape and vegetated surfaces, trees and other plantings, outdoor furniture, outdoor lighting, bicycle parking, activity spaces, public art, signage and wayfinding, and any other design elements.
    - B. Conceptual plans for all roadways or sidewalks adjacent to the Building Site, including any planned changes approved or to be approved in the future by City departments.
    - C. Circulation routes to, from and through the site for pedestrians, bicyclists, passenger vehicles and service or delivery vehicles.
    - D. The locations of all access and egress points for pedestrians, bicyclists, passenger vehicles and service or delivery vehicles.
  - v. Scaled and dimensioned floor plans of each level of the proposed building.
  - vi. A scaled and dimensioned roof plan, illustrating all features proposed to be located on the roof including the arrangement of any rooftop mechanical systems and enclosures, and any proposed lighting that will be visible from outside the building.

- vii. Scaled and dimensioned elevations of each side of the proposed building with labels and descriptions of proposed exterior façade materials, which shall include any visible rooftop mechanical equipment, screening devices, exterior vents, lighting fixtures and other appurtenances, as well as focused elevations of each of the ground floor façades.
  - viii. Perspective views of the Building Site from significant vantage points, including public streets from which the building will be visible at a distance, as well as pedestrian views from all sides of the building to illustrate how the building will relate to the adjacent public realm.
  - ix. A Preliminary Signage Plan depicting, in concept, the anticipated locations and sizes of signage on the building and site, for purposes including but not limited to wayfinding, retail signage and building identification.
  - x. A Lighting Plan describing the selection and placement of light fixtures on the building and site, identifying areas on the site and abutting sites that will be illuminated by such light fixtures, and demonstrating compliance with any lighting regulations that may be applicable to the project at the time of review.
  - xi. The Green Building Review materials required to certify compliance with Condition #10 of this Decision, as set forth in that Condition.
  - xii. A Noise Mitigation narrative and acoustical report prepared by a professional acoustical engineer, addressing the requirements in Section 13.89.1 and Condition #8 of this Decision.
  - xiii. A written narrative addressing the considerations enumerated in Paragraph (d) below, to the extent that they are not already addressed in the materials required above.
- b. In addition to presenting design drawings and illustrations, the Permittee shall present the following materials to the Planning Board at the design review meeting:
    - i. A physical, contextual scale massing model of the proposed building and surrounding buildings.
    - ii. Samples of materials to be employed for major elements of the building façade.
  - c. Publicly Beneficial Open Space located on a particular Building Site shall be reviewed and approved by the Planning Board as part of the Design Review process for each individual Building Site, except as described below:
    - i. The Publicly Beneficial Open Space on Development Parcel A, in its entirety, shall be reviewed and approved prior to the issuance of a Building Permit for Building Site 1 or for any substantial expansion of the portion of the Existing One Broadway Building adjacent to Broad Canal Way.
  - d. During the design review process, the Board shall consider:
    - i. The architectural design of building façades, with special attention to the ground level and above-ground parking structure.

- ii. The placement of rooftop mechanical equipment, along with the design of penthouses and other features meant to screen such equipment, and any other exterior features within or surrounding the building site.
  - iii. The configuration and design of pedestrian, bicycle and vehicular modes of access and egress.
  - iv. The design of open spaces, landscape elements, and modifications to abutting street or sidewalk rights of way, with attention to pedestrian and bicycle circulation and comfort and management of potential conflicts between pedestrian and bicycle paths of travel.
  - v. Any potential impacts of the proposed design on the public realm or on properties outside of the PUD, including but not limited to visual impacts, noise impacts, wind impacts, and effects on the safety and comfort of pedestrians, bicyclists and motorists in the area, and measures that are being taken to mitigate such impacts.
  - vi. The measures being implemented to promote highly sustainable design and development reflecting the goals and objectives established by the City that are included in the Final Development Plan and referenced in this Decision.
- e. As described in Section 13.810.3, the Planning Board's review shall be guided by the design standards specified in the Final Development Plan, which are summarized in Appendix C, Urban Design Guidelines and Appendix D, Sustainability Strategies, and by the Kendall Square Design Guidelines, provided that in the event of any conflict between any guidelines and the provisions of Section 13.80, the provisions of Section 13.80 shall govern.
- f. City Department Review.
- i. Technical Standards. Design elements on a Building Site requiring technical review for compliance with City requirements or standards, such as parking facilities, bicycle parking facilities, street trees, loading facilities, bicycle and vehicular access and egress, public bicycle sharing stations, storm water management systems and Green Building materials (per Section 22.20), shall be reviewed by applicable City departments (which may include CDD, TP&T, DPW, Electrical or Water Departments, or others) at a conceptual design stage prior to submission of materials for review by the Planning Board. Final plans shall be reviewed by City departments for compliance with applicable standards and requirements prior to issuance of a Building Permit.
  - ii. Public Improvements. Any public improvements associated with development on a Building Site, including but not limited to construction of public streets or infrastructure, shall be reviewed and approved by applicable City departments at a conceptual design stage prior to submission of materials for review by the Planning Board. Subsequent to Planning Board Design Review approval of a Building Site, the Permittee shall prepare and submit 75% design drawings of any public improvements for review and comment by applicable City departments prior to completing final construction drawings for approval. Prior to issuance of a Building Permit for construction on that Building Site, all applicable City departments shall certify to the

Planning Board either that the design of any public improvements associated with a Building Site is approved, or that such approval shall be considered at some later time subsequent to issuance of a Building Permit.

- g. Before the issuance of a Building Permit for any Building Site in the PUD, CDD shall certify to the Superintendent of Buildings that the final plans submitted to secure the Building Permit are consistent with and meet all conditions of this Permit, including design approval, granted by the Planning Board as it relates to said Building.
- h. Materials. Prior to the final selection of colors and textures for façade materials, the Permittee shall erect a mock-up of an exterior wall section(s) on or near the Building Site to be reviewed by CDD for comment. Members of the Planning Board shall be notified when the mock-up is erected and given an opportunity to view the materials and transmit any comments to CDD.
- i. Exceptions.
  - i. Design review and approval by the Planning Board shall not be required prior to the issuance of a Building Permit, whether partial or full, for underground parking garages situated within the Development Parcels, except to the extent that points of access to and egress from the parking garages and the loading facilities to be situated therein are materially different from the locations for points of access and egress depicted in the Final Development Plan. However, all parking and bicycle parking facilities, including access and egress, shall be subject to technical review by CDD and TP&T prior to issuance of a Building Permit. Additionally, CDD shall review and approve the design of any interim surface conditions that may remain after completion of any underground parking facility but prior to the construction of buildings or open spaces as shown in the Final Development Plan.

#### **4. Timing and Phasing.**

- a. Commencement. This Special Permit shall be governed by the provisions of Chapter 40A and Section 10.46, which establish the time within which construction authorized by the Special Permit must commence. With respect to the requirements of Section 12.40, the Planning Board grants to the Permittee the right to start construction within two (2) years of the date of filing of this Decision with the City Clerk (not including the time required to pursue or await the final adjudication of an appeal under Section 17 of M.G.L. c. 40A), hereby granting the extension permitted under Section 12.41 for good cause, such good cause having been demonstrated by the Permittee because of the unusually large size and scope of the PUD and the need to obtain third party permits and approvals (including, without limitation, those for infrastructure and mitigation) for the project. The Planning Board may approve subsequent extensions of the time for commencement as Minor Amendments pursuant to Condition #15 of this Decision, not to exceed two (2) years per extension, upon determination of good cause by the Permittee.
- b. Completion. In accordance with the Final Development Plan, construction of the PUD shall be completed within ten (10) years of the date of the issuance of this Special Permit, provided that if construction on a particular phase has commenced within ten (10) years,



such phase shall be entitled to a Certificate of Occupancy so long as construction is continued through to completion as continuously and expeditiously as is reasonable. The Planning Board may approve an extension of the ten (10) year completion timeframe as a Minor Amendment pursuant to Condition #15 of this Decision, upon determination of good cause by the Permittee.

- c. Phasing. The Permittee may complete construction of improvements in the PUD in one or more phases, the order of which phases shall be in the sole and absolute discretion of the Permittee, subject to the following requirements:
  - i. Each Phase shall consist of the buildings, Publicly Beneficial Open Space, streets, utilities, and other physical improvements set forth in the Final Development Plan (except as they may be modified by this Decision, as the same may be amended, and in the Design Review process) as being located on or immediately adjacent to and serving the Building Site upon which the particular Phase is being constructed. The issuance of a Certificate of Occupancy for a specific Building shall be subject to the completion of the Publicly Beneficial Open Space, public improvements and mitigation associated with such Building, as specifically set forth in Appendix B attached to this Decision, with the exception that the delivery of improvements that may be disrupted during the construction of a future Phase of the development may be delayed until the completion of that future Phase of the project, subject to written approval of the proposed interim condition by CDD and any other applicable City Department.
  - ii. While the construction of accessory parking facilities may precede the establishment of the uses that are served by such parking facilities, at no point in time shall the number of available accessory parking spaces exceed the maximum number authorized by the uses completed and occupied at that time. Wherever parking spaces have been constructed in excess of the number of spaces allowed for the authorized uses occupied at that time together with the number of spaces otherwise permitted by this Decision (including the institutional parking authorized in Condition # 1.a.ix. of this Decision), such excess spaces shall be made physically inaccessible to users in a manner approved by TP&T.
  - iii. In the event that construction of a Phase has commenced but subsequently ceases, causing a Building Permit to lapse prior to the delivery of required public benefits, improvements or mitigation associated with that Phase, then the Planning Board may withhold authorization of a Building Permit for a future Phase until construction has recommenced, or the required public benefits, improvements or mitigation has been delivered, or this Decision has been amended to authorize a change to the Final Development Plan. Notwithstanding the above, the construction of the at-grade loading on Building Site 1 to serve new retail uses on the Existing One Broadway Building Site or other related building elements and/or amenities shall not require the commencement or completion of the above-grade portions of Building 1 or remaining improvements on such Building Site before the Permittee can commence construction of improvements on a different Building Site within this PUD.

- d. Temporary Parking. In accordance with Section 13.88.7, on-grade parking that deviates from the Final Development Plan shall be allowed to serve uses within the Development Parcels on an interim basis in anticipation of later construction of permanent underground parking, subject to TP&T approval and the following conditions:
  - i. Construction of the permanent replacement parking, as approved in the Final Development Plan or a subsequent Amendment, is anticipated to commence within four (4) years of the date of Certificate of Occupancy for the building initially served by on grade parking;
  - ii. The future parking structure will contain sufficient spaces for users of the building initially served by on grade open parking so as to meet the parking needs for such building; and
  - iii. Binding commitments shall exist to establish, to the reasonable satisfaction of TP&T, that requirements (i) and (ii) above shall be satisfied. Such commitments shall be made by negotiated lease agreement, deed restriction, covenant, or comparable legal instrument.
- e. Temporary Retail. In order to accommodate retail dislocated by the redevelopment authorized in the PUD-5 District under PUD Special Permits PB #302 and PB #303, this PUD authorizes the Permittee to relocate such retailers to temporary locations within the Development Parcels, that have yet to be redeveloped, or elsewhere within the PUD-5 District, for so long as such retail is dislocated. Such temporary locations can be in trailers and other similar temporary structures, provided, that, upon completion of the construction of all retail locations authorized by this PUD, such temporary structures shall be removed from such locations by the Permittee.

#### **5. Traffic and Infrastructure Improvements.**

- a. The Permittee shall be required to implement the transportation mitigation program and transportation monitoring program contained in Appendix B: Traffic Mitigation and Monitoring Requirements, at such times as are identified in said Appendix B.
- b. The Permittee shall be responsible for the design and installation of all necessary infrastructure and utility improvements both on and off the site needed to support the construction of a specific Building within the PUD. Any and all necessary infrastructure improvements shall be designed to meet all requirements and standards of the City of Cambridge and its relevant departments (including the City Engineer, Department of Public Works, the Water Department and the Electrical Department), and all other legal requirements with regard to the design and installation details of the improvements, as if such facilities were to be installed in City streets.

#### **6. Conveyance.**

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

## 7. Active Uses.

- a. The Planning Board approves the proposed location of required Active Use spaces as described and illustrated in the Final Development Plan. In addition, the Board authorizes that any non-residential ground-floor space within the PUD may be occupied by Active Uses without amending this Special Permit. Any substantial displacement of Active Uses from the locations where they are shown in the Final Development Plan may be permitted as a Minor Amendment pursuant to Condition #15 of this Decision, provided that such a change does not violate the zoning requirements of Section 13.810.1.
- b. Active Uses shall include those uses enumerated in Section 13.810.1, along with any other use authorized in writing by the Planning Board in accordance with Section 13.810.1, and the uses explicitly authorized below:
  - i. A full-service bicycle repair shop or a drop-off point for an off-site full-service bicycle repair shop. At a minimum, the Permittee shall include within the first floor of the Building to be constructed on Building Site 1, a bicycle repair station that contains, among other things, bicycle storage and repair, lockers and related amenities, which may be combined with or included in retail spaces associated with bicycle uses and services. The location and layout of the Bicycle Repair Station shall be subject to Design Review by the Planning Board.
  - ii. Co-working spaces, which may be categorized as offices, arts and crafts studios, fabrication facilities or community gathering spaces, provided that they include facilities that are available to the general public at reasonable times.
  - iii. Recreation spaces that are open to the general public, including indoor parks and play spaces.
  - iv. Temporary uses including “pop-up” retail establishments, public event spaces or seasonal activities that are open to the public.
- c. Banks, trust companies and similar consumer financial establishments (identified in Section 4.34.e.) and a post office (identified in Section 4.33.g.), to the extent such uses exist within the first floor of any existing building within the PUD-5 District at the time of issuance of this Special Permit, are permitted to remain to the extent located on Development Parcel A and may be relocated to Development Parcel A if located elsewhere in the PUD-5 District. The relocation of such establishments or the creation of new such establishments within spaces devoted to Active Uses shall be also permitted, provided that the total linear ground-floor building frontage devoted to such institutions within the PUD-5 District is not increased beyond what exists at the time of issuance of this Special Permit. No further approval from the Planning Board shall be required if the limitations of this paragraph are met; otherwise, banks and similar consumer financial establishments may be permitted to occupy required Active Use spaces only upon issuance of a written determination by the Planning Board in accordance with Section 13.810.1.
- d. In accordance with the Letter of Commitment dated April 8, 2013, no more than fifty percent (50%) of new retail space in the PUD-5 District shall be occupied by retailers who own and operate retail establishments at more than five (5) locations in

Massachusetts at the time the retailer’s lease is initially executed. Notwithstanding the above, in the event a retailer situated within the PUD-5 District is relocated to new retail space in connection with redevelopment activities and such retailer has more than five (5) locations in Massachusetts at the time of such relocation, the space occupied by such retailer shall be exempt from, and shall not be counted against, the limitations contained in this subparagraph d., provided, however, that the space vacated by such retailer shall thereafter be considered new retail space subject to the limitations of this subparagraph.

- e. As indicated in the Final Development Plan, the Permittee has hired a Retail Specialist who shall serve as a point of contact for the Economic Development Division (EDD) staff of CDD on matters related to the marketing and activation of retail spaces. Given that different individuals may be assigned to such position over time, the Permittee shall ensure that the designated Retail Specialist is identified for EDD staff at any given point in time.
- f. In accordance with the Letter of Commitment dated April 8, 2013, the Permittee shall establish an advisory committee to provide input on the programming of these spaces. The advisory committee shall meet once annually for a period of 10 years. The advisory committee shall include representatives from CDD, adjacent neighborhoods and three (3) representatives from the Permittee. To effectuate a vibrant community-based open space and retail plan, the Permittee shall complete its internal planning process with faculty, students, and staff of MIT, and shall create an open space and retail programming plan for any new commercial building and present such plan to the advisory committee six (6) months prior to the substantial completion of that building. Evidence of compliance with this condition shall be provided to CDD prior to issuance of a Certificate of Occupancy for any commercial building; however, the Permittee may update the programming plan from time to time.
- g. Prior to issuance of a Building Permit for a Building containing Active Uses (not to include a Building Permit for the expansion of the Active Use space situated along the Broadway frontage of the Existing One Broadway Building), the Permittee or its designated Retail Specialist shall coordinate with EDD staff to develop a process to constitute and administer the aforementioned advisory committee, and to manage ongoing communication between the Permittee and EDD staff. The objective will be to ensure that input from community members and City staff will be provided in a timely, coordinated and effective way. Considerations will include the most appropriate timing to provide meaningful input into the marketing of spaces and potential measures to support future retail operators (including City programs).
- h. Prior to issuance of any Building Permit that will result in the dislocation of any existing retail establishments within the Development Parcel, the Permittee or its designee shall provide EDD staff with a written description of efforts that will be made to attempt to relocate Active Uses during construction, with the purpose of ensuring continuity in retail activity to the extent possible.
- i. The retail consultant report by Jesse Baerkahn of Graffito SP dated October 25, 2015, provided in the Final Development Plan in accordance with Section 13.810.1 and attached as Appendix E to this Decision, will serve as a guidance document for the

Permittee, the advisory committee, and EDD staff in future activities related to retail planning, development and ground floor activation.

#### **8. Noise and Vibration.**

- a. All buildings within the permitted PUD, and all construction activity pursuant to this Special Permit, shall conform to the requirements of the City of Cambridge Municipal Noise Ordinance.
- b. Furthermore, in accordance with Section 13.89.1, at a minimum, any noise or vibration emanating from buildings and uses within the permitted PUD shall not be normally perceptible at ground level without instruments at a distance of one hundred (100) feet from the source lot line.
- c. In accordance with Section 13.89.1, prior to and as a condition of the issuance of the first permanent Certificate of Occupancy for a new or substantially altered commercial Building (as defined in said Section 13.89.1), the Permittee shall provide to CDD an acoustical report, including field measurements, demonstrating compliance of such building with all applicable noise requirements.
- d. In accordance with Section 13.89.1, prior to obtaining any Building Permit to add any equipment having a capacity greater than five (5) horsepower to the rooftop, the Permittee shall provide to CDD a narrative report demonstrating that there will be continued compliance with all applicable noise requirements after such addition, and upon completion of such addition and as a condition to permanent operation thereof (allowing for temporary operation as necessary to take measurements), an acoustical report, including field measurements, demonstrating such compliance.

#### **9. Construction Management.**

- a. Before issuance of a building permit for any Phase of development within the Development Parcels, the Permittee shall prepare a new or updated Construction Management Program consistent with the requirements of Section 18.20, which Program shall be reviewed and approved by the CDD, DPW, the Water Department, TP&T, the Inspectional Services Department, and other departments as deemed appropriate by the City.
- b. The Construction Management Program shall include those elements listed in Section 18.20, with particular attention to ensuring safe and convenient pedestrian access to major public facilities.
- c. In addition to the requirements of Section 18.20, the Construction Management Program shall include a community outreach component including, at minimum, maintenance of a web site, on-site bulletin board, and e-mail list to provide construction updates, and a designated point of contact to which community members can address questions and receive responses throughout the development process.

#### **10. Sustainable Environmental Strategies.**

- a. The requirements of Section 22.20 and Section 13.89.4 shall apply to all development in the PUD. If the requirements of Section 22.20 in effect at the time of issuance of this Special Permit are superseded by a duly enacted amendment to the Zoning Ordinance that applies to the Development Parcel, then the provisions of the Ordinance, as amended, shall apply to any Building authorized by this Special Permit that has yet to receive a Building Permit; provided, however, that any Building Site that has received Design Review approval from the Planning Board shall be exempt from subsequent changes to such requirements provided that a Building Permit is issued within two (2) years of receiving said Planning Board Design Review approval.
- b. Pursuant to Condition #3 of this decision, the design review submission for a building site shall include a Green Building Checklist and Narrative as required to be submitted with a Special Permit Application under Section 22.20, which shall also address the sustainability standards contained in Section 13.89.4 and the sustainability strategies and guidelines set forth in Appendix D attached to this Decision. Preliminary materials shall be submitted to CDD staff for technical review and comment at least twenty-one (21) days prior to submission to the Planning Board.

#### **11. Contributions to Community Fund.**

In accordance with Section 13.810.2, the Permittee shall contribute to a Community Fund, established by the City Manager, an amount equal to ten dollars (\$10.00) multiplied by the number of square feet of new Gross Floor Area (GFA) for the commercial uses authorized by this Special Permit (“Fund Contribution Payment”). At the time of issuance of this Special Permit, the Permittee has contributed a total of five million dollars (\$5,000,000) as a deposit against future Fund Contribution Payments. Prior to the issuance of Final Certificates of Occupancy for new commercial buildings containing more than five hundred thousand (500,000) square feet of new commercial GFA, in the aggregate, within the PUD-5 District, the Permittee shall be required to calculate the Fund Contribution Payment for all new commercial GFA completed to date, and to contribute any balance required in addition to the previous deposit. Subsequently, the Permittee shall calculate and contribute a Fund Contribution Payment prior to issuance of a Certificate of Occupancy for any new commercial GFA.

#### **12. Letter of Commitment.**

Prior to the issuance of any building permit or Certificate of Occupancy for development authorized by this Special Permit, CDD and all other relevant City departments shall verify to the Superintendent of Buildings that all portions of the Letter of Commitment dated April 8, 2013, by the Massachusetts Institute of Technology, attached as Appendix F to this Decision, are continuing to be met.

#### **13. Other Requirements.**

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

- a. All construction shall comply with the Asbestos Protection Ordinance, Chapter 8.61 of the City Municipal Code.
- b. Nonresidential Development authorized in this Decision is subject to the Incentive Zoning provisions of Section 11.200. The Housing Contribution payment, required in Section 11.200, shall be made for each Building individually prior to the issuance of the first Occupancy Permit for that Building. The payment shall be at that rate established by the Ordinance at the time of issuance of the Building Permit, and applied to the area of eligible uses in the building, which area shall be certified by a registered architect. In a mixed-use Building containing non-subject uses, common areas shall be allocated proportionately.
- c. Residential development authorized in this Decision is subject to the Inclusionary Housing provisions of Section 11.200, as they are modified by Section 13.89.2, which states that subject to the provisions of Section 11.203, the percentage shall be increased to eighteen percent (18%). Compliance shall be certified by the Housing Division of CDD prior to issuance of a building permit for Building Site 1.

#### **14. Subdivision of the Development Parcel.**

The Planning Board approves the subdivision of any Development Parcel into the Building Sites as approved and illustrated in the attached Site Development Plan, or as their dimensions may be established after final design approval. In the event that the Permittee desires to subdivide a Development Parcel into separate lots containing specific buildings approved by this PUD, the Permittee shall submit a subdivision plan showing the layout and dimensions of such lot with the Design Review materials for such Building. The Planning Board shall approve all setbacks of buildings and any further subdivision of Blocks into smaller lots (should they be proposed) at the time of final design approval. In the event that the Permittee intends to subdivide any portion of the Development Parcels into smaller lots after the Design Review process is completed, including, without limitation, vertical air-rights subdivisions of the Development Parcel, or portions thereof, the Permittee shall file a copy of the subdivision plan with CDD for inclusion in the record of this PUD. Except as provided above, no further approval by the Planning Board or CDD shall be required to authorize a subdivision of any Development Parcel or lots within the Development Parcel.

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

- a. Determination. Except where a change is explicitly authorized as a Minor Amendment in this Decision, the Planning Board shall determine whether a proposed change is considered a Major Amendment or Minor Amendment pursuant to Section 12.37.
- b. Minor Amendments. A Minor Amendment to this Decision shall be approved by an affirmative vote of at least five (5) members of the Planning Board after consideration of the proposed change, as enumerated on the Agenda, at an appropriately noticed meeting of the Planning Board. In approving a Minor Amendment, the Board shall issue a written determination that:

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

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

For the Planning Board,



H Theodore Cohen, Chair.



Pursuant to Section 12.36.4 of the City of Cambridge Zoning Ordinance, Massachusetts Institute of Technology agrees to the conditions attached to this Decision approving the granting of a PUD Special Permit for Case PB #302.

MIT One Broadway Fee Owner LLC

By: Massachusetts Institute of Technology, its manager

By: 

Name: Anthony P. Sharon

Title: Deputy Executive Vice President

A copy of this decision PB #302 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 filed with the Office of the City Clerk on June 23, 2016, by Jeffrey C. Roberts, authorized representative of the Cambridge Planning Board. All plans referred to in the decision have been filed with the City Clerk on said date.

Twenty (20) days have elapsed since the filing of the decision. No appeal has been filed.

DATE:

City Clerk of Cambridge

**Approved Aggregate Development Summary for NoMa PUD**

	Required	Existing <sup>1</sup>	Removed	Retained	Proposed New	NoMa PUD Total
<b>Land Area</b>	116,272	116,272	0	116,272	0	116,272
<b>Total Non-Exempt GFA</b>	<b>0</b>	<b>267,069</b>	<b>14,500</b>	<b>252,569</b>	<b>392,800</b>	<b>645,369</b>
Residential		0	0	0	285,000	285,000
Commercial		267,069	14,500	252,569	24,800	277,369
<i>Office (not incl. Innov.)</i>	N/A	226,989	4,420	222,569	6,400	228,969
<i>Lab (not incl. Innov.)</i>	N/A	0	0	0	0	
<i>Non-Exempt Innovation</i>	See Note 1	30,000	0	30,000	0	30,000
<i>Non-Exempt Retail</i>	N/A	10,080	10,080	0	18,400	18,400
Academic (all types)	N/A	0	0	0	0	0
Non-Exempt Dormitory	N/A	0	0	0	0	0
Structured Parking	N/A	0	0	0	83,000	83,000
<b>Total Non-Exempt FAR</b>		2.3	.12	2.17	3.38	5.55
<b>Total Exempt GFA</b>	<b>N/A</b>	<b>30,000</b>	<b>0</b>	<b>30,000</b>	<b>18,400</b>	<b>48,400</b>
Ground-Floor Retail	N/A	0	0	0	18,400	18,400
Public Transportation	N/A	0	0	0	0	0
Residential/Dormitory	N/A	0	0	0	0	0
Innovation	See Note 1	30,000	0	30,000	0	30,000
<b>Total Dwelling Units</b>	No max. or min.	0	0	0	290-300	290-300
Market Rate Units	No max. or min.	0	0	0	237-246	237-246
Affordable Units	53-54	0	0	0	53-54	53-54
<b>Publicly Beneficial Open Space (% NoMa)</b>	<b>15% in PUD-5 total</b>	<b>18,295 sf (16%)</b>	<b>18,295 sf (16%)</b>	<b>0</b>	<b>28,652 sf (25%)</b>	<b>28,652 sf (25%)</b>

Planning Board Special Permit #302 – MIT “NoMa” Planned Unit Development  
**Appendix A: Development Summary**

---

**Parking – NoMa PUD**

	Required	Existing	Removed	Proposed Project	NoMa PUD-5 Total
<b>Total New Parking</b>	<b>169- 241</b>	<b>0</b>	<b>0</b>	<b>175</b>	<b>175</b>
Res. @ 0.5-0.75/unit	146 – 218 spaces	0	0	175	175
Office @ 0.9/KSF max.	5 (max.)	0	0	0	0
Retail @ 0.5/KSF max.	18 (max.)	0	0	0	0
<b>Replacement Parking</b>	<b>Per PB approval</b>	<b>430</b>	<b>114</b>	<b>0</b>	<b>316</b>
Residential (note sites)	0	0	0	0	0
Commercial (note sites)	One Broadway	430	114	0	316
<b>Net Parking</b>	<b>Per PB approval</b>	<b>430</b>	<b>114</b>	<b>175</b>	<b>491</b>

**Bicycle Parking – NoMa PUD**

	Required	Proposed
<b>Total Long-Term</b>	<b>312</b>	<b>322</b>
Res. @ 1.00-1.05/unit	306	316
Office @ 0.3/KSF min.	2	2
Retail @ 0.1/KSF min.	4	4
<b>Total Short-Term</b>	<b>54</b>	<b>54</b>
Res. @ 0.1/unit min.	30	30
Office @ 0.06/KSF min.	1	1
Retail @ 0.6/KSF min.	23	23

**Appendix A: Development Summary**

**Approved Site Development Summary**

<b>Development Parcel – Building Site</b>	<b>A-1 One Broadway Site</b>
Site Land Area	74,736 sf
Existing GFA to be Removed	14,500 sf (Ground Floor Retail and Lobby)
Existing GFA to be Retained	282,569 sf (Upper Floor Office/Innovation) <sup>ii</sup>
Approved GFA/Uses (Non-exempt)	6,400 sq. ft. (Office Lobby) 13,675 sq. ft. (Active Uses)*
Approved GFA/Uses (Exempt)	13,675 sq. ft. (Active Uses)*
Approved Building Height	N/A
Total Approved Parking Spaces	Existing (316 spaces)
Long-Term Bicycle Parking (min)	5 spaces
Short-Term Bicycle Parking (min)	18 spaces
Publicly Beneficial Open Space	18,696 sf

<b>Development Parcel – Building Site</b>	<b>A-1 Building 1 Site</b>
Site Land Area	41,536 sf
Existing GFA to be Removed	0 sf
Existing GFA to be Retained	0 sf
Approved GFA/Uses (Non-exempt)	285,000 sf (Residential) 83,000 sf (Above-Grade Parking Garage) 4,725 sf (Active Uses)*
Approved GFA/Uses (Exempt)	4,725 sf (Active Uses)*
Approved Building Height	250 feet
Total Approved Parking Spaces	175 spaces
Long-Term Bicycle Parking (min)	317 spaces
Short-Term Bicycle Parking (min)	36 spaces
Publicly Beneficial Open Space	9,956 sf

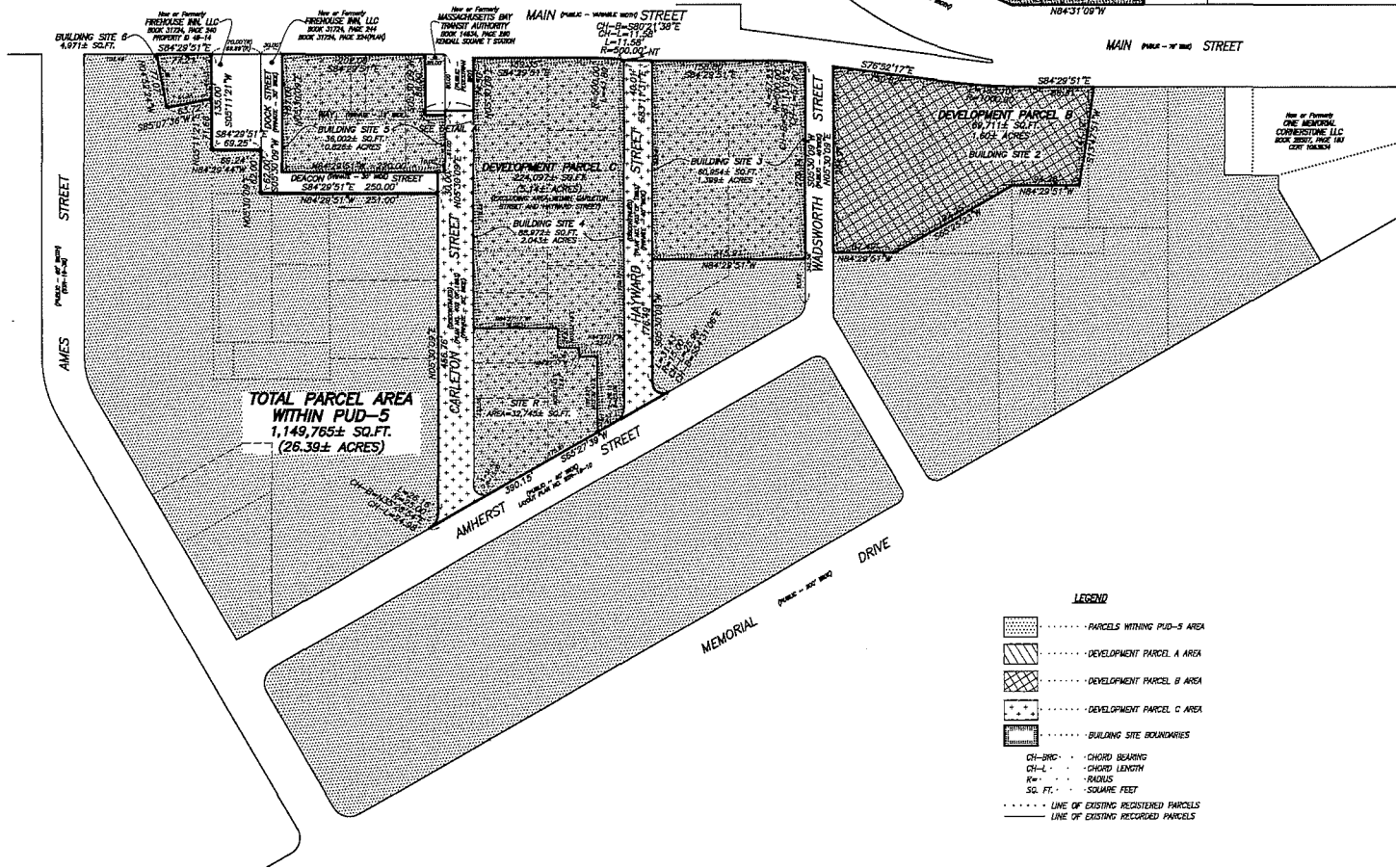
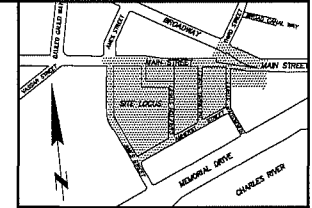
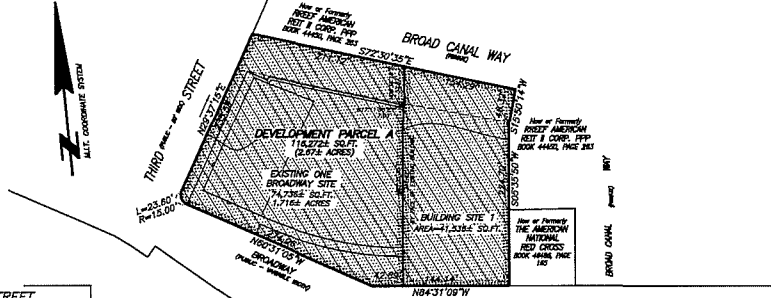
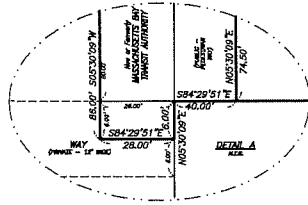
**\* - Denotes that the square footage of Active Uses referenced above may change as a result of the size of each Active Use, which may result in a larger proportion such space being considered exempt pursuant to Section 13.83.2 of the Ordinance. An increase in the amount of exempt square footage associated with the Active Uses (and the resultant decrease in the overall non-exempt commercial GFA associated with a Building Site and the overall PUD), even if greater than ten percent (10%), shall be permitted without the need for an amendment, Minor or Major to the PUD Special Permit.**

<sup>i</sup> Pursuant to Section 13.83.3, Gross Floor Area in existence within the Building Sites as of January 1, 2013. References in the Individual Approved Site Development Summaries set forth in this Appendix A to “Existing GFA” shall mean GFA existing within the Building Site as of January 1, 2013.

<sup>ii</sup> We note that the retained GFA does not include the floor area of the existing garage at One Broadway. The Garage was constructed prior to September 15, 2000, and pursuant to Section 5.25.3 of the Ordinance does not count toward FAR limitations contained in the Ordinance.

**NOTES:**

- 1) THE PURPOSE OF THIS PLAN IS TO SHOW DEVELOPMENT PARCELS A, B, AND C FOR MASSACHUSETTS INSTITUTE OF TECHNOLOGY KENDALL SQUARE PROJECT.
- 2) SHEET 1 OF 2 SHOWS THE DEVELOPMENT PARCELS BOUNDARY LINES AND BOUNDARY DESCRIPTIONS.
- 3) SHEET 2 OF 2 SHOWS THE EXISTING BUILDINGS AROUND THE DEVELOPMENT PARCELS.



- PLAN REFERENCES:**
- MIDDLESEX REGISTRY OF DEEDS**
- PLAN NO. 3 OF 1955
  - PLAN NO. 950 OF 1972
  - PLAN NO. 1566 OF 1985
  - PLAN NO. 1334 OF 1985
  - PLAN NO. 1316 OF 1987
  - PLAN NO. 408 OF 1993
  - PLAN NO. 403 OF 1993
  - PLAN NO. 424 OF 1993
  - PLAN NO. 908 OF 2000
  - PLAN NO. 1774 OF 2005
  - PLAN NO. 432 OF 2010
- MASSACHUSETTS LAND COURT**
- LCC 1954
  - LCC 1859
  - LCC 1580
  - LCC 3246A
  - LCC 1956
  - LCC 3005A
  - LCC 4412A
  - LCC 4606A
  - LCC 8159A
  - LCC 8159B
  - LCC 16575A
  - LCC 16504A
  - LCC 23068A
  - LCC 11630A
  - LCC 7614A
- CITY OF CAMBRIDGE ENGINEERING DEPARTMENT**
- FIELD BOOK 136 PAGE 140-141
  - FIELD BOOK 156 PAGE 122
  - FIELD BOOK 168 PAGE 53
- PLAN NO. 3190
  - PLAN NO. 3214
  - PLAN NO. 3219
  - PLAN NO. 3275
  - PLAN NO. 4463
  - PLAN NO. 4408
  - PLAN NO. 4432
  - PLAN NO. 6274
  - PLAN NO. 6291
  - PLAN NO. 6339
  - PLAN NO. 9492B
  - PLAN NO. 9972
  - PLAN NO. 9991
  - PLAN NO. C9A020
  - PLAN NO. C9A029
  - PLAN NO. N-314
  - PLAN NO. STR-15-07
  - PLAN NO. STR-15-08
  - PLAN NO. STR-15-09
  - PLAN NO. STR-15-10
  - PLAN NO. STR-17-22
  - PLAN NO. STR-17-28
  - PLAN NO. STR-18-08
  - PLAN NO. STR-18-30

- LEGEND**
- ..... PARCELS WITHIN PUD-5 AREA
  - ..... DEVELOPMENT PARCEL A AREA
  - ..... DEVELOPMENT PARCEL B AREA
  - ..... DEVELOPMENT PARCEL C AREA
  - ..... BUILDING SITE BOUNDARIES
  - CH-BRC - CHORD BEARING
  - CH-L - CHORD LENGTH
  - R - RADIUS
  - SQ. FT. - SQUARE FEET
  - ..... LINE OF EXISTING REGISTERED PARCELS
  - ..... LINE OF EXISTING RECORDED PARCELS

4/25/2016	UPDATE BUILDING SITE AREAS
4/25/2016	INCLUDED BUILDING SITE AREAS

**DEVELOPMENT PARCEL PLAN**  
**MASSACHUSETTS INSTITUTE OF TECHNOLOGY**  
**KENDALL SQUARE PROJECT**  
**CAMBRIDGE, MASS.**

FELDMAN LAND SURVEYORS JULY 20, 2015  
 112 SHAWMUT AVENUE PHONE: (617)357-9740  
 BOSTON, MASS. 02118 www.feldmansurveyors.com

**FELDMAN**  
 LAND SURVEYORS

80 0 40 80 160 320  
 SCALE: 1"=80'

RESEARCH DWR	FIELD CHIEF JF	PRJL MGR DWR	APPROVED	SHEET NO. 1 OF 2
CALC JBD	CAUD JBD	FIELD CHECKED	CRD FILE 14628	JOB NO. 14628W

FELDMAN 25\PROJECTS\14500A\14628\DWG\14628W-PDA.dwg

MIT NoMa – PB#302

Mitigation	Phasing
<p><b>One (1) Hubway Station.</b> Finance the purchase and installation of one (1) large-size (i.e. 27 dock) Hubway station. The City and MIT shall identify a mutually acceptable locations for the Hubway station.</p>	<p>Initial payment for equipment to be made to the City before the first Building Permit for the residential building.</p>
<p><b>Hubway Maintenance and Operations.</b> Pay ongoing annual operations and maintenance fees to the City for the Hubway Station.</p>	<p>Annual operations and maintenance fees shall be paid to the City before June 1st in the year the Hubway Station is expected to be installed, and ongoing before June 1st annually.</p>
<p><b>Main Street Cycle Track Feasibility Study.</b> Evaluate the feasibility of a raised cycle track on the north and south sides of Main Street between the Longfellow Bridge and Third Street. The current city plan calls for a protected bicycle lane on the north side. This feasibility study will evaluate raising the protected bicycle lane into a raised cycle track on the north side and raising the bicycle lane on the south side into a raised bicycle track. The scope of the study includes conceptual drawings (plans and cross-sections) of at least two alternative cycle track configurations; one at roadway level and one at sidewalk level.</p>	<p>Prior to issuance of the Occupancy Permit of the residential building.</p>
<p><b>Residential Transportation Demand Management Measures (TDM).</b></p>	<p>Ongoing after issuance of Occupancy Permit of the residential building.</p>
<p>1. Make available up to 2 carsharing parking spaces in the NoMa garage for a vehicle-sharing company. As demand dictates additional carsharing vehicles will be added over time.</p>	<p>Ongoing after issuance of Occupancy Permit for the residential building.</p>
<p>2. Offer each adult member of each household (up to 2) upon move-in a Charlie Card valued at the cost of a 50% bus/subway pass (subject to fare increases) for 3 consecutive months. This benefit will end after 3 months for the household and begins anew upon unit turnover.</p>	<p>Ongoing after issuance of Occupancy Permit of the residential building.</p>
<p>3. Offer each adult member of each household (up to 2) upon move-in a 1-year Gold-Level Hubway membership. This benefit will end after one year for the household and begins anew upon unit turnover.</p>	<p>Ongoing after issuance of Occupancy Permit of the residential building.</p>
<p>4. Provide air pumps and other bike tools in the bicycle storage room.</p>	<p>Prior to the issuance of Occupancy Permit of the residential building.</p>
<p>5. Join the Charles River Transportation Management Association (TMA)</p>	<p>Ongoing after issuance of Occupancy Permit of the residential building.</p>
<p>6. Provide free EZRide Shuttle sticker for each adult member of each household each year.</p>	<p>Ongoing after issuance of Occupancy Permit of the residential building.</p>
<p>7. Charge parking separately from the residential rent, in order to remind tenants how much they pay for parking. The Permittee shall provide the summary of on-site parking fees to the TP&amp;T.</p>	<p>Ongoing after issuance of Occupancy Permit of the residential building.</p>

Mitigation	Phasing
<p>8. Either install a real-time multimodal transportation display screen to help people decide which mode to choose for each trip (transit, carsharing vehicle, Hubway bike share, etc.), or establish a transportation information center located in an area that is central, visible, convenient, and equally accessible to all residents and visitors. The center will feature information on:</p> <ul style="list-style-type: none"> <li>a. Available pedestrian and bicycle facilities in the vicinity of the site</li> <li>b. MBTA maps, schedules, and fares</li> <li>c. Area shuttle map and schedule, if one exists</li> <li>d. "Getting Around in Cambridge" map and other CitySmart materials (available at the Cambridge Community Development office)</li> <li>e. Location of bicycle parking</li> <li>f. Hubway regional bikeshare system</li> <li>g. Carsharing</li> <li>h. Ride-matching</li> <li>i. Other pertinent transportation information</li> </ul>	<p>Prior to the issuance of Occupancy Permit of the residential building.</p>
<p>9. Designate a transportation coordinator (TC) for the site to manage the TDM program. The TC will also oversee the marketing and promotion of transportation options to all residents at the site in a variety of ways:</p> <ul style="list-style-type: none"> <li>a. Posting information in a prominent location in the building and on the Project's website, social media, and property newsletters.</li> <li>b. Responding to individual requests for information in person and via phone and email</li> <li>c. Performing annual transportation surveys.</li> </ul>	<p>Ongoing after issuance of Occupancy Permit of the residential building.</p>
<p>10. Require the TC to compile and distribute up-to-date information explaining all transportation options to all new residents as part of their New Resident Packet. The packets will contain information on both the range of options available to any building manager programs to support the use of these options and will include:</p> <ul style="list-style-type: none"> <li>a. Available pedestrian and bicycle facilities in the vicinity of the site</li> <li>b. MBTA maps, schedules, and fares</li> <li>c. Area shuttle map and schedule, if one exists</li> <li>d. "Getting Around in Cambridge" map and other CitySmart materials</li> <li>e. Location of bicycle parking</li> <li>f. Hubway regional bikeshare system</li> <li>g. Carsharing</li> <li>h. Ride-matching</li> <li>i. Other pertinent transportation information</li> </ul>	<p>Ongoing after issuance of Occupancy Permit of the residential building.</p>
<p>11. Require that the TC will be on-site during a minimum of 2 hours per week and will be available during other times to residents via email and telephone. Email and phone information for the TC will be posted in the transportation information center.</p>	<p>Ongoing after issuance of Occupancy Permit of the residential building.</p>
<p><b>Loading Dock and Traffic Management Plan.</b> MIT shall provide a loading dock and traffic management plan for City approval. MIT shall monitor operations and if the operations cause issues on public users and infrastructure (e.g. vehicles blocking other users or parking illegally) then MIT will work with the City to resolve it.</p>	<p>Prior to the issuance of a Certificate of Occupancy of the residential building and ongoing. Plan may be later amended with TP&amp;T approval.</p>



Mitigation	Phasing
<b>Transportation Monitoring.</b> MIT shall commit to a transportation monitoring program and mitigation measures whose effectiveness is commensurate with the triggers established in the <b>Recommended Transportation Monitoring Program.</b>	Annual and Biennial monitoring reports as described in the Recommended Transportation Monitoring Program.

*Remainder of page intentionally left blank*

### **Recommended Transportation Monitoring Programs for NoMa and SoMa**

In order to be assured that the MIT Kendall Square NoMa and SoMa development as it unfolds is meeting the traffic generation targets that are the basis for approval of the PUD and Project Review Special Permits, the Projects shall be required to monitor the project's traffic generation and mode splits as buildings are built and occupied.

#### **NoMa Transportation Monitoring Program**

The NoMa project is residential, with approximately 16,000 sf ground floor retail. The project will have residential Transportation Demand Management measures.

To monitor the traffic generation, parking demand and utilization, the Permittee shall implement a monitoring program to include: annual monitoring of mode split for all trips; biennial garage driveway counts; biennial counts of parking space utilization (vehicles and bikes); and a detailed survey of the residents with regard to their pattern of trips, auto and bicycle ownership or leased, and where the residents customarily store such vehicles overnight. All surveys and counts shall be designed and conducted in a manner approved by the CDD and TP&T. Approval of the form of any survey instrument or monitoring method is required before issuance of the first Certificate of Occupancy for the Residential Building.

Monitoring and surveying shall begin when Occupancy of the residential building has reached fifty (50%) or within one year of the date of the issuance of the first Certificate of Occupancy, whichever is sooner. If the Certificate of Occupancy is issued between September 1<sup>st</sup> and February 29<sup>th</sup>, the monitoring should take place during the months of September or October and be reported to the City no later than November 30. If the Certificate of Occupancy is issued between March 1<sup>st</sup> and August 31<sup>st</sup>, monitoring should take place during the months of April or May and be reported to the City no later than June 30.

***Remainder of page intentionally left blank***

**APPENDIX C**

**URBAN DESIGN GUIDELINES – ATTACHED AS SEPARATE DOCUMENT**

## APPENDIX D

### SUSTAINABILITY GUIDELINES

MIT's NoMa and SoMa Planned Unit Developments contain a total of six (6) Building Sites to be developed in phases over a 10-year period. Each individual Building Site will come before the Planning Board for design review and approval prior to issuance of a building permit for a particular Building, which will include a review of the applicable sustainability standards. Each Building will meet the applicable Green Building standards required by zoning, and the NoMa and SoMa PUDs have committed to using LEED version 4 as a starting baseline.

#### Building Site Review

When the design of each individual Building Site is submitted to the Planning Board for Design Review and approval, it will include a Sustainability Narrative describing how the zoning requirements are being met, and also describing how the building performs in relation to the following guidelines. These guidelines are meant to demonstrate the manner and extent to which the Permittee considered, in connection with its design of each Building, the proposed strategies in the Net Zero Action Plan and likely future climate conditions as described in the Cambridge Climate Vulnerability Assessment, also recognizing that best practices for sustainable development will evolve over time.

- Energy Performance: Each Building should be designed to target a 10-20% reduction in energy from the LEED v4 baseline, with the expectation that later phases of development would at a minimum meet any more stringent baseline standards in effect at the time Design Review is conducted.
- Energy Supply: Renewable and/or low carbon energy sources for all building and site energy needs are encouraged to the greatest extent possible. The following items, at a minimum, will be addressed in the Narrative.
  - Solar: Building rooftops that have appropriate solar access should be designed to accommodate the future installation of photovoltaic and solar thermal energy systems. Strategies include, but are not limited to, enhanced structural loading, pitch and orientation, a conduit to accommodate pipes and cables, and dedicated space in mechanical rooms.
  - Steam: Connecting to existing steam lines, either from a local utility or from campus cogenerating facilities, is encouraged where feasible. A feasibility assessment will be provided for each Building as required in the PUD-5 zoning.

- Geothermal: The feasibility of geothermal energy systems should be assessed for each Building Site, including the feasibility of shared geothermal with other Building Sites.
- Energy Storage: Incorporating energy storage systems into buildings or sites, either at the time of construction or in the future, is encouraged.
- Commissioning: A verification program and ongoing commissioning plan for mechanical, electrical, plumbing, and renewable energy systems should be developed for each building prior to occupancy, according to the standards of the LEED Enhanced Commissioning credit or comparable standard.
- Transitioning to Net Zero: Buildings and sites should be designed with sufficient flexibility that buildings can transition to contributing toward net zero greenhouse gas emissions over time. The Sustainability Narrative will analyze, to the extent practical and utilizing appropriate technologies and processes available at the time that a Building and/or Building Site is submitted for Design Review, possible technical decarbonization pathways, including redesign of building energy systems, storage and energy procurement strategies.
- Resilience: Buildings and sites should be designed and operated to incorporate resiliency strategies that are protective of building occupants, activities and systems, and that contribute positively to the resiliency of the surrounding district, in anticipation of long-term climate impacts including precipitation-driven flooding, sea-level rise and storm surge flooding increased heat and other likely climate change impacts.
- Evolving Standards: The Net Zero Action Plan anticipates that new benchmarks for sustainability will be set over time. Design guidelines are expected to evolve as part of future resiliency planning in response to the Climate Change Vulnerability Assessment and related planning work. Therefore, Building and Building Site designs will be expected to meet the most up-to-date standards, as set forth in the Zoning Ordinance, at the time the Buildings are submitted for Design Review.

## **ONGOING ASSESSMENT**

At the time a Building and/or Building Site design is submitted for Planning Board Design Review, it should include a report assessing the sustainability and resiliency of those portions of the PUD Development Plans that have been completed to date; provided, however, that in no event shall the Permittee be required to provide more than one (1) assessment/update per calendar year. Upon

completion of all of the improvements authorized by the PUD Development Plans, commencing on the year in which the final Building receives its Certificate of Occupancy, and once every five (5) years thereafter until 2050, the Permittee should continue to provide updated assessments. The purpose of this assessment will be to inform MIT's planning for future phases of development and to support the City's objective of continually improving sustainability over time by learning from past experience and incorporating new strategies.

- The scope of the above Sustainability and Resiliency Assessment shall be determined by the Permittee and City Staff and, at a minimum, will address the following.
- An assessment of the sustainability performance of all completed and occupied development, including energy consumption, greenhouse gas emissions and other aspects of building sustainability.
- A detailed and up-to-date analysis of options for reducing greenhouse gas emissions through district and renewable energy system implementation, electrical micro grids, on-site energy storage, or other measures.
- A detailed and up-to-date analysis of options for improving district resiliency from climate change impacts.
- MIT's participation in collaborative efforts to promote sustainability, where applicable.

MIT will also work with the City to convene a working group of industry stakeholders, research institutions and industrial hygienists to collaborate on new standards for reducing energy use in buildings with high energy use.

October 25, 2015

Mr. John McQuaid  
Massachusetts Institute of Technology  
238 Main Street, Suite 200  
Cambridge, MA 02142

RE: Retail Consultant Recommendations || Summary  
MIT – Kendall Square SoMa, & NoMa Redevelopment (the “Project”)

Dear John,

I am pleased to submit for your review the following overview of my team’s recommendations related to SoMa and NoMa retail planning, development and ground floor activation. In doing so I stress that the City of Cambridge and MIT’s insistence on a deliberate and thoughtful approach to the activation of the retail portions of the Project is a good thing for MIT, Kendall Square, Cambridge and the region generally.

Graffito SP (“GSP”) has developed a retail approach for SoMa and NoMa that embraces the following general values and principles:

- In keeping with its commitments concerning local retailers, MIT shall actively recruit and prioritize deals with small, local, owner-operated businesses;
- Aggressively pursue retail tenants for the Project that offer services/uses that have been identified as missing from the neighborhood by community and CDD studies of past half-decade (*i.e.* pharmacy, grocery store, additional affordable restaurants, entertainment and certain soft goods);
- Deliver rentable premises within the Project of varying shapes and sizes in an effort to foster (i) texture on the ground floor and (ii) maximum flexibility in tenant recruitment;
- Think about ground floor activation as far more than just ‘retail’ by incorporating into planning and tenanting programmatic and cultural partners and collaborators;
- Embrace a new set of transactional norms for certain spaces that lowers the barriers of entry for start-up retailers; and
- Implement certain best practices from a design/architecture perspective that enhance the ground floor edge throughout the Project.

As suggested in last two bullets above, there are certain design and transactional standards/initiatives we recommend MIT embrace in the planning and execution of the retail portions of the Project. As follows is an overview of a handful of said standards in (A) design and (B) transactions:

(A) Embedded in MIT’s architectural plans across the entire Project and for all buildings must be certain best practice design treatments, namely:

- Dedicate maximum frontage along core pedestrian corridors for retail uses, thus eliminating oversized building lobbies and locating loading and egress functions to areas off Main Street;
- Bring all retail premises to grade along Main Street (currently not the case in Building 4);
- Deliver retail spaces with storefront features that enhance actual and visual permeability vis-à-vis the public realm;
- Design building facades that create visual cues that separate ground floor from rest of building (*i.e.* canopies, lighting, signage, color and material variation);
- Open space shall be designed and configured to include bike racks, trash receptacles, seating, charging stations, and pedestrian-scale lighting;
- Outdoor retail seating to be encouraged whenever and wherever possible;
- Centralized loading, trash and back-of-house functions that can be efficiently shared by multiple retail tenants within the respective Project buildings will be encouraged;
- Design unique, attractive and functional retail signage and way-finding (and combination thereof) ; and
- 15'+ floor-to-floor minimum dimension will be required for all new retail spaces.

**(B)** In addition to implementing the above design solutions, GSP recommends MIT embrace the following transactional strategies:

- Draft a standard form Letter of Intent that can be used for all retail deals (and is precursor to all lease negotiations) that (i) identifies all threshold business and economic terms to be include in lease document, (ii) is written in plain English that is easily understandable to tenants that may not have experience leasing space in mixed-use buildings or with institutional landlords, and (iii) provides sufficient details and tenant guidelines regarding design standards, municipal permitting, and outlines an allocation of responsibilities between landlord and tenant for retail construction;
- Provide all retailers with in-kind architectural services if needed prior to lease signing (but after LOI signing) in order to ensure smaller tenants have the support and guidance needed to identify infrastructure, design and permitting challenges;
- Develop a standard form lease and corresponding rules and regulations for the entire Project that requires tenants adhere to best practices in retail design and operations, including details on environmental sustainability (water usage, composting, recycling, etc.), minimum operating hours/days to ensure the neighborhood is more than just M-F/9-5, and signage standards;
- Provide tenant improvement allowances (or significant Landlord Work) for all retail premises;
- Waive all Base Rent during reasonable construction periods;
- Offer leasing options of varying durations: short-term leases to facilitate experimentation and long-term leases for tenants investing major resources into buildouts (*i.e.* restaurants and grocery use); and
- MIT hire a designated Retail Specialist to coordinate all SoMa and NoMa retail leasing transaction and provide a consistent and constant fixture for retail tenants



from leasing through opening and into operations. Said Retail Specialist shall oversee all retail brokers, consultants, designers, general contractors and property managers involved in SoMa and NoMa retail.

The above thoughts and approaches are only a summary of GSP's recommendations and I look forward to continued conversation about SoMa and NoMa retail with MIT and City representatives going forward.

Lastly, I'd like to stress that the responsible development of the Project's retail will require a steadfast commitment to flexibility and learning. The retail landscape is changing rapidly with the explosion of online global retailing but, at the same time, GSP is seeing a whole new generation of local retail entrepreneurs embracing technology, sustainability and experimentation in new and inspiring ways. Kendall Square offers an ideal canvas for this next generation retail entrepreneur and by embracing the above values and standards MIT will play the role of enabler, developer and investor in a truly special collection of retail spaces and places at SoMa and NoMa.

Respectfully submitted,



Jesse Baerkahn  
President & Founder



April 8, 2013

Mayor Henrietta Davis  
Vice Mayor E. Denise Simmons  
Ordinance Committee Chair David Maher  
City Councilor Leland Cheung  
City Councilor Marjorie C. Decker  
City Councilor Craig A. Kelley  
City Councilor Kenneth E. Reeves  
City Councilor Timothy J. Toomey, Jr.  
City Councilor Minka vanBeuzekom  
Cambridge City Hall  
795 Massachusetts Avenue  
Cambridge, Massachusetts 02139

**Re: Commitments and conditions accompanying the amended zoning petition for PUD-5 District attached hereto as Attachment A**

Dear Mayor Davis, Vice Mayor Simmons, Ordinance Committee Chair Maher and Councilors Cheung, Decker, Kelley, Reeves, Toomey and vanBeuzekom:

The purpose of this letter is to describe commitments and benefits which the Massachusetts Institute of Technology ("MIT") is prepared to offer the City of Cambridge, to facilitate and enable MIT to revitalize and redevelop Kendall Square (the "Project") through the construction of new mixed-use buildings, subject to the satisfaction of the "Conditions" set forth below.

MIT's Commitments

- A. **Off-Road Bicycle and Pedestrian Facilities Adjacent to the Grand Junction.** In connection with the City's continued desire to construct off-road bicycle and pedestrian facilities through Cambridge adjacent to the Grand Junction railroad branch and in furtherance of MIT's previous granting of easements to the Cambridge Redevelopment Authority (the "CRA") over real estate it owns at Technology Square for the construction of a portion of such facilities, MIT shall contribute, within 90 days of MIT's receipt of notification from the CRA that the CRA, its designee or successor, has commenced planning and or the construction of off-road bicycle and pedestrian facilities on property adjacent to the Grand Junction now owned by the CRA between Binney Street and Main Street, an amount requested by the CRA, in its discretion, of up to \$500,000, which funds shall be used for the construction of the facilities. In furtherance of providing appropriate off-road bicycle and pedestrian facilities through Cambridge adjacent to the Grand Junction railroad branch, MIT will, jointly and in conjunction with the City, complete a

study of all parcels that it owns adjacent to the portion of the Grand Junction railroad branch situated between Main Street and Memorial Drive, in order to consider the feasibility of granting the City of Cambridge easements for the construction, now or in the future, of off-road bicycle and pedestrian facilities adjacent to the railroad line. The study will be completed and a report submitted to the City Council within eighteen (18) months of the adoption of the PUD-5 zoning amendment.

- B. **Cherry Street Lot.** MIT shall convey the parcel of real estate situated at 35 Cherry Street (Assessor's Lot # 75-118) to the City of Cambridge or a third party to be designated by the City of Cambridge to be used, in perpetuity, for uses that directly benefit residents in the Area IV Neighborhood and surrounding communities. The transferee and use of the property shall be determined through a public process conducted by the City of Cambridge Community Development Department. MIT shall convey the lot immediately upon its receipt of notice from the City as to the identity of the transferee and the designation of the proposed use. The conveyance shall be made by MIT upon such terms and conditions as the City and MIT may reasonably agree.
- C. **Labor; Pathways Program; Jobs.** MIT agrees that, in connection with construction of new commercial buildings within the PUD-5 District, it shall use or cause its contractors to use union labor for all building trades. In conjunction with this commitment, MIT will contribute up to \$20,000 annually for a period of ten (10) years, commencing upon the Building Trade Council's creation of an apprentice Pathways Program for Cambridge residents for such program. It is understood that this funding will create no less than fifteen (15) new apprentice opportunities annually for Cambridge residents within twelve (12) months of the creation of the pathway program. In addition, MIT agrees that it will include in new leases of commercial space situated within the PUD-5, a covenant requiring that tenants notify the City of Cambridge Office of Workforce Development of all new job opportunities as they become available.
- D. **Locally based and Independent Retail.** MIT agrees that no more than fifty percent (50%) of new retail space in the PUD-5 District shall be occupied by retailers who own and operate retail establishments at more than five (5) locations in Massachusetts at the time the retailer's lease is initially executed.
- E. **Open Space and Retail Advisory Committee.** In order to ensure that the adjacent neighborhoods are involved in the programming of activities for the open spaces and the types of retailers for the retail space in the PUD-5 District, MIT will establish an advisory committee to provide input on the programming of these spaces. The advisory committee shall meet once annually for a period of 10 years. The advisory committee shall include representatives from the Community Development Department, adjacent neighborhoods

and three (3) representatives from MIT. To effectuate a vibrant community-based open space and retail plan, MIT shall complete its internal planning process with faculty, students, and staff, and shall create an open space and retail programming plan for any new commercial building and present such plan to the advisory committee six (6) months prior to the substantial completion of that building. MIT may update the programming plan from time to time.

F. **Real Estate Taxes.** Notwithstanding the provisions of any agreement that MIT may have entered into with the City previously, MIT hereby agrees that in the event that it converts any new commercial building constructed pursuant to the PUD-5 zoning amendment from commercial to exempt institutional use, MIT will remove such property from the tax rolls of the City of Cambridge incrementally over a period of five (5) years. During the four (4) year period following the conversion of such a property to institutional use, MIT agrees not to claim an exemption for the percentage of the assessed value of the property that would exceed the following: 20% in year one, 40% in year two, 60% in year three, and 80% in year 4. Commencing in year five and for each subsequent year that the ownership and use of such parcel satisfies the requirements for exemption under M.G.L. c. 59, MIT will have the right to claim that 100% of the value of property is exempt from assessment.

G. **Community Benefit Organization Contribution.** MIT shall make a contribution to the City of Cambridge in an amount equal to \$4 multiplied by the number of square feet of New Gross Floor Area for the commercial uses identified in Sections 13.82.4 and 13.82.7, which contribution shall be used to establish a fund that provides financial support to non-profit charitable community benefit organizations serving residents of the City of Cambridge (such contributions, "CBO Contributions"). Notwithstanding the above, CBO Contributions shall be made as follows:

- a. The first contribution of \$1,000,000 shall be made within ninety (90) days of the adoption of the zoning amendment.
- b. The second contribution of \$1,000,000 shall be made on the earlier to occur of (i) the issuance of the Final Certificates of Occupancy for new commercial buildings within the PUD-5 District containing 500,000 square feet of New Gross Floor Area and (ii) three years from the adoption of the zoning amendment.
- c. Additional payments shall be made upon issuance of Final Certificates of Occupancy for new commercial buildings within the PUD-5 District containing New Gross Floor Area in excess of 500,000 square feet, in the aggregate.

- H. **Innovation Space.** In addition to the Innovation Office Space required by Section 13.89.3, for a Development Proposal containing new Office Uses, MIT shall provide Gross Floor Area of innovation space equal to, or in excess of, the amount of Gross Floor Area that is five percent (5%) of the New Gross Floor Area approved in the Final Development Plan for Office Use. Existing Gross Floor Area situated within the PUD-5 may be utilized to satisfy this requirement. Such innovation space may be situated on other parcels owned by the developer or an affiliate of such developer located within 1.25 miles of the PUD-5 District. Innovation space utilized by a single emerging business entity shall not exceed 5,000 square feet of Gross Floor Area. Such innovation space shall not require shared space or resources nor shall it be required to be contiguous to any other innovation space.
- I. **Innovation Housing.** A minimum of eight percent (8%) of the New Gross Floor Area of the minimum housing required by Section 13.89.2 shall be devoted to units measuring between three hundred (300) and five hundred fifty (550) square feet in size. Such units may include flexible unit layouts, combined living and working spaces, shared common areas and other design features to increase affordability and communication among residents.
- J. **Limitations on Residential Parking Permit.** MIT agrees that it shall include or cause to be included in thirty (30) residential leases (or other equivalent occupancy agreements) for residential micro-housing units constructed within the PUD-5 containing the fewest square feet, a covenant by the tenant that the tenant shall not apply to the City of Cambridge Traffic, Parking & Transportation Department for a Resident Parking Permit.

#### Conditions to MIT's Commitments

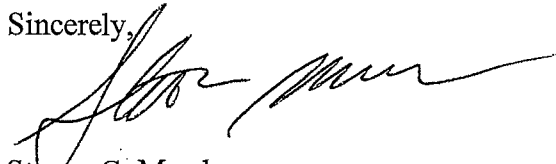
For purposes of clarification, MIT's commitments set forth above are offered if the following conditions (the "Conditions") are met:

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

In addition to meeting the requirements and conditions of any required permits for the Project, MIT is making these payments and providing the other mitigation referenced above to the City in order to provide the City with resources should it become necessary to mitigate any impacts which might result from the Project as a result of the rezoning, any special permit issued pursuant thereto and the issuance of the building permit. Should such impacts arise, the payments and other mitigation contained in this letter will enable the city to take appropriate steps to mitigate those impacts in the manner and at the times deemed most appropriate by the city.

Thank you.

Sincerely,

A handwritten signature in black ink, appearing to read "Steven C. Marsh", written in a cursive style.

Steven C. Marsh  
Managing Director, Real Estate