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# CITY OF CAMBRIDGE

Community Development Department

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To: Planning Board

From: CDD Staff

Date: December 17, 2020

Re: Special Permit PB-364, CambridgeSide PUD (parcel address: 100 CambridgeSide Place, 60-68 and 106-108 First Street) and Special Permit PB-66 Amendment #22 (premises: First Street, Thorndike Way, Edwin Land Boulevard, Lechmere Canal Park)

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Submission Type: PUD Special Permit Application; PUD Special Permit Amendment (PB-66)

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Applicant: New England Development (NED)

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Zoning District(s): Business A (BA); PUD-4; PUD-8

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Proposal Summary: Redevelop and expand the existing CambridgeSide property into a mixed-use center including residential, retail, office and laboratory buildings, in addition to maintaining the existing core mall.

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Special Permits Requested: PUD-8 Special Permit (Section 13.102), Special Permit for modification of bicycle parking standards (Section 6.108) and Project Review Special Permit (Section 19.20) *A summary of the applicable special permit findings is listed on the following page.*

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Other City Permits Needed: Amended commercial parking facility permit.

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Planning Board Action (second hearing): Approval or disapproval of PUD Final Development Plan and granting or denial of other requested special permits.

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Memo Contents: Comments on development plan addressing planning, zoning, and urban design.

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Other City Staff Reports: Traffic, Parking and Transportation Dept. (TP+T), Department of Public Works (DPW), in separate documents.

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**Overview**

On 12/22/2020, the Planning Board will have the second hearing on New England Development’s Planned Unit Development (PUD) special permit application for development of approximately 575,000 square feet of residential and non-residential uses. The first hearing was on 10/6/2020.

Since that time, the applicant’s team has met with Community Development Department (CDD) staff, including zoning, urban design, environmental and transportation planning staff. The intent of these meetings was to further discuss the set of issues raised by staff and the Board at the 10/6/2020 hearing, and to discuss how the project would proceed if the Board grants the requested special permits. In November, the applicant provided a Final Development Plan and Supplement with revised plans and a summary of efforts they have made to address the points raised by the Planning Board. The Final Development Plan also seeks an additional special permit for modifications to bicycle parking requirements

The purpose of this memo is to comment on the responses provided by the applicant, and to provide the Board with recommended special permit conditions to regulate the development plans over time, including the process for detailed review of building site designs and proposed changes, and measures that would mitigate project impacts and provide compensating public benefits. The Preliminary Determination issued by the Planning Board after the first public hearing is included for reference.

The following topics are covered in this memo:

- Summary of the findings that are required of the Planning Board in granting the requested special permits;
- Summary of the issues raised at the prior meeting and staff comments on the additional materials provided by the applicant;
- Recommended conditions to regulate the development plan if the Planning Board decides to grant the requested special permits.

The complete set of findings for issuance of a special permit to be made at the public hearing on Final Development Plan are summarized below:

Requested Action	Summarized Findings
Approval of a PUD Final Development Plan (Section 12.36.4)	The PUD Final Development Plan: <ul style="list-style-type: none"> <li>• Continues to conform to the criteria for approval of a Development Proposal (see Preliminary Determination).</li> <li>• Contains revisions to the Development Proposal in response to the Preliminary Determination.</li> </ul>
Referenced Policy Plans in the PUD-8 District (Section 13.101)	To the extent reasonably practicable and subject to the provisions of Section 13.107.5 below, new buildings shall be generally consistent with the policy objectives set forth in the <a href="#">Eastern Cambridge Planning Study</a> dated October 2001, the guidance provided in the <a href="#">Eastern Cambridge Design Guidelines</a> dated October 15, 2001, the <a href="#">East Cambridge Riverfront Plan</a> dated May 1978, the <a href="#">East Cambridge</a>

	<p><a href="#">Development Review Process and Guidelines</a> dated June, 1985 and the <a href="#">Cambridge Riverfront Plan</a> dated Spring 2011.</p>
<p>Objectives for PUD-8 Special Permit (Section 13.102.4)</p>	<ul style="list-style-type: none"> <li>• Providing a mix of commercial, including research and technology, and residential uses, with particular emphasis on ground-floor retail along First Street, to encourage activity throughout the day and evening.</li> <li>• For residential uses, incorporating a diversity of dwelling unit sizes that are appealing and accessible to a variety of users, including families with children and households from a variety of socioeconomic backgrounds.</li> <li>• Improving the network of connections that integrate the PUD-8 District with the surrounding urban fabric of the East Cambridge neighborhood and the activity surrounding the East Cambridge Riverfront, and maintaining existing ground level pedestrian connections between Charles Park and Lechmere Canal Park, including interior connections with active retail uses.</li> <li>• Enhancing the existing network of high-quality streets, landscaping and open spaces, including significant space for public gathering and recreation, that serves the surrounding communities as well as the development on the site by encouraging and fostering a sense of community, civic engagement, social interaction, economic development, and environmental sustainability.</li> <li>• Integrating development with open space physically and functionally by means of building orientation, active frontages, location of building entrances, pedestrian linkages between major activity centers, enhanced landscaping and similar techniques.</li> <li>• Providing a strong street edge and active ground floors that animate streets and open spaces, including through the presence of Active Uses on the first-floor fronting on First Street and CambridgeSide Place.</li> <li>• Enhancing the architectural richness and diversity and aesthetic qualities of the PUD-8 District to complement and strengthen the architectural character of the district as it has evolved historically.</li> <li>• To the maximum extent practicable, promoting best practices for environmental sustainability in establishing design objectives for individual buildings and sites, in accordance with the City's ongoing planning efforts and current Massachusetts Department of Environmental Protection standards.</li> </ul>

	<ul style="list-style-type: none"> <li>• Demonstrating a commitment to implementing a Transportation Demand Management and Mitigation Program consistent with the reduced parking mandated in this PUD zoning and the capacity limitations of the transportation network that serves the area, including roadways and public transportation systems.</li> <li>• Activating surrounding streets by incorporating Active Uses on the portion of the ground floors of new and renovated buildings immediately fronting on First Street, CambridgeSide Place and Lechmere Canal Park (excluding those areas of such ground floors utilized for lobbies, limited mechanical areas and/or entrances to parking and/or loading areas).</li> <li>• Strengthening pedestrian access from First Street to retail establishments and the Riverfront.</li> <li>• Demonstrating a commitment to implement programming for proximate Public Open Space.</li> </ul>
<p>Special Permit for modification of bicycle parking standards (Section 6.108)</p>	<p>Proposed bicycle parking design or layout shall be durable and convenient for the users whom it is intended to serve.</p>
<p>Project Review Special Permit (Section 19.20)</p>	<ul style="list-style-type: none"> <li>• The project will have no substantial adverse impact on city traffic within the study area, upon review of the traffic impact indicators analyzed in the Transportation Impact Study and mitigation efforts proposed.</li> <li>• The project is consistent with the urban design objectives of the City as set forth in Section 19.30 (see appendix).</li> </ul>
<p>General special permit criteria (Section 10.43)</p>	<p>Special permits will be normally granted if the zoning requirements are met, unless it is found not to be in the public interest due to one of the criteria enumerated in Section 10.43 (see appendix).</p>

19.30 Citywide Urban Design Objectives (summarized)

Objective	Indicators
New projects should be responsive to the existing or anticipated pattern of development.	<ul style="list-style-type: none"> <li>• Transition to lower-scale neighborhoods</li> <li>• Consistency with established streetscape</li> <li>• Compatibility with adjacent uses</li> <li>• Consideration of nearby historic buildings</li> </ul>
Development should be pedestrian and bicycle-friendly, with a positive relationship to its surroundings.	<ul style="list-style-type: none"> <li>• Inhabited ground floor spaces</li> <li>• Discouraged ground-floor parking</li> <li>• Windows on ground floor</li> <li>• Orienting entries to pedestrian pathways</li> <li>• Safe and convenient bicycle and pedestrian access</li> </ul>
The building and site design should mitigate adverse environmental impacts of a development upon its neighbors.	<ul style="list-style-type: none"> <li>• Location/impact of mechanical equipment</li> <li>• Location/impact of loading and trash handling</li> <li>• Stormwater management</li> <li>• Shadow impacts</li> <li>• Retaining walls, if provided</li> <li>• Building scale and wall treatment</li> <li>• Outdoor lighting</li> <li>• Tree protection (requires plan approved by City Arborist)</li> </ul>
Projects should not overburden the City infrastructure services, including neighborhood roads, city water supply system, and sewer system.	<ul style="list-style-type: none"> <li>• Water-conserving plumbing, stormwater management</li> <li>• Capacity/condition of water and wastewater service</li> <li>• Efficient design (LEED standards)</li> </ul>
New construction should reinforce and enhance the complex urban aspects of Cambridge as it has developed historically.	<ul style="list-style-type: none"> <li>• Institutional use focused on existing campuses</li> <li>• Mixed-use development (including retail) encouraged where allowed</li> <li>• Preservation of historic structures and environment</li> <li>• Provision of space for start-up companies, manufacturing activities</li> </ul>
Expansion of the inventory of housing in the city is encouraged.	<ul style="list-style-type: none"> <li>• Housing as a component of large, multi-building development</li> <li>• Affordable units exceeding zoning requirements, targeting units for middle-income families</li> </ul>
Enhancement and expansion of open space amenities in the city should be incorporated into new development in the city.	<ul style="list-style-type: none"> <li>• Publicly beneficial open space provided in large-parcel commercial development</li> <li>• Enhance/expand existing open space, complement existing pedestrian/bicycle networks</li> <li>• Provide wider range of activities</li> </ul>

### **Comments from Prior Review**

At the 10/6/2020 hearing and in the CDD materials prepared for that hearing, it was observed that the proposal conforms to the provisions of the PUD-8 zoning and is broadly consistent with the City's plans that are referenced in Section 13.100 of the Zoning Ordinance. Board members raised a number of specific issues and also referred to issues that were raised in written comments by staff. Below is a summary of just some of the higher-level issues that were raised. In addition to these issues, there were many comments related to specific elements of the Development Proposal.

#### ***Phasing***

- Clarify actual timeline of housing delivery.
- Provide timeline of jobs delivery.
- Provide timeline of other public benefits with project phasing.
- Clarify phasing of parking changes.
- Coordination of periods of street, sidewalk, bike lane closures for construction purposes.

#### ***Public Benefits***

- Provide clear and explicit accounting of public benefits.
- Share information about projected market demands (including expected rents) to understand how development program works economically.
- Provide additional information on future projected sources and amounts of funds.
- Clarify provisions for future selling or leasing.
- With regard to housing, provide projected rent levels by unit size, salaries for affordable and workforce housing.
- Provide equity accounting (job types, current, projected layoffs, projected jobs by type once opening).
- Investigate who will be affected by construction noise and traffic and how that will be mitigated.

#### ***Housing***

- Provide detailed information on housing ahead of design review of residential building.
- Since roof of the mall will be overlooked by several buildings, explain how concerns about views from residential units will be addressed.

#### ***Core Retail Mall***

- Explore design options to attract the public into the core mall.
- Consider options to enliven the connection from the First Street mall entrance with shallow bay windows that allow views into retail stores, a door from bike room to mall connector, etc.
- Provide information about wayfinding signage.

#### ***Open Space***

- Identify play locations for children who live in the proposed residential building.

- Consider treating the pocket park next to housing entry at 90 First Street as the front yard of the residential building.
- Explore thoughtful design options for the pocket parks and consider site design as an ensemble.

### ***Sustainability***

- Consider installing photovoltaic arrays on roofs instead of just making buildings solar-ready.
- Explore Passive House standards for residential building design.

### ***Off-Street Parking and Bicycle Parking***

- Provide revised bike parking plan at 1:10 scale, showing how existing racks will meet the current standards, and the layouts and locations of all short term spaces.
- Clarify the number and show the locations of short-term bicycle parking spaces that will be provided on site at 1:10 scale.
- If the site plans can demonstrate that it is not feasible to locate all required short-term bicycle parking spaces on site, then identify the number of spaces that will be subject to the Public Bicycle Parking Fund payment as allowed in the Zoning Ordinance.
- Include details associated with slopes and elevations in garage plans as well as locations and sizes of entrances and exits. The dimensions and paths of travel should be shown on a 1:10 scale plan.

### ***Architectural Design***

- Consider design revisions for 20 CambridgeSide.
  - Design should be conscious of the connection with Hotel Marlowe; consider a smaller curb cut for loading dock; massing should not emphasize vehicular entrance over other entrances and uses.
  - Consider a display space in the area with bays windows facing Land Boulevard that back up to loading dock.
- Provide additional views of the outdoor terrace at 60 First Street and greater rendering detail of material transitions.
- Designs should attempt to showcase buildings to be different from each other.

### **Comments on PB-364 New Materials**

The Final Development Plan submission supplements the Development Proposal by focusing on the issues raised by the Planning Board and staff at the initial stage of review. The submission is fairly detailed, so staff comments focus on a few important issues that will be crucial to the implementation of the Final Development Plan.

### ***Planning and Zoning***

As discussed above, this proposal conforms to the provisions of the PUD-8 zoning and is generally consistent with the City's plans for the area. As with other PUD projects, it is important to remember that the Final Development Plan describes the project at a conceptual, master plan level; details of the plan will evolve over the expected development timeframe and flexibility will need to be incorporated into the development process. Therefore, many of the issues dealing with the specific characteristics of buildings,

sites and uses will be addressed more definitively during continuing design review, which is described further in the section on special permit conditions.

#### Development Program

The Final Development Plan remains consistent with the PUD-8 zoning, which allows up to 575,000 square feet of “net new” GFA (i.e., in addition to the amount existing on the site, some of which can be demolished and rebuilt) and of which at least 175,000 square feet must be for residential use. The non-residential development would be predominantly for office/laboratory use, with retail and other active uses on the ground stories of buildings along First Street.

This proposal would maximize the amount of commercial development permitted by zoning. Because of the City’s interest in promoting housing and active uses, staff recommends stating in the special permit conditions that any future adjustment to the development program that increases the amount of residential or active uses, with a commensurate decrease in office/lab uses, could be approved as a minor amendment. This approach has been used in comparable PUD developments to anticipate future changes that are supportive of the City’s planning objectives.

#### Phasing

One of the issues raised in the Board’s review was the timing of different phases, particularly the residential component. The phasing diagram included in the Final Development Plan shows a two-phase development with two commercial buildings in “Phase 1,” and a mix of residential and commercial development in “Phase 2.” According to the diagram, planning and design of the Phase 2 buildings would begin during the construction of Phase 1 buildings, and Phase 2 construction would begin after the completion of Phase 1, circa 2023.

The net new commercial development in the first phase would total about 326,000 square feet of GFA. Per Section 13.104.1 of the zoning, construction of the residential component must commence before issuance of a certificate of occupancy for more than 325,000 square feet of net new GFA. If the plan proceeds as proposed, then the construction of the residential phase would be expected to commence before the issuance of a certificate of occupancy for 20 CambridgeSide Place or 60 First Street, whichever comes later.

A phased construction plan is important for practical reasons. From the perspective of advancing the City’s planning objectives, staff believes that there are important reasons to ensure that the construction of Phase 2 follows immediately after Phase 1. First, because the housing is a significant public benefit that has a substantial cost to the developer, there needs to be sufficient economic motivation to advance that phase. Second, the development of Phase 2 is tied to the demolition of the above-grade parking garage. If new commercial development creates additional demand to use the existing parking, it could further diminish the economic motivation to advance Phase 2.

To provide a degree of assurance that there will not be a significant delay in commencing Phase 2, staff suggests a condition in the special permit decision that would require the Planning Board to review and approve a detailed timeline for Phase 2 development to be approved by the Planning Board with sufficient measures to guarantee that Phase 2 will be completed within the timeframe in the Final Development Plan. This is included in the suggested draft conditions language at the end of the memo.



### Housing

The Final Development Plan includes some information about the anticipated unit mix within the residential component, but more detailed information about the affordable units is not provided. As noted in the application documents, because the residential phase is not proposed to commence immediately, it is reasonable not to provide information in too much detail at this time. However, since the development plan does not provide many specifics about the residential building, it is important that the Permittee engage early on in the design process of the residential building with CDD's Housing Division. As the preliminary schedule of unit types and sizes that is provided contains many smaller-sized units, the size and type of units should be reviewed more carefully at the design review stage to ensure that the mix of affordable units will be appropriate. Suggested conditions are included in the draft at the end of this memo.

Planning Board members also asked for information about income levels and housing prices. Per the zoning requirements, in the case of rental units, "Affordable Units" are available to households earning up to 80% of Areawide Median Income (AMI) and "Middle-Income Units" would be available to households earning up to 120% of AMI. The total monthly housing cost is limited to no more than 30% of the gross income of the renting household (or 25% in the case of studio units).

A table of currently-applicable AMI-based income limits can be found on the CDD web site at the link below. These limits would be subject to change over time:

<https://www.cambridgema.gov/CDD/housing/resourcesandadditionalinformation/housingprogramincomeimits1>.

### Active Uses

The Final Development Plan indicates that the applicant intends to solicit the input of a PUD-8 Open Space and Retail Advisory Committee before making various decisions regarding design, programming and tenancing. The Plan commits the applicant to forming the Committee within 90 days of receipt of a building permit for the first new building. This timing is slightly earlier than that stated in the Letter of Commitment, which ties the establishment of the Committee to the issuance of the final certificate of occupancy for the first new building. In the other two retail committees that have resulted from similar PUDs, the developer has not solicited the committee's input on design, instead focusing on space activation (for open space) and tenancy (for retail). The applicant should be careful not to overestimate the ability of the Committee to influence outcomes, especially regarding the design of publicly-owned open spaces. Staff looks forward to working with the applicant on the design of these spaces and expects that other City-led advisory committees will be involved as well (including the Pedestrian, Bicycle and Transit Committees, the Committee on Public Planting, the Arts Council, and others as relevant).

Through the Letter of Commitment, the applicant has committed to providing spaces for local retail businesses and non-profits at subsidized rates. The Final Development Plan notes that the local retail will be comprised of one to three spaces, collectively totaling approximately 2,500 square feet, which are likely to be located on the first and/or second floors of the core mall along with other key retail within the project. To meet the spirit of this commitment to promoting local retail, the applicant should make a reasonable effort to ensure that at least one local retail space is located on the first level. Staff suggests as a condition that a report on the location and programming of such space be provided to CDD before the first certificate of occupancy for new development.

### Bicycle Parking

The applicant is seeking a special permit to reduce the bicycle parking requirements, both for long-term and short-term bicycle parking spaces, per Section 6.108 of the Zoning Ordinance. The applicant seeks a reduction from 457 to 450 long-term spaces and from 146 to 119 short-term spaces. As noted in the TP&T memo, both CDD and TP&T staff agree that the reduction of seven spaces of long-term bicycle parking out of 457 spaces is minor and will not be a significant change, particularly given the expectation that different users may be needing the parking at different times. Staff also understand that existing constraints may make it difficult to provide 146 short-term bicycle spaces on the Project's property, which is why the applicant has proposed to locate a portion of the short-term bicycle parking on publicly-owned land. The applicant has indicated that Planning Board Permit #66 had a provision that allowed them to provide bicycle parking on public land. This may be allowed as a pre-existing condition, but is no longer allowed by current zoning because of concerns about meeting zoning requirements on publicly-owned land. Current zoning includes a provision to pay into a public fund in lieu of providing parking on-site, if approved by city staff, due to issues such as insurmountable space constraints, such as where there are existing buildings being reused, which is partly true in this case. Staff has been having ongoing discussions with the applicant about the short-term bicycle parking and would suggest that instead of reducing the short-term bicycle parking requirement or meeting it on public land, the development should create as close to the minimum 146 required short-term bicycle parking spaces as feasible on-site and contribute to the City's public bicycle parking fund for the remainder. The final short-term bicycle parking plan still needs work in the design review phase, and staff continues to have discussions with the applicant.

### **Design**

Staff thanks the applicant for their attention to detail and efforts to address many of the comments regarding design made by the Planning Board and City staff from the previous memo and the Board's October 6, 2020 hearing. The following section summarizes changes that have been made since then and also some items that remain unresolved and are worthy of additional attention or explanation.

### Connectivity

Additional study has been given to the "Mall Connector," the proposed pedestrian passage located in the 60 First Street building that connects First Street to the mall food court area. The passage's side walls have been given an irregular profile, and a new café space has been added in the center. These changes add visual interest to the passage, and a place of arrival mid-way through it. Staff expects that the design of the passage will continue to improve as its side elevations are studied and attention is paid to materials and lighting. The difficulty of creating a connection from one or both of the pocket parks on First Street through to the mall's atrium has been explained. At the northern pocket park, the preservation of the existing Sears building's lower floors and the phasing of the removal of the garage preclude such a connection. The proposed loading dock underneath and behind the residential building in the middle of the First Street frontage serves the southernmost building, and so blocks the route of the pedestrian passage from the southern pocket park. Staff notes that if the residential component was located at the southwest corner of the development site, then it may be more feasible to create a pedestrian connection from the southern pocket park to the mall atrium.

Open Space

At the design review stage, staff expects more specificity regarding how open spaces will be used, provisions to serve these uses, furnishings, setback dimensions, plantings, pedestrian and bicycle desire lines and routes, improvements to accessibility (if any are needed), and connectivity to surrounding areas (especially at Canal Park). This will provide a fuller understanding of the intentions for the site's open spaces, including streetscapes of First Street, Cambridgeside Place, Thorndike Way, the pocket parks on First Street, and Lechmere Canal Park. As the designs are developed for open spaces, it is important to note that the City has ultimate authority over design changes in Lechmere Canal Park, First Street, and Land Boulevard, and the City-owned portion of Cambridgeside Place. A more detailed description of the process for developing and acquiring public art would also be helpful.

Staff provides the following comments regarding specific open spaces so the Planning Board is aware of design issues that should be raised at later stages of review:

**Lechmere Canal Park:** The Park serves as a linear park/travel way connecting Eastern Cambridge and the Charles River and Monsignor O'Brien Highway and the Mall, and also includes places for "staying activities" such as open lawns, seating areas, and a playground. The various parts of the park differ in character, views, path systems, and other features. The improvements to Canal Park will be made in Phase 1 of the project. The applicant could provide a more detailed analysis of the existing Park's problems, opportunities, conflicts, and strengths, addressing topics such as use, design, connectivity, and environmental quality. This should be followed by a clearer presentation of the changes that are proposed to the park and how they will improve the park's roles as a gathering place, a place for recreation and quiet enjoyment, and a connective part of Cambridge's system of open spaces, addressing such issues as pedestrian and bicycle desire lines, path systems and their connections to adjoining areas of the city (with reference to the connectivity as denoted in the City's Bicycle Network Vision), slopes, winter access, accessibility, the uses and character of open spaces, provisions for organized events, and improvements to plantings. Consideration could be given to the design of the park in relation to potential future improvements in the area, such as the proposed pedestrian bridge to Boston along the Science Museum.

**Thorndike Way:** More consideration could be given to the character and uses of Thorndike Way, and to how its landscape design will enhance its role as a connector between First Street and Canal Park.

**First Street:** As noted in the Final Development Plan the design of the First Street sidewalk and the vehicular lanes, including bicycle lanes and potential bus lanes, will be informed by the "First Street Corridor Study," which was funded by the applicant, is beginning to get underway and due to be completed in summer 2021.

**Pocket Parks on First Street:** The pocket parks will be constructed in Phase 2 of the project. Diagrammatic alternatives for the use and character of the pocket parks are provided. The intention is that these spaces are fully public, but that they also serve as entrances to the adjoining residential building. Greater clarity on how these aspects of their social role will be combined would be helpful. Location of short-term bicycle parking and any other features within the pocket parks will also need careful attention and design.

**Cambridgeside Place:** A better understanding of the proposed improvements to the landscape design of Cambridgeside Place and the architecture of the mall building would help address the Planning Board's questions about how the project will help maintain and enhance the viability of the retail mall. Changes

could potentially include the transformation of Cambridgeside Place to create a more pedestrian-friendly environment and changes to increase the visual prominence of the mall atrium's south entrance.

**Other Opportunity Sites:** The northern boundary of the “limits of work” has expanded since the August documents, but it still excludes two areas that could potentially be addressed, or that at least should be understood as parts of the park as a whole: the extension to Monsignor O'Brien Highway on the north, and to First Street opposite Otis Street. An explanation of how the limits of work were established would be helpful.

### Architectural Character

CDD staff met with the applicant several times over the last few months on the ongoing design of the Phase 1 buildings.

**Discussion of 20 Cambridgeside Place included:** The pattern of window mullions and sun shading, the Cambridgeside Place entrance, sun shading of fenestration, design of the penthouse, the design of the building's lobby, the inclusion of art in the ground floor façade screening the loading dock and the building's gas meters, the building's junction with the Hotel Marlowe and with the existing core mall building at the garage entrance on Cambridgeside Place.

**Discussion of 60 First Street included:** Changing the window openings on the second, third, and fourth floors to a consistent width, replacement of the ground floor stone piers with brick above a low stone base, refinements to the building's top floor and cornice, the addition of windows on the building's east side above the core mall's flat roof, and development of the Mall Connector. Staff anticipates that discussions will continue as the designs are further refined.

**80/90 First Street:** Consideration could be given to the development of the building's façade and massing to create greater integration of its upper floors (above 65') with its lower four floors. Consideration could be given to breaking up the bulk of the building's upper floors as seen from the west by creating an upper level courtyard on the west side. As noted below, the core mall's flat roof will be the foreground view of the residential building's east facing units; improvements to the roofscape, such as a green roof, would improve the quality of life for its residents.

### Signage and Wayfinding

Additional study should be given to graphic standards, to a strategy for the coordination of signage across the site, and to the process to establish the detailed content, design, and placement of wayfinding signs.

### ***Sustainability and Resilience***

Sustainable development is an important aspect of this project. The development is subject to the City's baseline sustainable design requirements for large projects and additional sustainability standards that are set forth in Section 13.107.4, and is required to submit a Net Zero Plan addressing, among other measures, “Opportunities for ground source and air source heat pumps, solar photovoltaics, solar hot water, bio-fuel emergency power fuel, battery storage, facilities electrification, airtightness and additional methods to eliminate fossil fuel usage.” The applicant will also be required to implement site and infrastructure improvements to meet the city's stormwater management standards. Moreover, the applicant has agreed

to efforts to promote climate resilience, most notably by committing to make core public spaces within the mall available as “cooling centers” during heat emergencies. Staff suggests that this be included in the special permit conditions for clarity in the future.

As noted in the previous stage of review, the applicant provided documentation to show compliance with the Green Building Requirements for the development plan as a whole in addition to responding to the Sustainability Plan and Resiliency Plan requirements. The development as proposed will generally employ measures such as an integrated design approach, insulation, and efficient equipment selection to meet Stretch Energy Code standards. The residential building is proposed to use non-fossil fuel systems and explore Passive House design standards, while commercial buildings will use more conventional energy-efficient systems. For the most part, the sustainable design measures that are proposed are more relevant in the context of building design than at a master plan level. Therefore, it is important for these sustainable design measures to be components of the continuing design review process. These are included in the suggested draft special permit conditions.

Staff suggest that while on-site solar power may not be feasible for building operating systems, the project should explore using solar power for user-oriented systems, which could benefit from renewable sources. The applicant should continue to investigate cost-effective opportunities to improve the building envelope as the design progresses, based on staff comments in the previous memo that in addition to energy efficiency and greenhouse gas mitigation, improving the building envelope also provides a greater measure of passive thermal resilience in the event that active energy systems fail. Further consideration should be given to the potential of the core mall’s flat roof for a green roof or photovoltaic arrays. These types of strategies could help address the area’s significant urban heat island effect, provide on-site power generation, and create usable terrace space. Note that unless the rooftop is improved, views from the residential building’s east facing units seem likely to be adversely affected.

As has been the City’s recommendation for other phased development projects, staff suggests that the special permit conditions include a requirement that buildings undergoing future design review adhere to sustainable design standards applicable at the time of design review, provided that the design review process is completed within two years of the start of construction. This ensures that new buildings would be meeting the same standards as comparable development throughout the city at that time.

Other sustainability and resilience issues are addressed in the accompanying memo from DPW and in the recommended special permit conditions.

### **DRAFT Recommended Special Permit Conditions**

The recommended conditions in the following pages fall into the following sections. The proposed structure is based on other large-scale, multi-phased PUD projects that have been approved in the past, such as North Point, Alexandria, and MIT Kendall Square SoMa.

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

The following referenced documents from the Final Development Plan and from other City Departments would be appended to the decision (and referenced where noted) if it is granted.

- A. Development Summary
- B. Special conditions included in TP+T memo on the Final Development Plan
- C. Special conditions included in DPW memo on the Final Development Plan
- D. Open Space Diagram
- E. Letter of Commitment (New England Development, 12/4/2019)

## 1. General Conditions

All development authorized by this Special Permit shall conform to the applicable requirements of the Cambridge Zoning Ordinance (“CZO”) and all other City of Cambridge Ordinances, in addition to the Conditions of this Special Permit Decision (the “Decision”).

- a. All development authorized by this Special Permit shall be in substantial conformance with the Final Development Plan materials dated October 28, 2020 and November 20, 2020 and all supplemental plan materials submitted to the Planning Board prior to issuance of this Special Permit, except as otherwise set forth in this Decision.
- b. The Community Development Department (“CDD”) shall certify to the Superintendent of Buildings that all Conditions of this Decision are met prior to the issuance of a Building Permit or Certificate of Occupancy for any development authorized by this Special Permit.

## 2. Approved Development Program

The following characteristics of the Planned Unit Development (PUD) are specifically permitted and are summarized in Appendix A, Development Summary:

- a. Development Parcel. The Development Parcel approved by this Decision (referred to as the “PB-364 Development Parcel”) shall include a portion of the Development Parcel previously approved in Special Permit Decision PB-66 (referred to as the “PB-66 Development Parcel”). Upon the issuance of this Decision, the PB-66 Development Parcel shall be amended to exclude the PB-364 Development Parcel. The original and new PB-66 Development Parcel and approved PB-364 Development Parcel are depicted in Appendix A. The resulting PB-66 Development Parcel shall include a total of approximately 268,552 square feet of Gross Floor Area (GFA), including 152,877 square feet of hotel use (currently the Hotel Marlowe) and 115,675 square feet within a portion of the office building at One Charles Park, as well as the below-grade parking garage, all of which shall be regulated by the amended Special Permit PB-66 and not by this Decision.
- b. Aggregate Development Program.
  - i. Total Development. The Gross Floor Area (GFA) that exists in the Development Parcel from the date of the PUD-8 Special Permit application is 1,090,000 square feet, which includes the GFA of above-ground structured parking facilities in existence on or before September 15, 2000. The maximum net new GFA permitted for the Development Parcel shall not exceed 575,000 square feet. The total development allowed in the Development Parcel is 1,665,000 in the aggregate, as more specifically set forth in Appendix A attached to this Special Permit and incorporated herein. Such GFA shall not include certain spaces that are specifically exempted from the calculation of GFA by Section 13.83.2 of the CZO.
  - ii. Office or Laboratory Uses. This Decision authorizes the construction of up to 960,000 square feet of GFA for office or laboratory uses (Section 4.34 of the CZO), which includes 420,000 square feet of reconstructed or converted existing GFA, 400,000 square feet of net new GFA, and 140,000 square feet of GFA on the third floor of the “Core Mall” previously approved by Amendment #21 to PB-66.
  - iii. Residential Uses. This Decision authorizes the construction of at least 175,000 square feet of GFA devoted to multifamily residential uses (Section 4.31-g of the CZO), including approximately 200

- dwelling units. Such residential uses shall fulfill the housing requirements set forth in Section 13.104.1(d) of the CZO.
- iv. Active Uses, as defined in Section 13.107.1 of the CZO, are authorized as shown in the Final Development Plan and as further defined in this Decision.
  - v. Modifications of Permitted Uses. Any change to this approved Aggregate Development Program that increases the GFA devoted to Residential Uses or Active Uses, with a commensurate decrease in Office or Laboratory uses, may be approved by the Planning Board as a Minor Amendment pursuant to Condition #15 of this Decision.
  - vi. Parking. No accessory parking shall be required for approved principal uses in the Final Development Plan. All approved uses shall be served by existing principal use parking spaces on the site that are subject to the conditions of PB-66, which shall be reduced in number from 2,490 to approximately 1,695 parking spaces by demolishing the existing above-grade structured parking garage according to the Phasing conditions set forth below. All parking facilities shall be regulated by the applicable provisions of Appendix B as well as by the Commercial Parking Facility Permit, as it may be amended. The parking garage shall continue to be made available to Cambridge residents during declared snow emergencies. Parking spaces may be used for carsharing to the extent allowable by the CZO. Electric Vehicle (EV) charging stations shall also be allowed within parking facilities. After the demolition of the existing above-grade parking garage, any change to the number of parking spaces accomplished by reallocating or active parking management may be approved as a Minor Amendment pursuant to Condition #15 of this Decision.
  - vii. Bicycle Parking. The Planning Board hereby approves a special permit to modify bicycle parking requirements per Section 6.108 of the CZO by reducing the required number of long-term bicycle parking spaces to a minimum of 450. However, as set forth in Appendix B, the final number of and locations for short-term bicycle parking shall be subject to approval by CDD and the Traffic, Parking, and Transportation Department (TP+T) during the design review process for individual buildings and the Permittee shall contribute to the City's Public Bicycle Parking Fund for the number of bicycle spaces not installed up to the 146 required short-term bicycle parking spaces.
  - viii. Public Bicycle Sharing Stations are authorized without limitation. At a minimum, the Permittee shall fund the purchase and related installation costs of public bicycle sharing stations (i.e., Bluebikes Stations) on the Development Parcel in accordance with the transportation mitigation requirements contained in Appendix B of this Decision. The City and Permittee have identified mutually acceptable locations for a station and the station will be located at one of those locations, with the final selection made by the City prior to installation.
- c. Site Development Program.
- i. This Decision authorizes development on four distinct building sites, as generally shown on the Final Development Plan and in the Site Development Table in Appendix A of this Decision, summarized below:
    - 20 CambridgeSide Place – demolition of the existing retail building and construction of a new building with approximately 365,000 square feet of GFA, predominantly for office or laboratory uses with some Active Uses at the ground story;
    - 60 First Street – addition to the existing building to result in a total of approximately 210,000 square feet of GFA, for office or laboratory uses with Active Uses at the ground story;



- 80-90 First Street – demolition of the existing above-grade parking garage and construction of a new building with approximately 300,000 square feet of GFA, for a mix of residential, office, and Active Uses; and
  - 110 First Street – demolition of the existing retail building and construction of a new building with approximately 335,000 square feet of GFA, for office or laboratory uses with Active Uses at the ground story.
- ii. Modifications to Site Development Table. Any change to the Site Development Table that alters the GFA figures set forth in Appendix A for any particular site by no more than 2,000 square feet may be approved by the Community Development Department (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 Site Development Table that does not alter the GFA of any building site by more than 10% may be approved by the Planning Board as a Minor Amendment pursuant to Condition #15 of this Decision.

### **3. 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 CZO and such other open space as the same is contextually depicted in the “Open Space Diagram” attached as Appendix D.
- b. In accordance with Section 13.105, upon the completion of all of the improvements in the PUD-8 District authorized by Special Permit PB #364, the Publicly Beneficial Open Space in the PUD-8 District and/or within 1,000 feet of the PUD shall total no less than twenty percent (20%) of the total land area of the PUD-8 District. Approximately 73,000 square feet of Publicly Beneficial Open Space shall be provided on the Development Parcel as set forth in the Final Development Plan.
- c. The Permittee shall be responsible for completing improvements to Lechmere Canal Park and to other public spaces surrounding the Development Parcel as set forth in the Final Development Plan. All improvements to public spaces controlled by the City of Cambridge shall be subject to final approval by the City.
- d. The Permittee shall create approximately 14,000 square feet of new Publicly Beneficial Open Space as depicted in the Open Space Diagram, including a “Mall Connector” interior to the building at 60 First Street and two courtyards adjacent to First Street. 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. Such Publicly Beneficial Open Space shall be located at the ground plane and shall be generally accessible for use by the public for reasonable periods throughout the day for the purposes for which the open space is designed and approved by the Planning Board. All Publicly Beneficial Open Space interior to a building, including the Mall Connector, shall be open for use by the general public during all hours when retail uses are in operation.
- d. 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.

- e. 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 #4 below.
- f. The Permittee shall be responsible for the continued maintenance of the Open Space, including keeping pathways clear of ice and snow, as per City of Cambridge regulations.

#### **4. Design Review**

In granting a Project Review Special Permit under Section 19.20 for the Final Development Plan, the Planning Board hereby approves buildings as presented in conceptual form, subject to later design review by the Planning Board. The Planning Board shall 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 design has been placed on the agenda, within two (2) years prior to issuance of a Building Permit for that building. 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:
    - 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.
    - 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.
    - Circulation routes to, from and through the site for pedestrians, bicyclists, passenger vehicles and service or delivery vehicles.
    - 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. A signage plan showing the general locations and areas of all signage visible from the public way, including the general design characteristics of any wayfinding signage intended to serve the PUD as a whole.
- ix. A plan showing the locations and describing the general characteristics of proposed art installations.
- x. 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.
- xi. The Green Building Review materials required to certify compliance with Condition #11 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 13.107.2 and Condition #9 of this Decision.
- xiii. A Light Mitigation narrative for any building containing laboratory use, addressing the requirements in Section 13.107.3 and Condition #9 of this Decision.
- 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.
- d. For the development of any residential building, the following information shall also be submitted for review and approval by the Planning Board:
  - i. Detailed layout of floor plans and unit plans.
  - ii. Number, type and size of units including the number of bedrooms and floor area.
  - iii. Amenities both in units and in common spaces.
  - iv. Views from residential units.
- e. During the design review process, the Board shall consider:
  - i. The architectural design of building facades, with special attention to the ground level.
  - 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 and referenced in this Decision.
  - 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.
- f. For residential development, best efforts to include in the affordable component units with two- and three-bedrooms to address the housing needs for families consistent with City housing goals.
- g. As described in Section 13.107.5, the Planning Board's review shall be guided by the design standards specified in the Final Development Plan, which are reflected in the policy objectives set forth in the Eastern Cambridge Planning Study dated October 2001, the guidance provided in the Eastern Cambridge Design Guidelines dated October 15, 2001, the East Cambridge Riverfront Plan dated May 1978, the East Cambridge Development Review Process and Guidelines dated June, 1985 and the Cambridge Riverfront Plan dated Spring 2011, provided that in the event of any conflict between any guidelines and the provisions of Section 13.100, the provisions of Section 13.100 shall govern.
- h. 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, loading facilities, bicycle and vehicular access and egress, public bicycle sharing stations, stormwater 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 are approved, or that that such approval shall be considered at some later time subsequent to issuance of a Building Permit.
- i. 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.
- j. 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 on or near the Building Site to be reviewed by the Community Development Department 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 the Community Development Department.

## 5. Timing and Phasing

- a. Commencement. This Special Permit shall be governed by the provisions of Chapter 40A of the Massachusetts General Laws (M.G.L.) and Section 10.46 of the CZO, 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.
- 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 diligently carried through to completion.
- c. Phasing
  - i. Development shall occur in phases as set forth in the Final Development Plan and summarized below:
    1. Phase 1 shall consist of development at 20 Cambridgeside Place and 60 First Street as described in the Site Development Program above, as well as improvements to Lechmere Canal Park.
    2. Phase 2 shall consist of development at 80-90 First Street and 110 First Street as described in the Site Development Program above, as well as improvements to First Street.
  - iii. 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.
  - iv. As set forth in the Final Development Plan, the development of Phase 2 is expected to commence within one year of the completion of Phase 1. Prior to issuance of a final Certificate of Occupancy for Phase 1 development, if a Building Permit for Phase 2 development has not yet been issued, the Permittee shall provide a detailed timeline for Phase 2 development to be approved by the Planning Board if the Board finds that the Permittee has taken sufficient measures to guarantee that Phase 2 will be completed within the timeframe set forth in the Final Development Plan.
  - v. 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.
- g. Modifications. Modifications to the Phasing Plan or to this Condition #5 may be approved by the Planning Board as Minor Amendments pursuant to Condition #15 of this Decision, provided that all other Conditions of this Decision and requirements of the CZO continue to be met, in particular the

requirements of Section 13.104.1(d) of the CZO requiring construction of the residential component to commence prior to or simultaneous with the earlier to occur of (i) issuance of a final certificate of occupancy for more than 325,000 square feet of non-residential Net New Gross Floor Area or (ii) issuance of a building permit for the second new building within the PUD-8 District (for the avoidance of doubt, a building permit for a new building shall mean a building permit authorizing the construction of a new structure that did not previously exist on the subject property).

## **6. Traffic and Infrastructure Improvements**

- a. The Permittee shall be required to implement the transportation mitigation program and transportation monitoring program contained in Appendix B, 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 Planned Unit Development. 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.

## **7. 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.

## **8. 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 any non-residential ground-floor space within the PUD to be occupied by Active Uses without amending this Special Permit.
- b. Active Uses shall include those uses enumerated in Section 13.107.1, along with any other use authorized in writing by the Planning Board in accordance with Section 13.107.1.
- c. In accordance with the Final Development Plan, the Permittee shall form an Open Space and Retail Advisory Committee within 90 days of receipt of a building permit for the first new building. The advisory committee shall include representatives from the Community Development Department, the East Cambridge neighborhood, and three (3) representatives designated by the Permittee, any of which may be representatives from other City-led advisory committees. The advisory committee shall meet bi-annually for a period of 10 years.
- d. In accordance with the Letter of Commitment dated December 4, 2019, prior to the issuance of the final Certificate of Occupancy for the first new building in the Project, the Permittee shall provide a report to CDD demonstrating compliance with the requirement to provide, for a period of not more than 20 years, up to 2,500 square feet of office space (which may be demised in smaller segments) at reduced rates (equal to a reduction of 30% below the rent charged for comparable market rate space), and for shorter durations than a typical office lease at the Project, in order to serve as an incubator for

small businesses or non-profits in East Cambridge. Such report shall specify the location and operational program for such space, including final rents to tenants, and general updates on the operations of the space.

- e. In accordance with the Letter of Commitment dated December 4, 2019, no later than the issuance of the final certificate of occupancy for the first new building in the Project, the Permittee shall provide for a period of not more than 20 years, up to 2,500 square feet of office space within the PUD-8 District (which may be demised in smaller segments) at reduced rates (equal to a reduction of 30% below the rent charged for comparable market rate space) to local retailers. A lease agreement for such space shall not require a tenant to pay for any share of the landlord's costs attributable to any of common area maintenance, insurance, or real estate taxes. The Permittee will provide CDD copies of leases and marketing brochures to demonstrate compliance.

## **9. Noise and Vibration**

- a. All buildings within the permitted Planned Unit Development, 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 13.107.2, at a minimum, any noise or vibration emanating from buildings and uses within the permitted Planned Unit Development shall not be normally perceptible at ground level without instruments at a distance of one hundred (100) feet from the source lot line.
- c. To certify compliance with the Cambridge Noise Ordinance and with Section 13.107.2 of the CZO, prior to and as a condition of the issuance of the first Certificate of Occupancy for a new or substantially altered commercial Building, 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 13.107.2, 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 operation thereof, an acoustical report, including field measurements, demonstrating such compliance.

## **10. 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. The Permittee shall be required to prepare and implement a Construction Management Program in accordance with Section 18.20 of the Zoning Ordinance, which shall be reviewed and certified by TP&T

and DPW prior to issuance of a Building Permit for development authorized by this Special Permit. Such a program shall include, in addition to the specific items required by said Section 18.20:

- i. A plan for site remediation in accordance with applicable local, state and federal requirements;
- ii. Identification of all work to take place in the public right of way including but not limited to potential impacts to existing public shade trees to be coordinated early in the design process with the City Arborist; and
- iii. A community outreach program including, at a minimum, the following elements:
  1. An identified point of e-mail and telephone contact to respond to community questions and feedback throughout the construction process;
  2. A system for communicating ongoing project updates, which may include a web page, e-mail list, social media presence, direct outreach, and/or other measures; and
  3. One or more signs posted on-site, legible from the public way, providing the information above along with a brief description of the project, the amount of commercial space, an expected completion date, and a rendering of the street-facing elevations.

## **11. Sustainable Environmental Strategies**

- a. The requirements of Section 22.20 and Section 13.107.4 shall apply to all development in the Planned Unit Development. 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 CZO, then the amended provisions shall apply to any development that has yet to receive Design Review approval pursuant to Condition #4 of this Decision.
- b. Pursuant to Condition #4 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 13.107.4, enhanced commissioning for newly constructed or renovated office and lab buildings, opportunities for ground source and air source heat pumps, solar photovoltaics, solar hot water, bio-fuel emergency power fuel, battery storage, facilities electrification, airtightness and additional methods to eliminate fossil fuel usage, including in the context of relevant energy initiatives implemented through the City of Cambridge, and exploring participation, if available, in any program sponsored by the City of Cambridge for community renewable energy purchase.
- c. The Permittee shall make the core public areas of the site available for use by the general public during extreme heat events, including seating, restrooms, water fountains, and charging stations, during normal retail hours of operation. Prior to the issuance of the first Certificate of Occupancy for development authorized by this Special Permit, the Permittee shall coordinate with City staff to create an operations plan for heat emergencies, including communication protocols, hours of operation, amenities, and public awareness.

## **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 December 4, 2019, by the Cambridgeside Galleria Associates Trust, attached as Appendix E 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 calculated upon the issuance of a Building Permit and provided to the City for each Building individually prior to the issuance of the first Certificate of Occupancy 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 13.104.1(d), which states that subject to the provisions of Section 11.203, the percentage shall be increased to thirty percent (30%). In addition, thirty-five percent (35%) of the total Dwelling Unit Net Floor Area constructed shall be devoted to Middle Income Units as defined by Section 13.104.1(d). The total number of Affordable Family-Sized Dwelling Units required under Section 11.203.3(g) shall be determined based on the total Dwelling Unit Net Floor Area devoted to Affordable Dwelling Units required by Section 13.104.1(d)(2) and, to the extent legally permissible under Section 11.200 and other applicable legal requirements, all Family-Sized Dwelling Units will be Middle Income Units and Affordable Dwelling Units per Section 13.104.1(d). Before the issuance of a Building Permit, the specific number, sizes, and location of affordable units shall be designated and approved by CDD's Housing Division, and the owner shall enter into an Affordable Housing Covenant, which shall conform with the requirements of Section 11.200 and Section 13.104.1(d) Compliance shall be certified by the Housing Division of CDD prior to issuance of a Building Permit for authorized residential uses.

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

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 Parcels, 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 of the CZO.
- 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, 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 is consistent with the standards for a Minor Amendment set forth in Section 12.37 of the CZO; and
  - ii. 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; and
  - iii. 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.

**Comments on PB-66 Amendment New Materials**

The findings for a PUD Minor Amendment are summarized below:

<b>Requested Actions</b>	<b>Summarized Findings</b> (see appendix for zoning text excerpts)
Minor Amendment to PUD Special Permit (Section 12.37.2)	The proposed amendment to the PUD do not alter the concept of the PUD in terms of density, floor area ratio, land usage, height, provision of open space, or the physical relationship of elements of the development.

The applicant is seeking a minor amendment to the existing PUD-4 Special Permit (PB-66) in addition to the PUD-8 Special Permit and the Project Review Special Permit. The purpose of this application is to establish what parts of the previously-approved development plan will not change and will remain subject to the conditions of PB-66. As a result, it is important to identify how specific provisions of the PB-66 Final Development Plan will be altered by the new Final Development Plan.

The Development Proposal for the new PUD special permit (PB-364) includes partial redevelopment of areas under PB-66. Amendment 21 of PB-66 approved the following mix of uses for the total gross floor area (GFA). The proposed amendment will transfer all of the land currently within the CambridgeSide mall site from PB-66 to PB-364, including the sites of new development and the retail and office spaces within the existing “core” mall that will not be changed. Following changes are proposed to this table under the current amendment request.

<b>Use Category</b>	<b>Approved Total Area of Use under Amendment 21</b> (square feet)	<b>Proposed Total Area of Use under Amendment 22</b> (square feet)
Retail	626,000	None – 300,000 SF of existing retail within the CambridgeSide mall site will be retained & subject to PB-364. 326,00 SF of retail will be redeveloped subject to PB-364.
Hotel	152,877	152,877
Office	255,675	115,675 (140,000 SF of existing office within the CambridgeSide mall site will be retained & subject to PB-364.)

Amendment 18 of PB-66 authorized the use of parking spaces in the parking garage as a principal use. The Development Proposal for PB-364 includes the replacement of the above-grade portion of the garage with new built area for mixed uses. The size of the garage is proposed to be reduced from 273,000 square feet to 135,000 square feet. While the Upper Garage was not counted as GFA under PB-66, approximately 273,000 square feet of the Upper Garage is considered existing GFA under PB-364. Staff believes it would be preferable to make the remaining below-grade parking subject to the conditions of either PB-66 or PB-364, but not both. Since the Applicant has not suggested eliminating the parking from PB-66, it could remain within the purview of that special permit. The Applicant will pursue a separate minor amendment to PB-66 to amend the Commercial Parking Facility Permit.

The Applicant has proposed a list of amendments to the conditions of PB-66 Special Permit to enable the development plan under PB-364. These are intended to clarify that if provisions of PUD-4 special permit are in conflict or inconsistent with PUD-8 special permit, then the provisions of PUD-8 special permit shall govern the development parameters for the PUD-8 development area.

If the Planning Board approves the requested PB-364 special permit and the PB-66 Minor Amendment, staff would conduct a careful review to ensure that the conditions of PB-66 are modified appropriately to best avoid future ambiguity.

Cambridgeside Galleria Associates Trust  
c/o New England Development  
75 Park Plaza  
Boston, MA 02116

December 4, 2019

**VIA E-MAIL AND HAND DELIVERY**

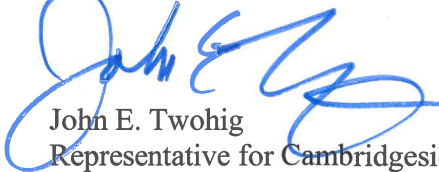
City Clerk Anthony Wilson  
Cambridge City Hall  
795 Massachusetts Ave., 2nd Floor  
Cambridge, MA 02139  
Email: [awilson@cambridgema.gov](mailto:awilson@cambridgema.gov)

**Re: Revised Commitment Letter for Proposed PUD-8 District**

City Clerk Wilson,

We have revised the commitment letter that is proposed as part of the PUD-8 District zoning petition currently under review by the City Council in light of comments and requests made by Councillors at the November 26, 2019 special meeting of the City Council. We have attached a clean, fully executed revised version of such letter, as well as a redline that shows changes made to the original version of the commitment letter that was submitted to the City Council as an attachment to our memorandum dated November 7, 2019. We wanted to submit these revisions for transmission to the City Council well in advance of the December 16, 2019 meeting in order to provide the Councillors sufficient time to review such revisions. Please let us know if you have any questions.

Sincerely,



John E. Twohig  
Representative for Cambridgeside Galleria  
Associates Trust

Enclosures

Cc: City Manager Louis A. DePasquale

Cambridgeside Galleria Associates Trust  
c/o New England Development  
75 Park Plaza  
Boston, MA 02116

December 4, 2019

**VIA HAND DELIVERY**

Mayor Marc C. McGovern  
Vice Mayor Jan Devereux  
Ordinance Committee Co-Chair Dennis J. Carlone  
Ordinance Committee Co-Chair Craig A. Kelley  
City Councilor Alanna M. Mallon  
City Councilor Sumbul Siddiqui  
City Councilor E. Denise Simmons  
City Councilor Timothy J. Toomey, Jr.  
City Councilor Quinton Y. Zondervan  
Cambridge City Hall  
795 Massachusetts Ave., 2nd Floor  
Cambridge, MA 02139

**Re: Commitments and conditions accompanying the amended zoning petition (the “PUD-8 Zoning”) for PUD-8 District (the “PUD-8 District”)**

Dear Mayor McGovern, Vice Mayor Devereux, Ordinance Committee Co-Chairs Carlone and Kelley and Councilors Mallon, Siddiqui, Simmons, Toomey and Zondervan:

The purpose of this letter is to describe commitments and benefits which New England Development and Cambridgeside Galleria Associates Trust (“**NED**”) are prepared to offer the City of Cambridge to facilitate and enable NED to revitalize and redevelop CambridgeSide in light of changed circumstances in the retail market and neighborhood needs (the “**Project**”) through the construction of new mixed-use buildings, subject to the satisfaction of the Conditions set forth below.

Capitalized terms used, but not otherwise defined, herein shall have the meanings ascribed to them in Article 13.100 of the City of Cambridge Zoning Ordinance.

**NED’s Commitments**

- A. **Activation.** In light of the recent increased interest in creating a more vibrant streetscape, NED agrees that it shall incorporate Active Uses on the ground floor along First Street, Cambridgeside Place and Canal Park, as more particularly described in Section 13.107.1.

- B. **Setbacks and Stepbacks.** Pursuant to the provisions of Section 13.107.5(a)(i), any new buildings fronting on First Street will incorporate a setback of at least 10 feet. Pursuant to the provisions of Section 13.107.5(a)(ii), any new or renovated buildings within the PUD-8 District that exceed 85 feet in height will incorporate (i) a 10-foot stepback of the building façade at an elevation of approximately 65 feet in height and (ii) a 10-foot stepback of the building façade at an elevation of approximately 135 feet in height (if applicable). New or renovated buildings within the PUD-8 District that do not exceed 85 feet in height are encouraged to provide a distinct horizontal articulation at a datum height of approximately 65 feet.
- C. **Subsidy for Innovation/Start-Up or Non-Profit Office Space.** NED agrees that no later than issuance of the final certificate of occupancy for the first new building in the Project it shall provide (for a period of not more than 20 years) up to 2,500 square feet of office space (which may be demised in smaller segments) at reduced rates (equal to a reduction of 30% below the rent charged for comparable market rate space), and for shorter durations than a typical office lease at the Project, in order to serve as an incubator for small businesses or non-profits in East Cambridge. NED agrees that a lease agreement for such space shall not require a tenant to pay for any share of landlord's costs attributable to any of common area maintenance, insurance or real estate taxes.
- D. **Local Retail Subsidy.** In connection with the Open Space and Retail Advisory Committee (as defined herein), NED agrees that no later than issuance of the final certificate of occupancy for the first new building in the Project it shall provide (for a period of not more than 20 years) approximately 2,500 square feet of space within the PUD-8 District (which may be demised in smaller segments) at a reduced rate (equal to a reduction of 30% below the rent charged for comparable market rate space) to local retailers. NED agrees that a lease agreement for such space shall not require a tenant to pay any for share of landlord's costs attributable to any of common area maintenance, insurance or real estate taxes.
- E. **Minority- and Women-Owned Businesses.** To help remove barriers to participation of minority- and women-owned businesses at the Project and to ensure nondiscrimination in the award and administration of opportunities for tenancy at the Project, NED will submit to the City of Cambridge Economic Development Department a plan outlining how diligent efforts will be made to contact and recruit minority- and women-owned business enterprises as tenants of the Project.
- F. **Delivery of Residential Component.** Construction of the Project's residential component shall commence in accordance with the time frame set forth in Section 13.104.1(d)(1).
- G. **Affordable Family-Sized Dwelling Units.** NED commits to making all Family-Sized Dwelling Units (as defined in the Zoning Ordinance) in the Project affordable pursuant to

Section 13.104.1(d)(4), and the distribution of such units to Inclusionary or Middle Income Housing shall be as set forth in such Section. NED agrees that it will provide no less than 20 affordable Family-Sized Dwelling Units.

- H. **Affordable and Middle Income Housing.** Pursuant to Section 13.104.1(d), at least thirty percent (30%) of the Net New GFA proposed under a Development Plan in the PUD-8 District must be devoted to residential use, i.e., at least 175,000 sf assuming a Development Plan that proposes the full 575,000 sf of allowed Net New GFA. This amount of required residential development, in concert with the required mix of affordable housing under the PUD-8 Zoning (described below), results in the production of an equivalent number of affordable units as would result from an approximately 570,000 sf residential development under the existing Inclusionary Housing requirements of Section 11.200 the Zoning Ordinance, i.e., 20% of GFA devoted to residential use.

NED commits to making a total of sixty-five percent (65%) of the Project's residential Net New Gross Floor Area affordable pursuant to Section 13.104.1(d)(2)-(3).

- I. **Noise and Light Mitigation Measures.** In light of comments received during the rezoning process, NED agrees that it shall implement noise and light mitigation strategies pursuant to Sections 13.107.2 and 13.107.3.
- J. **East End House.** NED agrees that it will make a cash contribution to the [insert East End House legal entity name] in the amount of \$4,000,000 on the first day following the date upon which the appeal period related to adoption of PUD-8 Zoning has expired, with no challenge to the validity of the same having been made (or in the event of any challenge, the date that such challenge shall have been finally resolved in favor of such validity). NED agrees that it will make an additional cash contribution to the [insert East End House legal entity name] in the amount of \$5,000,000 upon issuance of the building permit for the third new building in the Project. For the purposes of this letter, a new building shall mean the ground-up construction of a structure that did not previously exist within the PUD-8 District.
- K. **Improvements to Existing Open Space.**<sup>1</sup> NED agrees that prior to issuance of a final certificate of occupancy for more than 325,000 square feet of Net New Gross Floor Area for the Project it shall provide additional plantings, trees and landscaping at existing open spaces within the PUD-8 District, including Canal Park, all to be completed in substantial conformance with the attached materials prepared by CRJA-IBI Group (IBI Placemaking) attached hereto as Attachment B.

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<sup>1</sup> Any references in this letter to proposed improvements and/or installations on land owned by the City of Cambridge or the Commonwealth of Massachusetts (including associated agencies and departments in each case) shall be subject to obtaining all necessary federal, state and local permits and approvals, including from the City or the Commonwealth as owner and/or as a permit-granting authority (as applicable).



- L. **Tree Fund.** NED agrees that it will make a \$1,000,000 contribution to the City's Tree Replacement Fund, payable in accordance with the following schedule: (i) \$500,000 upon issuance of the building permit for the first new building in the Project; (ii) \$250,000 upon issuance of the building permit for the second new building in the Project; and (iii) \$250,000 upon issuance of the building permit for the third new building in the Project.
- M. **Scholarship Contribution.** NED agrees that it shall contribute approximately \$1,300,000 (payable in annual installments over a 30-year period, as detailed below) to the East Cambridge Scholarship Fund, which Fund was initially established in connection with the original development at CambridgeSide in the 1990s. The first such installment shall be due within six months of the final approval of the PUD-8 Zoning with the remaining installments due annually thereafter. In years 1 through 10, the annual installment payments shall be \$33,333. In years 11 through 20, the annual installment payments shall be \$43,333. Finally, in years 21 through 30, the annual installment payments shall be \$53,333.
- N. **Community Space.** NED agrees that upon issuance of the final certificate of occupancy for the first new building in the Project it shall provide community meeting space within the PUD-8 District at no charge to local residents, community groups and small businesses (the "Community Space"), subject to reasonable rules and regulations. The Community Space shall be able to accommodate up to 40 people. It will also include an area for displays regarding the history of the City of Cambridge, which displays will be created in coordination with the Historical Commission and other community members and will begin with an exhibit on the history of indigenous people in Cambridge.
- O. **Arts Community Support.**<sup>1</sup> In furtherance of NED's current commitment to the local Arts Community and inclusion of their work at CambridgeSide, NED agrees that no later than issuance of the final certificate of occupancy for the first new building in the Project it shall develop a more comprehensive system that simplifies coordination with the local Arts Community and gives local artists opportunities to perform, display and/or sell their work at or within the vicinity of the Project, including Canal Park. Such a commitment may entail funding the installation of art within the Park or CambridgeSide and/or the expansion of the electronic display space within CambridgeSide. In connection with the same, NED will also coordinate with a reputable community arts program, such as the Lemelson-MIT program, to promote and host STEM and arts events at or within the vicinity of the Project.
- P. **Contribution to the Arts.** NED agrees that it shall make a \$500,000 contribution to the Cambridge Arts Initiative, or such other local arts fund or program identified by the City Council, upon issuance of the building permit for the first new building in the Project.
- Q. **Community and Open Space Event Programming.**<sup>1</sup> In coordination with the Open Space and Retail Advisory Committee (as defined herein), NED agrees that it shall host

community engagement events in or within the vicinity of the PUD-8 District on a regular basis, which events shall be held at such time(s) and location(s) as NED, in consultation with the Open Space and Retail Advisory Committee, may determine and shall be open to members of the general public. Such events may include a seasonal farmer's market, installation of winter garden(s) or the provision of space (e.g., shipping containers or kiosks) for small pop-up retail incubators within Canal Park.

- R. **Open Space and Retail Advisory Committee.** In order to ensure that the East Cambridge neighborhood is involved in the programming of activities for the open spaces and the types of retailers for the local retail space within the PUD-8 District (as provided for in items D and Q above), NED agrees that no later than issuance of the final certificate of occupancy for the first new building in the Project it will establish an advisory committee to provide input on the programming of these spaces. The advisory committee shall meet bi-annually for a period of 10 years. The advisory committee shall include representatives from the Community Development Department, the East Cambridge neighborhood and three (3) representatives designated by NED.
- S. **Affordable Childcare Space.** Recognizing the need for affordable childcare to support the East Cambridge neighborhood and future employees at the Project, NED agrees that that no later than issuance of the final certificate of occupancy for the first new building in the Project it shall provide (for a period of not more than 20 years) up to 2,500 square feet of space within the PUD-8 District at a reduced rate (equal to a reduction of 30% below the rent charged for comparable market rate space) for a daycare facility to rent to the extent operating such a facility is permitted by all applicable federal, state and local laws and regulations. NED agrees that a lease agreement for such space shall not require a tenant to pay for any share of landlord's costs attributable to any of common area maintenance, insurance or real estate taxes. NED also agrees to include a requirement in the lease agreement with the daycare facility operator obligating the operator to offer its services at a reduced rate to its users. Finally, NED shall use good faith efforts to lease such space to a community-based daycare facility.
- T. **Snow Emergency Parking.** Recognizing the need for off-street parking during snow emergencies, NED agrees that it shall continue to make parking at the Project available to East Cambridge residents during such emergencies.
- U. **Cambridge Public Schools Charles River Project.** For the next 20 years NED agrees that it shall work with the City of Cambridge Public School Department to develop a curriculum-based program that includes the opportunity for each third grader to experience the Charles River. In connection with the same, NED will cover the cost of a boat ride to help the students understand the historical maritime significance and ecological value of the Charles River to the surrounding communities, as well as coordinate with the School Department to arrange transportation to get the students to and

from the River. Such curriculum-based program shall commence in the first year following approval of the PUD-8 Zoning.

- V. **Boat Ride for Seniors.** For the next 20 years NED, in coordination with established senior services in the City, will develop evolving ways to connect Cambridge Seniors to the Charles River. In the first year following approval of the PUD-8 Zoning, from May through September, NED will sponsor, for Seniors, free weekly rides on the Charles River with lunches and activities.
- W. **Shelter During Extreme Weather Events.** Prior to issuance of a final certificate of occupancy for the first new building in the Project, and in coordination with City officials, NED will develop a plan to act as a “cooling oasis” and to provide shelter for the surrounding neighborhood during extreme weather events. CambridgeSide is uniquely situated to serve as a “cooling oasis” in the warming climate given that the core building is an interior public space connecting to a riverside/canalside green/blue exterior public space. By its implementation of the commitments set forth in this letter and to further the ability of CambridgeSide to serve as a “cooling oasis,” NED has agreed to improve (i) the water’s edge tree canopy (which contributes to temperature reduction), (ii) the area below the Land Boulevard Bridge (which provides deep shade shelter) and (iii) public access to the water where temperatures can be 20 degrees Fahrenheit below the urban ambient temperature.
- X. **Sustainability.** Pursuant to the provisions of Section 13.107.4, NED agrees that new buildings within the PUD-8 District will incorporate best practices for meeting sustainability goals in areas such as energy, emissions, water, materials, urban site reuse and landscaping. NED proposes a comprehensive design approach to meet such goals, including through implementation of the following measures:
- i. Adoption of energy conservation strategies. For example, core and shell of newly constructed office and lab buildings within the PUD-8 District will meet the LEED framework requirements at the Gold level or better, with an emphasis on overall energy (including fossil fuels) and water reduction;
  - ii. Reduction of carbon emissions by eliminating fossil fuel fired equipment as is feasible and reducing total energy required, including through the incorporation of the following to the maximum extent practicable: high efficiency building systems for new or renovated commercial buildings; improved building envelopes with reduced air infiltration; and lighting reduction through usage of LED and smart lighting controls;
  - iii. Support of the City’s Net Zero Action Plan, to the extent feasible, and/or integration of features that facilitate CambridgeSide’s ability to transition to Net Zero in the future (Net Zero Ready) by installing renewables on-site as is feasible and purchasing off-sets as needed.

- Y. **Passive House for Residential Use.** NED agrees that there will be no access to fossil fuels (i.e. no gas or fuel oil lines) within the living area of the residential component of any building and, to the extent reasonably practicable, to incorporate additional passive building standards, such as those promoted by the Passive House Institute US (PHIUS) or similar certifying entities, into the residential component of any building constructed within the PUD-8 District.
- Z. **First Street Promenade.**<sup>1</sup> Upon issuance of the final certificate of occupancy for the second new building fronting on First Street, NED agrees that it will coordinate with neighbors and City officials to establish a pedestrian-only area between Cambridgeside Place and Thorndike Way on Sunday afternoons between Memorial Day and Labor Day, as well as programming and activities to take place within such area.
- AA. **Transportation.** It is anticipated that NED will expend, commit to expend or cause to be expended by tenants or others located within the Project a total of approximately \$6,900,000 (the “**Transportation Funds**”) on hard and soft costs related to transportation- and traffic-related measures (whether or not associated with the Project and the local/state approval process therefor) including, but not limited to, studies, construction, funding contributions or commitments, Transportation Demand Management measures and design and construction of roadway, intersection and equipment improvements in connection with the Project (the “**Transportation Measures**”). In the event that NED has not expended, committed to expend or caused to be expended by tenants or others located within the Project all of the Transportation Funds on Transportation Measures at the completion of construction of 575,000 sf of Net New Gross Floor Area within the PUD-8 District, then NED shall contribute the remaining Transportation Funds to the City of Cambridge to be utilized for transportation improvements that benefit the East Cambridge neighborhood.

#### Conditions to NED’s Commitments

Notwithstanding anything to the contrary in the foregoing, NED’s commitments set forth above are offered only 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 commitments outstanding as of the date that NED applies for PUD and/or Article 19 Special Permits for the Project, NED 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 Net New Gross Floor Area contemplated by and in accordance with the attached PUD-8 Zoning, and no challenge to the validity of any such permits or approvals

shall have been made (or in the event of any challenge, such challenge shall have been finally resolved in favor of such validity) and a building permit for the portion of the development approved under such Special Permit(s) shall have been issued.

In addition to meeting the requirements and conditions of any required permits or approvals for the Project (and the payment of any and all fees associated with the issuance of such permits or approvals), NED is making these commitments and providing the other mitigation referenced above to the City in order to provide the City with resources to mitigate impacts which might result from the Project as a result of the rezoning and any special permit issued pursuant thereto.

**[REMAINDER OF PAGE INTENTIONALLY LEFT BLANK]**

As NED's duly authorized representative, I am authorized to make these commitments on NED's behalf.

Sincerely,

A handwritten signature in blue ink, appearing to read "Stephen R. Karp". The signature is stylized with a large initial "S" and a prominent flourish at the end.

Stephen R. Karp  
Chairman, Chief Executive Officer of NED

Attachment A: Zoning Petition

Attachment B: Materials for Improvements to Existing Open Space

**ATTACHMENT A**

## 13.100 PLANNED UNIT DEVELOPMENT 8 DISTRICT

13.101 *Purpose.* The PUD-8 District is intended to provide for the creation of a vibrant mixed-use district of high quality general and technical office and lab use, active commercial use, including retail, fitness and restaurant, components of residential use and enhancement of open space to serve residents of the District and the surrounding neighborhoods, as well as workers, students and visitors. The PUD-8 District encourages strong connections between the neighborhoods of eastern Cambridge and new development in that area, particularly along First Street, the East Cambridge riverfront (focusing on Lechmere Canal) and the PUD-8 area. It also promotes retail- and service-oriented ground floors that will activate surrounding public streets and spaces, such as First Street and Lechmere Canal Park. The expectation is for the District to continue to be a recognizable center of activity and economic viability for East Cambridge and the surrounding neighborhoods in light of the changing landscape of brick and mortar retail. Development in the PUD-8 District is expected to meet high standards for urban design, architectural design, environmental sustainability and open space design. To the extent reasonably practicable and subject to the provisions of Section 13.107.5 below, new buildings shall be generally consistent with the policy objectives set forth in the Eastern Cambridge Planning Study dated October 2001, the guidance provided in the Eastern Cambridge Design Guidelines dated October 15, 2001, the East Cambridge Riverfront Plan dated May 1978 and the Cambridge Riverfront Plan dated Spring 2011.

13.102 *PUD-8 Special Permit.*

13.102.1 Eligible Development Parcel. To further the purpose of this Section 13.100, an applicant may submit a Development Proposal and obtain a special permit from the Planning Board approving a Final Development Plan for the Development Parcel located within the PUD-8 District which, at the time of application for a PUD-8 Special Permit, (i) contains at least 100,000 sf of retail and/or restaurant space on the ground-floor allowed pursuant to a valid special permit under the PUD-4 District, (ii) contains at least 7.5 acres in area and (iii) is within 600 feet of 3 acres of Public Open Space. The Development Parcel within the PUD-8 District may contain contiguous or noncontiguous lots elsewhere in the PUD-8 District or within another PUD District that are situated within twelve hundred (1200) feet of the boundaries of the PUD-8 District.

13.102.2 PUD-8 Special Permit Approval. The Planning Board may grant a PUD-8 Special Permit approving a Final Development Plan for the Development Parcel upon finding that the Final Development Plan is consistent with the criteria set forth below, all other criteria applicable to approval of any other special permits being sought, and upon consideration of the PUD-8 Guidelines and Principles (as hereinafter defined). Any modification to a Final Development Plan, the need for which arises for any reason, shall require a major or minor amendment in accordance with Section 12.37 of this Zoning Ordinance and the provisions of the PUD-8 Special Permit. A PUD-8 Special Permit approving a Final Development Plan may specify a range of modifications that may be approved as minor amendments to the PUD-8 Special Permit, which are subject only to written approval of the Planning Board, if such modifications are found by the



Planning Board not to significantly alter the concept of the approved PUD-8 Special Permit.

13.102.3 PUD-8 Special Permit Requirements. Within the Development Parcel, the locations of streets and open spaces, the quantities of proposed land uses, and general PUD-8 lots, building envelopes, locations and heights shall be indicated in sufficient detail that the Planning Board can reasonably assess the impact of the PUD-8 Special Permit and its general consistency with the PUD-8 Special Permit Criteria set forth in Section 13.102.4 below. At a minimum, a Development Proposal and subsequent Final Development Plan must contain the following components:

(a) *Site Development Plan* — describing how the Development Parcel is divided into distinct PUD-8 lots, streets, and open spaces and their development characteristics, including potential uses and Gross Floor Area (“GFA”).

(b) *Site Massing Plan* — illustrating the height and massing of building volumes for each proposed building site, including representative ground-level views from selected vantage points, and studies of anticipated shadow and wind impacts resulting from building mass.

(c) *Parking and Loading Plan* — identifying the locations of all parking facilities, bicycle parking facilities and facilities for loading or other vehicular service functions, the number of spaces proposed at each location, and explaining in detail any restrictions or commitments applicable to existing parking facilities, including but not limited to commercial parking permits, ongoing lease agreements, and programs to make parking available to off-site users.

(d) *Connectivity Plan* — illustrating all pedestrian, bicycle and vehicular circulation routes within the Development Parcel, their connections to nearby public circulation routes and destinations outside the Development Parcel, and approximate locations of access and egress points on each building and parking facility within the Development Parcel.

(e) *Open Space Plan* — illustrating and quantifying the areas of all open space areas utilized by the development in satisfaction of Section 13.105, including, without limitation, pedestrian ways providing connectivity to the riverfront.

(f) *Ground Floor and Activation Plan* — illustrating the conceptual arrangement of functions such as retail establishments and other active uses, and residential and office lobbies at the ground floor of each building in the Development Parcel, as well as the locations and anticipated sizes of Active Uses that may be required by the specific provisions of this Section 13.100 and strategies for programming and activating those spaces.

(g) *Housing Plan* — providing the approximate number and mix of housing unit types proposed on the residential site, and identifying the anticipated location of dwelling units that may be required by specific provisions of this Section 13.100.

(h) *Phasing Plan* — describing the general sequence in which development is proposed to proceed.

(i) *Sustainability and Resiliency Plan* – describing: (1) how the sustainability requirements set forth in Section 13.107.4 below will be met; (2) how the proposed development will promote best practices for environmental sustainability and resiliency; (3) how the proposed development serves nearby East Cambridge community-wide needs for emergency refuge or shelter during heat or storm emergencies in coordination with the Cambridge Climate Vulnerability Assessment dated February 2017.

(j) *Net Zero Plan* – describe how the proposed development will address the goals set forth in the Net Zero Action Plan, including the potential incorporation of enhanced commissioning for newly constructed or renovated office and lab buildings, opportunities for ground source and air source heat pumps, solar photovoltaics, solar hot water, bio-fuel emergency power fuel, battery storage, facilities electrification, airtightness and additional methods to eliminate fossil fuel usage, including in the context of relevant energy initiatives implemented through the City of Cambridge, and exploring participation, if available, in any program sponsored by the City of Cambridge for community renewable energy purchase.

(k) *Transportation Plan* – incorporating: (1) a Transportation Impact Study required by Section 19.20 of this Ordinance; (2) a Shared Parking Study required by Section 13.106.5 below; (3) a study of the impacts of increased demand on public transportation services in the East Cambridge area; (4) a description of the development’s relationship to future regional rail, bus, pedestrian/bicycle and other transportation system connections in the area; and (5) a Transportation Demand Management and Mitigation program describing measures which may be incorporated by the Planning Board into a condition of a PUD-8 Special Permit to offset or mitigate the development’s impacts on transportation systems, including measures set forth in this Zoning Ordinance and the City’s planning efforts to be linked to milestones, thresholds or performance standards. Such studies (and the recommendations set forth therein) shall account for the proposed scale and phasing of development and the limitations on system capacity to accommodate new vehicle, transit, and other trips.

(l) *Environmental Comfort Plan* – describing or showing screening, building elements, or other site improvements designed to reduce impacts from wind and shadows, provide adequate lighting for safe use while minimizing excessive light, mitigating urban heat island effect, and controlling noise generated by mechanical systems and by truck traffic, particularly on First Street.

(m) *Architectural Character Plan* – describing general approaches to the design of buildings, landscaped areas, streets, and pathways, identifying the type of visual character that the development will aim to achieve, with the expectation that specific designs of individual buildings and spaces will be reviewed in further detail as they are developed.

(n) *Comprehensive Signage Plan* – providing the approximate number, type and characteristics of signage to be installed within the District.

(o) *Utilities Plan* – analyzing existing infrastructure and demonstrating that each proposed building site at the time of development will be adequately served by water, sewer, gas, and electric infrastructure capacity or describing appropriate infrastructure capacity improvements that will be implemented to ensure such building site will be adequately served upon the completion of such improvement.

13.102.4 PUD-8 Special Permit Criteria. In approving a Final Development Plan, the Planning Board shall consider the following objectives with respect to any Net New GFA (as defined below) or construction of a new building:

(a) Providing a mix of commercial, including research and technology, and residential uses, with particular emphasis on ground-floor retail along First Street, to encourage activity throughout the day and evening.

(b) For residential uses, incorporating a diversity of dwelling unit sizes that are appealing and accessible to a variety of users, including families with children and households from a variety of socioeconomic backgrounds.

(c) Improving the network of connections that integrate the PUD-8 District with the surrounding urban fabric of the East Cambridge neighborhood and the activity surrounding the East Cambridge Riverfront, and maintaining existing ground level pedestrian connections between Charles Park and Lechmere Canal Park, including interior connections with active retail uses.

(d) Enhancing the existing network of high-quality streets, landscaping and open spaces, including significant space for public gathering and recreation, that serves the surrounding communities as well as the development on the site by encouraging and fostering a sense of community, civic engagement, social interaction, economic development, and environmental sustainability.

(e) Integrating development with open space physically and functionally by means of building orientation, active frontages, location of building entrances, pedestrian linkages between major activity centers, enhanced landscaping and similar techniques.

(f) Providing a strong street edge and active ground floors that animate streets and open spaces, including through the presence of Active Uses (defined below) on the first-floor fronting on First Street and Cambridge Side Place.

(g) Enhancing the architectural richness and diversity and aesthetic qualities of the PUD-8 District to complement and strengthen the architectural character of the district as it has evolved historically.

(h) To the maximum extent practicable, promoting best practices for environmental sustainability in establishing design objectives for individual buildings and sites, in

accordance with the City's ongoing planning efforts and current Massachusetts Department of Environmental Protection standards.

(i) Demonstrating a commitment to implementing a Transportation Demand Management and Mitigation Program.

(j) Activating surrounding streets by incorporating Active Uses on the portion of the ground floors of new and renovated buildings immediately fronting on First Street, Cambridgeside Place and Lechmere Canal Park (excluding those areas of such ground floors utilized for lobbies, limited mechanical areas and/or entrances to parking and/or loading areas).

(k) Strengthening pedestrian access from First Street to retail establishments and the Riverfront.

(l) Demonstrating a commitment to implement programming for proximate Public Open Space.

13.102.5 PUD-8 Lot. A lot within the PUD-8 District is a parcel of land that may be in more than one ownership, provided that the developer thereof has control over the entirety of the parcel, whether via fee ownership, long-term lease or enforceable easement rights, which parcel is bounded by other lots or by streets, and which is designated by the developer thereof to be used, developed or built upon as a unit.

13.102.6 Condominium Property Regime. Nothing in this Section 13.100 shall prevent a developer from submitting a building(s) subject to a PUD-8 Special Permit to a condominium property regime. The violation of the conditions of a PUD-8 Special Permit by one owner or occupant of a condominium unit within a development shall not be deemed to be a violation by any other owner or occupant within the development, but shall be deemed to be a violation by the owner or occupant of the condominium unit(s)/premises violating the conditions of the PUD-8 Special Permit. Nothing herein shall limit the rights of a condominium association against a violating owner or occupant.

13.102.7 Applicability of Requirements to Development Parcel. The requirements of this Section 13.100 may be satisfied for the entire Development Parcel on any lot(s) located within the limits of such Development Parcel or, with respect to Section 13.105 (Open Space), on other land within 1,000 feet of the PUD-8 District; provided, however, the requirements of this Section 13.100 shall not be applied to individual PUD-8 lots or ownership units comprising such Development Parcel, but shall be applied as if such Development Parcel were a single conforming PUD-8 lot whether or not such Development Parcel is in single or multiple ownership. A violation, with respect to an individual PUD-8 lot or ownership unit within the Development Parcel, of any provision of this Section 13.100 shall not constitute a violation with respect to any other individual PUD-8 lot or ownership unit within the Development Parcel.

13.102.8 Phasing Plan and Lapse. Any development within the Development Parcel shall commence and, to the extent built in multiple phases over a period of time, be

constructed in accordance with the time limits set forth in the Final Development Plan. Any changes to the Phasing Plan after issuance of the PUD-8 Special Permit are subject only to written approval by the Planning Board.

In no event shall any portion of the development approved by a PUD-8 Special Permit for which a building permit has been issued and construction has commenced be deemed to have lapsed due to the fact that any other phase of the development approved by a PUD-8 special permit has not been commenced or completed.

- 13.102.9 Relationship to PUD-4. With respect to the Development Parcel, the rights granted pursuant to a PUD-8 Special Permit shall be in addition to any rights previously granted under a PUD-4 special permit and the PUD-8 Special Permit shall govern with respect to such additional rights. The previously issued PUD-4 special permit shall remain valid and in full force and effect for, and govern with respect to, any remaining land outside of the Development Parcel subject thereto, provided that the terms of such PUD-4 special permit shall be applied to such remaining land without regard to any rights granted to the Development Parcel pursuant to the PUD-8 Special Permit.

To the extent the Development Parcel is subject to the provisions of one or more PUD District(s), special permit(s), site plan approval(s) and/or variance(s) issued prior to the issuance date of a PUD-8 Special Permit granted hereunder and the provisions of such PUD District(s) or existing approval(s) conflict or are inconsistent with the PUD-8 Special Permit, the provisions of the PUD-8 Special Permit shall govern.

- 13.102.10 Pre-Application Conference. In the course of preparing a Development Proposal, the developer shall be required to participate in at least one PUD Pre-Application Conference as established in Section 12.33 of this Zoning Ordinance and a similar conference with the full City Council or Ordinance Committee. The purpose of the conference will be to discuss the conceptual alternatives for site arrangement, building massing, circulation systems and public space arrangement, as well as general approaches to architectural and landscape design, and for the developer to receive informal feedback from the Planning Board prior to preparing the materials required by Section 13.102.3 above. As set forth in Section 12.33.2, any statement made by the Planning Board or the developer at the Pre-Application Conference shall not be legally binding. Notwithstanding Section 12.33.3, the developer shall present graphic and written materials as needed to illustrate and describe conceptual development alternatives

- 13.102.11 Design Review. In approving a Final Development Plan, the Planning Board may incorporate criteria and additional guidelines for future design review of individual building sites and open spaces in support of its findings, including with respect to: streetscape activation, amenities, and dimensions; the provision of canopy street trees; coordination with the City's plans for vehicular, pedestrian, and bicycle movement in East Cambridge; ground floor design; sidewalk widths and features; the location of the ground floor façades relative to the plane of the streetwall above; the height and façade expression of ground floors; façade length; modulation of the streetwall façade; the continuity of the streetwall; bay widths; window-to-wall ratios; the

massing and façade expression of towers, mechanical penthouses and their stepbacks; screening of mechanical systems; architectural details; building materials; incorporation of art; lighting design; sustainability; and universal access.

13.103 ***Uses Allowed in a PUD-8 District.*** The uses listed in this Section 13.103, alone or in combination with each other, shall be allowed, provided that the amount and extent of uses may be further regulated and limited as set forth elsewhere in this Section 13.100, including, without limitation, Section 13.107. This Section 13.103 shall refer to uses as they are listed in Article 4.000 and otherwise defined in this Zoning Ordinance as of the effective date of the enactment of this Section 13.100. For the avoidance of doubt, the Planning Board shall be the sole permit granting authority with respect to determining uses allowed under this Zoning Ordinance in the PUD-8 District.

- (a) **Residential Uses.** All uses listed in Section 4.31 a-h, and i.2.
- (b) **Transportation, Communication and Utility Uses.** All uses listed in Section 4.32, which are allowed or conditionally allowed in the base zoning district.
- (c) **Institutional Uses.** All uses listed in Section 4.33, which are allowed or conditionally allowed in the applicable base zoning district.
- (d) **Office and Laboratory Uses.** All uses listed in Section 4.34.
- (e) **Retail Business and Consumer Service Establishments.** All uses listed in Section 4.35.
- (f) **Open Air or Drive in Retail & Services.**
  - i. Sales place for flowers, garden supplies, agricultural produce conducted partly or wholly outdoors; commercial greenhouse or warehouse;
  - ii. Open air place of entertainment.
- (g) **Light Industry, Wholesale Business and Storage.** All uses listed in Section 4.37.
- (h) **Other Uses.** Any use not listed in subsections 13.103(a) through 13.103(g) above, otherwise allowed in a Business A District, may be allowed by the Planning Board upon written determination by the Board that such use is consistent with the objectives of the PUD-8 District and is consistent with the predominant uses in the PUD-8 District.

13.104 ***Dimensional Regulations.***

13.104.1 **Permitted Gross Floor Area (GFA).** The following GFA shall be permitted within the PUD-8 District:

- (a) ***Existing GFA.*** The GFA that exists on a lot(s) to be covered by a PUD-8 Special Permit on the date of application for such PUD-8 Special Permit, which shall be

calculated in accordance with the definition of Gross Floor Area under the Zoning Ordinance in effect at the time of adoption of this Section 13.100, except that the GFA of above-ground structured parking facilities in existence on or before September 15, 2000 shall be included in the calculation of Existing GFA (notwithstanding the exemptions under Section 5.25.3).

(b) *Net New GFA.* A maximum of 575,000 square feet of Net New GFA shall be permitted within the Development Parcel. For purposes of this Section 13.100, Net New GFA shall be calculated as the total Gross Floor Area proposed within the Development Parcel, less the Existing GFA pursuant to Section 13.104.1(a) above.

(c) *Assignment of GFA to PUD-8 Lots.* A Development Proposal for the PUD-8 Development Parcel including all PUD-8 lots within such PUD-8 Development Parcel shall describe how all of the permitted GFA will be assigned to PUD-8 lots within such PUD-8 Development Parcel. However, with the exception of the 100,000 square feet that comprises the core retail component of the PUD-8 District, all permitted GFA shall be assignable among PUD-8 lots within such PUD-8 Development Parcel, subject to approval by the Planning Board.

(d) *Required Residential Development.* A Development Proposal for the PUD-8 Development Parcel shall be required to provide a plan for the provision of at least thirty percent (30%) of its Net New GFA as residential development, subject to the following provisions.

1. Timing. Such residential component may be provided on any portion of such Development Parcel and may be provided during any phase of a multi-phase development, provided, however, that construction of such residential component shall have commenced prior to or simultaneous with the earlier to occur of (i) issuance of a final certificate of occupancy for more than 325,000 square feet of non-residential Net New Gross Floor Area or (ii) issuance of a building permit for the second new building within the PUD-8 District (for the avoidance of doubt, a building permit for a new building shall mean a building permit authorizing the construction of a new structure that did not previously exist on the subject property).
2. Inclusionary Housing Requirements. GFA assigned to residential use shall be subject to the Inclusionary Housing Provisions of Section 11.203 of this Zoning Ordinance, except that at least thirty percent (30%) of the total Dwelling Unit Net Floor Area constructed shall be devoted to Affordable Dwelling Units created through Inclusionary Housing.
3. Middle Income Housing Requirement. The following requirements for Middle Income Housing Units shall apply in addition to the Inclusionary Housing Requirements set forth above:
  - i. Thirty-five percent (35%) of the total Dwelling Unit Net Floor Area constructed shall be devoted to Middle Income Units (as defined below).

Such Middle Income Units shall be distributed throughout the residential development in a manner approved by City staff, in order to ensure that the Middle Income Units are of an appropriate location, size, configuration and quality for households intended to occupy such units.

ii. For the purposes of this Section 13.104.1, Middle Income Units shall be defined as residential dwelling units for which:

(a) The occupancy is restricted to households whose total income is not below seventy percent (70%) and which also does not exceed one hundred and twenty percent (120%) of the Area Median Income (AMI); and

(b) The rent (including utilities) does not exceed thirty percent (30%) of the income of the renting household or, in the instance of home ownership units, the monthly mortgage payment (including insurance, utilities and real estate taxes) does not exceed thirty percent (30%) of the income of the purchasing household, or such other equivalent standard as may be determined by the Board of Trustees of the Affordable Housing Trust Fund.

iii. Except as otherwise provided in Section 13.104.1(d)(4), GFA devoted to Middle Income Units shall be subject to the provisions of Sections 11.203.3 and 11.203.4, provided that such provisions shall be applied in a manner that reflects the income restrictions for Middle Income Units provided above (rather than the income restrictions for Inclusionary Housing provided in Sections 11.203.3 and 11.203.4).

4. Family-Sized Dwelling Units. The required residential development shall include a range of dwelling unit types and sizes, including Family-Sized Dwelling Units. The total number of Affordable Family-Sized Dwelling Units required under Section 11.203.3(g) shall be determined based on the total Dwelling Unit Net Floor Area devoted to Affordable Dwelling Units required by Section 13.104.1(d)(2). To the extent legally permissible under Section 11.200 of this Zoning Ordinance and other applicable legal requirements, all Family-Sized Dwelling Units will be Middle Income Units and Affordable Dwelling Units, allocated in accordance with the following: (i) those units required under Section 11.203.3(g) shall be Affordable Dwelling Units created through Inclusionary Housing; and (ii) any additional Family-Sized Dwelling Units shall be Middle Income Units.

(e) *Housing Contribution.* To the extent that a development proposed within the PUD-8 District is considered an Incentive Project, it shall comply with the requirements of Section 11.202 of this Ordinance.



13.104.2 Residential Density. There shall be no required minimum Lot Area Per Dwelling Unit in the PUD-8 District.

13.104.3 Maximum Building Height.

(a) As shown on the attached Building Height Map for the PUD-8 District, Map 13.101, the maximum height of buildings permitted in the PUD-8 District shall be eighty-five (85) feet except as hereinafter provided.

(b) The height of buildings or portions thereof may be increased by issuance of a PUD-8 Special Permit by the Planning Board upon a finding that all of the criteria in Section 13.102.4 have been satisfied and that the proposed height complies with the following distance parameters and the design guidelines in Section 13.107.5(a) (including setbacks and materials):

- i. The height of buildings or portions thereof that are less than three hundred (300) feet from the centerline of First Street and more than four hundred eighty (480) feet from the centerline of Charles Street may be up to ninety-five (95) feet in a location that is setback from the nearest boundary of the PUD-8 Development Parcel to the Lechmere Canal by greater than one hundred eighty (180) feet;
- ii. The height of buildings or portions thereof that are less than three hundred (300) feet from the centerline of First Street and between four hundred eighty (480) feet and three hundred fifteen (315) feet of the centerline of Charles Street may be up to one hundred forty-five (145) feet; and
- iii. The height of buildings or portions thereof that are less than three hundred fifteen (315) feet of the centerline of Charles Street and either (i) less than three hundred (300) feet from the centerline of First Street or (ii) more than four hundred twenty-five (425) feet from the centerline of First Street may be up to one hundred fifty-five (155) feet.

13.104.4 Other Dimensional Requirements. There shall be no minimum lot area for PUD-8 lots located within the PUD-8 Development Parcel. There shall be no minimum width for the PUD-8 Development Parcel and no minimum width for PUD-8 lots located within such Development Parcel. There shall be no minimum required front, rear and side yard requirements for the PUD-8 Development Parcel or for PUD-8 lots located within such Development Parcel. There shall be no minimum required distance between buildings on the PUD-8 Development Parcel and no minimum required distance between buildings situated on the same PUD-8 lot within such Development Parcel. The Planning Board shall approve all such PUD-8 lot sizes and building setbacks in accordance with the PUD-8 Design Guidelines and Principles set forth in Section 13.107.5.

13.105 Open Space.

- 13.105.1 Subject to the provisions of 13.105.2 below, at a minimum, twenty percent (20%) of the land area within the PUD-8 Development Parcel shall be Public Open Space or Publicly Beneficial Open Space, which may be located in the PUD-8 District and/or within 1,000 feet of the PUD-8 District, subject to the further standards set forth below (the “Minimum Open Space”).
- 13.105.2 To the extent that the Minimum Open Space requirement is to be satisfied, in whole or in part, with Public Open Space or Publicly Beneficial Open Space that is located outside of the PUD-8 District, the developer shall demonstrate that the developer (or its affiliates) has historically contributed to, or is committed to contributing to, the creation of such Open Space (e.g., through a financial contribution to, or development of, such Open Space).
- 13.106 ***Parking and Loading.*** Development in the PUD-8 District shall conform to the off-street Parking and Loading Requirements set forth in Article 6.000, and in the Schedule of Parking and Loading Requirements applicable to the Residence C-3, Office 3, Business B and Industry B districts, except as modified by this Section 13.106 below.
- 13.106.1 With regard to uses contained within new commercial buildings, provided that the requirements of Section 6.23 of the Ordinance are met, the parking requirements of this Section 13.106 may be satisfied (a) anywhere in the PUD-8 District or, if located outside of the PUD-8 District, within 2,000 feet of the use being served, notwithstanding anything to the contrary contained in Article 6.000; and (b) in total or in part by a lease agreement, occupancy agreement, license or other comparable legal instrument between the developer and the City, other public entity or private owner or consortium for use of parking spaces in the public or pooled private parking facilities within said area.
- 13.106.2 Notwithstanding anything to the contrary in Article 6.000, this Ordinance shall not restrict the management and assignment of parking spaces in a way that will most efficiently utilize the existing and proposed parking spaces to serve all approved uses.
- 13.106.3 **Minimum Parking.** There shall be no minimum parking requirements within the PUD-8 District; provided, however, in approving a Final Development Plan, the Planning Board may specify a minimum parking requirement based on review and analysis of Transportation Impact Studies and other relevant information on parking demand provided in application documents, including the Shared Parking Study as required below, and with the guidance of City agencies. The Planning Board, through its approval of a Final Development Plan, shall make a finding that the Final Development Plan provides adequate parking for proposed residential uses.
- 13.106.4 **Maximum Parking.** Maximum allowed parking for a PUD-8 shall be limited by applying the rates set forth below to each use within the PUD-8 and taking the summation of the result for all uses. For any use not listed below, the maximum parking ratio set forth in Article 6.000 shall apply.

- (a) Maximum of 5.0 spaces per 1,000 square feet of retail, consumer service and restaurant use.
- (b) Maximum of 0.9 spaces per 1,000 square feet of GFA for office use.
- (c) Maximum of 0.8 spaces per 1,000 square feet of GFA for laboratory use
- (d) Maximum of 1.0 space per residential dwelling unit.

In approving a Final Development Plan, the Planning Board may waive any maximum parking requirements applicable in the PUD-8 District and the underlying Zoning District.

- 13.106.5 Shared Parking Study. A Development Proposal for development in the PUD-8 District shall include an analysis of existing and anticipated parking demand for all uses in the development throughout the course of a typical day and week. The purpose of this analysis is to consider parking demands for different land uses that have peak parking demands at different times of day, thus enabling parking facilities to be used more efficiently. Accordingly, this analysis may identify opportunities for reducing the total amount of parking required to serve all uses through the sharing of parking spaces by multiple uses. Based on this analysis, the Planning Board, with guidance from City staff, may approve a reduced minimum or maximum parking requirement upon finding that the approved amount of parking will be sufficient to serve all permitted uses. This analysis may be approved by the Planning Board as a working study that can be adjusted by written approval of the Planning Board over time, as dictated by changes in parking demands.
- 13.106.6 Loading. The Planning Board, in its approval of a Final Development Plan, may waive any requirements for the amount, location and design of loading facilities within the PUD-8 Development Parcel, and may permit loading facilities to be shared across various uses and PUD-8 lots within the PUD-8 District or adjacent PUD-4 Districts.
- 13.106.7 Bicycle Parking. Bicycle parking shall be provided in accordance with Section 6.100 of this Zoning Ordinance, provided that, in accordance with Section 6.108, any of the requirements in Section 6.100 may be modified by the Planning Board through its approval of a Final Development Plan.
- 13.107 ***Special Requirements, Conditions and Standards Applicable to Certain Development Authorized by the Planning Board in East Cambridge.***
- 13.107.1 Active Uses. Final Development Plans shall enhance the public pedestrian usage of the sidewalks and create a sense of neighborhood continuity by providing an interesting, lively and active presence at street level. Accordingly, the portion of ground floors of new buildings in the PUD-8 District immediately fronting on First Street, Cambridgeside Place and Lechmere Canal Park (excluding those areas of such ground floors utilized for lobbies, mechanical areas and/or entrances to parking and/or loading areas) shall be planned, designed, and constructed to contain Active Uses as required below.

(a) *Definition of Active Uses.* For purposes of this Section 13.100, “Active Uses” means:

1. Any use listed in Sections 4.35 and 4.36; and
2. Any other use which the Planning Board determines meets the goals of this Section 13.107.1(a).

13.107.2 Rooftop Mechanical Equipment Noise Mitigation. Sound emanating from rooftop mechanical equipment on all new or substantially altered structures in an approved Final Development Plan shall be minimized by the adoption of best available and feasible practices regarding the location and sizing of equipment, the selection of equipment and sound attenuation measures. At a minimum, any noise or vibration emanating from new commercial or substantially altered commercial buildings shall not be normally perceptible without instruments at a distance of one hundred (100) feet from the source lot line and shall comply with the provisions of the City of Cambridge Noise Ordinance applicable to Commercial Areas (as such term is defined in the Noise Ordinance).

In order to enforce these requirements, the developer shall provide, in addition to a Noise Mitigation narrative required as part of Article 19.000 review, acoustical reports prepared by a professional acoustical engineer as described below:

(a) Prior to and as a condition of the issuance of the first certificate of occupancy for a new or substantially altered commercial building, an acoustical report, including field measurements, demonstrating compliance of such building with all applicable noise requirements; and

(b) Prior to obtaining any building permit to add any new equipment having a capacity greater than five (5) horsepower to the rooftop, 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 thereof, an acoustical report, including field measurements, demonstrating such compliance.

With respect to any new commercial or substantially altered commercial building that will contain laboratory use, the heating, ventilation and air conditioning (HVAC) design shall adopt Best Available Noise Control Technology (BANCT) in the sizing and selection of equipment, its placement on the roof, and the use of effective sound attenuation design elements, including through the following measures: (i) fans shall be provided with variable speed drives to conserve energy when airflow is not needed to condition the space, and sound attenuators will be installed in the ductwork; (ii) cooling towers shall be provided with large diameter, slow speed whisper quiet fans and variable speed drives for capacity control and energy conservation, and such towers will be located within a sound absorbent screen wall; (iii) air cooled chillers shall use variable-speed compressors, variable-speed fans and integrated compressor mufflers; and (iv) air handling units shall be in a sound-insulated penthouse that is

ventilated through acoustical louvers. Any PUD-8 Special Permit may contain conditions with respect to noise mitigation consistent with this Section 107.2 for any building containing laboratory use.

Additionally, appropriate screening for any rooftop mechanical equipment shall be provided to the fullest extent permitted by law.

13.107.3 Light Mitigation. Any new commercial or substantially altered commercial building that will contain laboratory use shall install a Building Automation System (BAS) that is programmed to dim or turn lights off and to lower shades after 9:30 pm to reduce light pollution to the surrounding neighborhoods. Any PUD-8 Special Permit may contain conditions with respect to light mitigation consistent with this Section 107.3 for any building containing laboratory use.

13.107.4 Sustainability. New buildings constructed within the PUD-8 District shall comply with the Green Building Requirements set forth in Section 22.20 of the Zoning Ordinance. The Development Proposal shall contain documentation showing how the development at an aggregate level will comply with the requirements of Section 22.20. The conditions of a PUD special permit shall set forth procedures for individual buildings within an approved Final Development Plan to meet the requirements of Section 22.20.

The Sustainability and Resiliency Plan component of a Development Proposal shall describe how new buildings in the PUD-8 District will incorporate a comprehensive design approach and incorporate the best practices for meeting sustainability as outlined in the City's Net Zero Action Plan, Climate Change Preparedness and Resilience Plan, and other sustainability plans and guidelines promulgated by the City at the time the Development Proposal is submitted. The conditions of a PUD special permit shall set forth sustainability guidelines to be reviewed as part of any continuing design review procedure for individual buildings within an approved Final Development Plan. At a minimum, buildings shall incorporate best practices in the following areas:

(a) *Energy and Emissions*. Each new or renovated building must conserve building energy and, to the extent practicable, reduce carbon/GHG emissions. The developer, with each new or renovated building within the PUD-8 District, will evaluate the potential for implementation of net zero ready measures and on-site energy generation (which may include rooftop solar pv) within the PUD-8 District in the context of ownership, economic viability and phasing constraints. The Developer will conduct a greenhouse gas emissions analysis for each new or renovated building and will implement energy efficiency mitigation for such building to achieve the maximum energy reductions possible identified in such analysis.

(b) *Urban Site and Landscaping; Water Management*. The Developer, for each new building, must explore opportunities for potable water use reductions and the ability to enhance indigenous plantings in and around the development site.

- (c) *Cool Roofs.* All new buildings approved in the PUD-8 District must employ Functional Green Roofs (as such term is defined in Article 22.000 of this Zoning Ordinance), high-albedo “white” roofs, or a functionally equivalent roofing system.
- (d) *Monitoring.* All new buildings in the PUD-8 District shall be required to conform to the requirements of the Cambridge Building Energy Use Disclosure Ordinance, Chapter 8.67 of the Municipal Code.
- (e) *Healthy Living and Working.* All new buildings in the PUD-8 District shall provide people with access to daylight and enhance the visual and thermal comfort of people living within the PUD-8 District.
- (f) *Transportation.* Final Development Plans within the PUD-8 District shall encourage multimodal transportation, provide facilities for cyclists and provide an infrastructure to support alternative energy vehicles.
- (g) *Flood Resiliency.* All new buildings must incorporate the City of Cambridge’s most up-to-date standards to address projected future flooding impacts.
- (h) *Site Cooling Strategies.* Final Development Plans within the PUD-8 District shall incorporate measures to reduce urban heat island effects and identify interior and exterior spaces in designated locations to act as cooling areas.

13.107.5 PUD-8 Design Guidelines and Principles.

(a) To the extent reasonably practicable, new buildings constructed within the PUD-8 District shall be generally consistent with: (i) the policy objectives set forth in the Eastern Cambridge Planning Study dated October 2001; (ii) the guidance provided in the Eastern Cambridge Design Guidelines dated October 15, 2001; (iii) the East Cambridge Riverfront Plan dated May 1978; and (iv) the Cambridge Riverfront Plan dated Spring 2011 (collectively, the “PUD-8 Guidelines and Principles”); provided however that new buildings constructed within the PUD-8 District shall be generally consistent with the following provisions in lieu of the provisions pertaining to height, setback, setbacks and materials in the PUD-8 Guidelines and Principles:

- i. *Height and Setbacks:* A diversity of height and massing as permitted in Section 13.104.3 is encouraged to be located in buildings immediately fronting on First Street, Cambridge Place and Land Boulevard and designed to create a rich and varied skyline along streets abutting the Development Parcel.
  1. Buildings fronting on First Street are encouraged to establish a recognizable base, activated by commercial, residential, retail, dining and entertainment uses, of a scale and proportion to support an active, pedestrian-oriented public realm.
  2. New buildings fronting on First Street will enhance the public realm by providing a setback of at least 10 feet or more as may be necessary

to provide a sidewalk that allows comfortable pedestrian circulation in addition to street furniture, bicycle parking, tree plantings and other streetscape features. Bays, balconies, tapers, cornices and other architectural elements may project 5 feet into this setback zone, beginning at the second floor, to establish scale compatible with the neighboring structures and to modulate the massing of the buildings so that they are read as distinct and individual buildings.

3. Buildings along First Street are encouraged to create separation between buildings and to adopt massing strategies within the building facades to create visual interest on the street.
4. Mechanical penthouses, attic stories and other architectural treatments will be utilized to create tops to the buildings that will contribute to a varied skyline and unique reading of each building.
5. Maintaining the existing pedestrian atrium, which provides a connection between Charles Park and Lechmere Canal Park, at its height as of the effective date of the enactment of this Section 13.100 is encouraged.

ii. *Stepbacks.*

1. New or renovated buildings within the PUD-8 District that exceed 85 feet in height shall provide (a) a 10-foot stepback of the building façade at an elevation of approximately 65 feet in height and (b) a 10-foot stepback of the building façade at an elevation of approximately 135 feet in height (if applicable), provided in each case that bays, balconies, tapers, cornices and other architectural elements may project 5 feet into this stepback zone to establish scale compatible with the neighboring structures, and to modulate the massing of the buildings so that they are read as distinct and individual buildings.
2. New or renovated buildings within the PUD-8 District that do not exceed 85 feet in height are encouraged to provide a distinct horizontal articulation at a datum height of approximately 65 feet, through means other than a stepback (significant change in material, projecting cornice/fin/shade, etc.).
3. New or renovated buildings within the PUD-8 District shall provide a 15-foot stepback of the rooftop mechanical penthouses.

iii. *Building Spacing:* New buildings shall be designed to provide for appropriate spacing to preserve adequate light, air and view corridors for the benefit of the East Cambridge neighborhood. New buildings should, to the extent feasible, be separated by courtyards or other significant breaks to avoid long lengths of unbroken building mass. Along First

Street, such breaks should be aligned with Spring and Hurley Streets to the extent possible.

(b) In its approval of a Final Development Plan, the Planning Board may (i) make a determination that one or more provisions of the PUD-8 Guidelines and Principles are inapplicable to new buildings to be constructed within the PUD-8 District, or (ii) waive or modify any provisions of the PUD-8 Guidelines and Principles set forth above upon making a determination that such waiver or modification maintains an architectural character consistent with the planning and design goals of this Section 13.107.5.

13.107.6 Letter of Commitment. The Letter of Commitment dated \_\_\_\_\_ by \_\_\_\_\_ is incorporated herein by reference and made part of the Cambridge Zoning Ordinance and shall be binding upon \_\_\_\_\_ and its successors and assigns. To the extent the provisions of the Letter of Commitment are inconsistent with the provisions of this Section 13.100, the more stringent provisions shall govern.



**ATTACHMENT B**





**CANAL PARK** AFTER  
APRIL 29, 2019

 CAMBRIDGESIDE 2.0

NEW ENGLAND DEVELOPMENT |



