

5 and 15 Necco Street

South Boston, Massachusetts

Chapter 91 License Application

June 16, 2020

submitted to the **Department of Environmental Protection**

submitted by **ARE-MA Region No. 74, LLC**
a joint venture between affiliates of **Alexandria Real Estate Equities (ARE)**
and **National Development**, and **ARE-MA Region No. 72, LLC**, an affiliate of **ARE**

prepared by **Fort Point Associates, Inc.**

in association with
Elkus Manfredi Architects
OJB Landscape Architects
Vanasse Hangen Brustlin Inc.

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TRANSMITTAL FORM



Enter your transmittal number

X284567

Transmittal Number

Your unique Transmittal Number can be accessed online: <http://mass.gov/dep/service/online/trasmfrm.shtml>

Massachusetts Department of Environmental Protection Transmittal Form for Permit Application and Payment

1. Please type or print. A separate Transmittal Form must be completed for each permit application.

2. Make your check payable to the Commonwealth of Massachusetts and mail it with a copy of this form to: DEP, P.O. Box 4062, Boston, MA 02211.

3. Three copies of this form will be needed.

Copy 1 - the original must accompany your permit application. **Copy 2** must accompany your fee payment. **Copy 3** should be retained for your records

4. Both fee-paying and exempt applicants must mail a copy of this transmittal form to:

MassDEP
P.O. Box 4062
Boston, MA
02211

* **Note:**
For BWSC Permits, enter the LSP.

A. Permit Information

BRP WW16c

Extended Term Nonwater-Dependent License

1. Permit Code: 7 or 8 character code from permit instructions

2. Name of Permit Category

Mixed-Use Waterfront Development

3. Type of Project or Activity

B. Applicant Information – Firm or Individual

ARE-MA Region No. 74, LLC and ARE-MA Region No. 72, LLC

1. Name of Firm - Or, if party needing this approval is an individual enter name below:

2. Last Name of Individual

3. First Name of Individual

4. MI

c/o National Development, 2310 Washington Street #200

5. Street Address

Newton Lower Falls

MA

02462

(617) 965-7361

6. City/Town

7. State

8. Zip Code

9. Telephone #

10. Ext. #

Sherry Clancy

SClancy@NatDev.com

11. Contact Person

12. e-mail address (optional)

C. Facility, Site or Individual Requiring Approval

1. Name of Facility, Site Or Individual

5 and 15 Necco Street

2. Street Address

Boston

MA

02210

3. City/Town

4. State

5. Zip Code

6. Telephone #

7. Ext. #

8. DEP Facility Number (if Known)

9. Federal I.D. Number (if Known)

10. BWSC Tracking # (if Known)

D. Application Prepared by (if different from Section B)*

Fort Point Associates, Inc.

1. Name of Firm Or Individual

31 State Street, 3rd Floor

2. Address

Boston

MA

02109

(617) 357-7044

208

3. City/Town

4. State

5. Zip Code

6. Telephone #

7. Ext. #

Richard Jabba

8. Contact Person

9. LSP Number (BWSC Permits only)

E. Permit - Project Coordination

1. Is this project subject to MEPA review? yes no
If yes, enter the project's EOEA file number - assigned when an Environmental Notification Form is submitted to the MEPA unit:

15547

EOEA File Number

F. Amount Due

Special Provisions:

- Fee Exempt (city, town or municipal housing authority)(state agency if fee is \$100 or less).
There are no fee exemptions for BWSC permits, regardless of applicant status.
- Hardship Request - payment extensions according to 310 CMR 4.04(3)(c).
- Alternative Schedule Project (according to 310 CMR 4.05 and 4.10).
- Homeowner (according to 310 CMR 4.02).

DEP Use Only

Permit No:

Rec'd Date:

Reviewer:

009439

\$3,350.00

May 8, 2020

Check Number

Dollar Amount

Date

THIS CHECK IS VOID WITHOUT A BLUE & GREEN BACKGROUND AND AN ARTIFICIAL WATERMARK ON THE BACK - HOLD AT AN ANGLE TO VIEW

NATIONAL DEVELOPMENT ASSOCIATES
OF NEW ENGLAND LP
2310 Washington Street
Newton Lower Falls, MA 02462

NAT DEV ASSOC OF NE LP
SANTANDER BANK
BOSTON, MASSACHUSETTS

5-7315
110

05/08/20

009439

\$3,350.00*

Three Thousand Three Hundred Fifty and no/100 DOLLARS ***

COMMONWEALTH OF MASSACHUSETTS



SIGNATURE HAS A COLORED BACKGROUND - BORDER CONTAINS MICROPRINTING
Void After 90 Days

⑈009439⑈ ⑆011075150⑆ 26900162358⑈

APPLICATION FORM

Massachusetts Department of Environmental Protection
 Bureau of Resource Protection - Waterways Regulation Program
Chapter 91 Waterways License Application - 310 CMR 9.00
 Water-Dependent, Nonwater-Dependent, Amendment

X284567
 Transmittal No.

Important: When filling out forms on the computer, use only the tab key to move your cursor - do not use the return key.



For assistance in completing this application, please see the "Instructions".

A. Application Information (Check one)

NOTE: For Chapter 91 Simplified License application form and information see the **Self Licensing Package for BRP WW06**.

Name (Complete Application Sections)	Check One	Fee	Application #
WATER-DEPENDENT -			
General (A-H)	<input type="checkbox"/> Residential with \leq 4 units	\$215.00	BRP WW01a
	<input type="checkbox"/> Other	\$330.00	BRP WW01b
	<input type="checkbox"/> Extended Term	\$3,350.00	BRP WW01c
Amendment (A-H)	<input type="checkbox"/> Residential with \leq 4 units	\$100.00	BRP WW03a
	<input type="checkbox"/> Other	\$125.00	BRP WW03b
NONWATER-DEPENDENT -			
Full (A-H)	<input type="checkbox"/> Residential with \leq 4 units	\$665.00	BRP WW15a
	<input type="checkbox"/> Other	\$2,005.00	BRP WW15b
	<input type="checkbox"/> Extended Term	\$3,350.00	BRP WW15c
Partial (A-H)	<input type="checkbox"/> Residential with \leq 4 units	\$665.00	BRP WW14a
	<input type="checkbox"/> Other	\$2,005.00	BRP WW14b
	<input type="checkbox"/> Extended Term	\$3,350.00	BRP WW14c
Municipal Harbor Plan (A-H)	<input type="checkbox"/> Residential with \leq 4 units	\$665.00	BRP WW16a
	<input type="checkbox"/> Other	\$2,005.00	BRP WW16b
	<input checked="" type="checkbox"/> Extended Term	\$3,350.00	BRP WW16c
Joint MEPA/EIR (A-H)	<input type="checkbox"/> Residential with \leq 4 units	\$665.00	BRP WW17a
	<input type="checkbox"/> Other	\$2,005.00	BRP WW17b
	<input type="checkbox"/> Extended Term	\$3,350.00	BRP WW17c
Amendment (A-H)	<input type="checkbox"/> Residential with \leq 4 units	\$530.00	BRP WW03c
	<input type="checkbox"/> Other	\$1,000.00	BRP WW03d
	<input type="checkbox"/> Extended Term	\$1,335.00	BRP WW03e

Massachusetts Department of Environmental Protection
Bureau of Resource Protection - Waterways Regulation Program
Chapter 91 Waterways License Application - 310 CMR 9.00
Water-Dependent, Nonwater-Dependent, Amendment

X284567
Transmittal No.

C. Proposed Project/Use Information (cont.)

Select use(s) from Project Type Table on pg. 2 of the "Instructions"

5. Proposed Use/Activity description

The proposed uses include facilities of public accommodation on the ground floors of the existing and proposed buildings. Office, research, and development uses is proposed on the upper floors of the existing building and office/life sciences, research, and development uses on the upper floors of the new building.

6. What is the estimated total cost of proposed work (including materials & labor)?

\$300,000,000

7. List the name & complete mailing address of each abutter (attach additional sheets, if necessary). An abutter is defined as the owner of land that shares a common boundary with the project site, as well as the owner of land that lies within 50' across a waterbody from the project.

See Attachment D - Abutters	
_____	_____
Name	Address
_____	_____
Name	Address
_____	_____
Name	Address

D. Project Plans

1. I have attached plans for my project in accordance with the instructions contained in (check one):

- Appendix A (License plan) Appendix B (Permit plan)

2. Other State and Local Approvals/Certifications

- | | |
|--|------------------|
| <input type="checkbox"/> 401 Water Quality Certificate | _____ |
| | Date of Issuance |
| <input checked="" type="checkbox"/> Wetlands | 006-1490 |
| | File Number |
| <input type="checkbox"/> Jurisdictional Determination | JD- |
| | File Number |
| <input checked="" type="checkbox"/> MEPA | 15547 (NPC) |
| | File Number |
| <input checked="" type="checkbox"/> EOEa Secretary Certificate | 12/9/2019 |
| | Date |
| <input checked="" type="checkbox"/> 21E Waste Site Cleanup | 3-34132 |
| | RTN Number |

Massachusetts Department of Environmental Protection
Bureau of Resource Protection - Waterways Regulation Program
Chapter 91 Waterways License Application - 310 CMR 9.00
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X284567
Transmittal No.

E. Certification

All applicants, property owners and authorized agents must sign this page. All future application correspondence may be signed by the authorized agent alone.

"I hereby make application for a permit or license to authorize the activities I have described herein. Upon my signature, I agree to allow the duly authorized representatives of the Massachusetts Department of Environmental Protection and the Massachusetts Coastal Zone Management Program to enter upon the premises of the project site at reasonable times for the purpose of inspection."

"I hereby certify that the information submitted in this application is true and accurate to the best of my knowledge."



Applicant's signature

June 16, 2020

Date

Property Owner's signature (if different than applicant)

Date



Agent's signature (if applicable)

Date

June 16, 2020

Massachusetts Department of Environmental Protection
 Bureau of Resource Protection - Waterways Regulation Program
Chapter 91 Waterways License Application - 310 CMR 9.00
 Water-Dependent, Nonwater-Dependent, Amendment

X284567
 Transmittal No.

G. Municipal Zoning Certificate

ARE-MA Region No. 74, LLC and ARE-MA Region No. 72, LLC

Name of Applicant

5 and 15 Necco Street

Project street address

Fort Point Channel

Waterway

Boston

City/Town

Description of use or change in use:

Multi-tenant office/life sciences/research building with active ground floor uses at 15 Necco Street and office use with active ground floor uses at 5 Necco Street.

To be completed by municipal clerk or appropriate municipal official:

"I hereby certify that the project described above and more fully detailed in the applicant's waterways license application and plans is not in violation of local zoning ordinances and bylaws."

Printed Name of Municipal Official

Date

Signature of Municipal Official

Title

Boston
 City/Town

Massachusetts Department of Environmental Protection
Bureau of Resource Protection - Waterways Regulation Program
Chapter 91 Waterways License Application - 310 CMR 9.00
Water-Dependent, Nonwater-Dependent, Amendment

X284567
Transmittal No.

H. Municipal Planning Board Notification

Notice to Applicant:

Section H should be completed and submitted along with the original application material.

ARE-MA Region No. 74, LLC and ARE-MA Region No. 72, LLC
Name of Applicant

5 and 15 Necco Street
Project street address

Fort Point Channel
Waterway

Boston
City/Town

Description of use or change in use:

Multi-tenant office/life sciences/research building with active ground floor uses at 15 Necco Street and office use with active ground floor uses at 5 Necco Street.

To be completed by municipal clerk or appropriate municipal official:

"I hereby certify that the project described above and more fully detailed in the applicant's waterways license application and plans have been submitted by the applicant to the municipal planning board."

Printed Name of Municipal Official _____ Date _____

Signature of Municipal Official _____ Title _____ Boston
City/Town

Note: Any comments, including but not limited to written comments, by the general public, applicant, municipality, and/or an interested party submitted after the close of the public comment period pertaining to this Application shall not be considered, and shall not constitute a basis for standing in any further appeal pursuant to 310 CMR 9.13(4) and/or 310 CMR 9.17.

Attachment A

PROJECT NARRATIVE

ATTACHMENT A: PROJECT NARRATIVE

1. INTRODUCTION

ARE-MA Region No. 74, LLC, a joint venture between affiliates of Alexandria Real Estate Equities (ARE) and National Development, and ARE-MA Region No. 72, LLC, an affiliate of ARE (collectively, the “Applicant”), is submitting this Chapter 91 License Application due to building design and use changes to the previously issued nonwater-dependent license for the project known as the General Electric Company (GE) Headquarters Campus (the “Licensed Project”). License No. 14385 (the “License”) was issued by the Department of Environmental Protection (DEP or the “Department”) on April 19, 2017 to place and maintain approximately 9,800-cubic yards of new fill and construct and maintain the GE Headquarters Campus along the Fort Point Channel in South Boston. The Licensed Project included: a new 12-story office building with an underground parking garage and ground floor Facilities of Public Accommodation (FPA), rehabilitation and re-use of two 6-story brick buildings at 5 Necco Street and 6 Necco Court into office space with ground floor FPA, public open space with interconnecting walkways, and an 18-foot wide paved, publicly accessible Harborwalk along the Fort Point Channel (the “Harborwalk”) with associated public pedestrian amenities (see Figure 1, Locus Map).

The Applicant is seeking a Consolidated Written Determination and two Chapter 91 licenses to reflect the changes to the Licensed Project and facilitate separate ownership and financing for the structures and open space. Changes to the Licensed Project include a new design of the 12-story multi-tenant office building to include life sciences uses with an active ground floor and associated streetscape and landscape improvements (the “Proposed Project”). The two, 6-story brick buildings at 5 Necco Court and 6 Necco Court are connected by an atrium and are considered one building now known as “5 Necco Street.” The uses at 5 Necco Street will continue to be FPA on the ground level and office, research, and development on the upper floors. The total open space, FPA, water-dependent use zone (WDUZ), and building heights will continue to comply with the dimensional and use standards established pursuant to the Chapter 91 Regulations as modified by the South Boston Waterfront District Municipal Harbor Plan Amendment and described herein.

2. EXISTING CONDITIONS

The Proposed Project is located within an approximately 2.7-acre site bound by Necco Street, Necco Court, a vacant lot, and the Fort Point Channel in South Boston (the “Project Site”) (see Figure 2, Aerial View of the Project Site). The area between the waterfront and Necco Street along the building at 5 Necco Street is landscaped with walkways, lights, and plantings. The recently expanded and completed Harborwalk runs the entire length of the Project Site along the Fort Point Channel. The remaining portion of the Project Site is vacant land. A

public landing in the Fort Point Channel adjacent to the Project Site is licensed under a separate license (No. 12906) (see Figure 3, Existing Conditions Photographs).

The Project Site is located within Chapter 91 jurisdiction and is entirely on filled Commonwealth tidelands. Therefore, the Chapter 91 regulations apply to the entire Project Site (see Figure 4, Chapter 91 Jurisdiction). Under the Waterways regulations, however, certain use and dimensional requirements outlined in the Chapter 91 regulations may be altered if a local municipality has developed and received state approval of a municipal harbor plan. The South Boston Waterfront District Municipal Harbor Plan as Amended (the “MHP Amendment”) includes this Project Site and was approved by the Secretary of Energy and Environmental Affairs (EEA) on October 22, 2009.

3. PROJECT CHANGE DESCRIPTION

Under the Licensed Project, GE would occupy both the existing building at 5 Necco Street and the new 12-story office building at 15 Necco Street. Under the Proposed Project, GE will lease and occupy only the office space on floors 2 through 6 at 5 Necco Street. The proposed 12-story, approximately 316,000-square foot (sf) multi-tenant office and life sciences building, known as “15 Necco Street,” will include active ground floor uses such as retail and restaurant space, and is proposed within the currently vacant southern portion of the Project Site. 15 Necco Street will not include underground parking due to the Project Site’s proximity to public transit and adjacent public parking facilities.

The ground floor uses at 5 Necco Street were originally tied to the external Maker Space and Brilliant Career Lab program space on the upper floors. The proposed ground floor uses will now be for restaurant and retail uses or other FPA. The Applicant will also make approximately 4,700 sf on the ground floor at 5 Necco Street available for lease to one or more non-profit entities that will utilize the space for active water-dependent, civic, cultural, educational, or other community-oriented FPA uses. The design will no longer have a bridge over the open space to connect 5 Necco Street to 15 Necco Street at the 6th Floor.

15 Necco Street, together with its related site, streetscape, and landscape improvements, will have a similar location to that designed for the Licensed Project. The new design of the multi-tenant office and life sciences building will include active ground floor retail and restaurant tenants or other traditional FPA, as well as approximately 2,700 sf of interactive public touchdown space that encourages connectivity to the future Fort Point Park to the south. This space will accommodate seating for up to 50 people. The redesign will encourage and allow for more engagement with the public and the Harborwalk alongside the Fort Point Channel (see Figure 5, Site Plan). The Proposed Project features significantly more open and porous site plan with pathways that encourage greater engagement with the public throughout the Project Site than the Licensed Project.

Compared to the Licensed Project, the Proposed Project will result in a substantial increase of approximately 7,450 sf of open space accessible to the public, for a total of approximately 60,671 sf of open space. This increase is due mainly to the removal of the previously licensed large canopy and bridge over the pedestrian area between the 5 Necco Street and 15 Necco Street buildings.

4. PROPOSED DEVELOPMENT COMPARISON

The Proposed Project is similar in size, impacts, and benefits to the Licensed Project. The previously authorized atrium and roof addition to 5 Necco Street have been constructed as described in the License. The design of the 5 Necco Street building, which has been rehabilitated, will not change from the Licensed Project. However, the ground floor uses will be for more conventional FPA to better facilitate pedestrian activity. See Table 2 for a comparison of the ground floor uses in the Licensed and Proposed Projects.

The Proposed Project has the same Project Site area as the Licensed Project. The New Building footprint of 23,490 sf is 240 sf larger than the footprint approved in the Licensed Project (23,250 sf). The building height will remain 173 feet above grade. The elimination of the bridge and canopy between 5 Necco Street and 15 Necco Street will create a substantial increase in open space from 53,221 sf to 60,671 sf. Both 15 Necco Street and 5 Necco Street will reserve at least 75 percent of the ground floor space for FPA. The differences between the Licensed Project and the Proposed Project are shown in Table 1: Comparison of Licensed Project and Proposed Project.

Table 1: Comparison of Licensed Project and Proposed Project

Project Area	Licensed	Proposed	Change
Project Site			
Area	2.7 acres	2.7 acres	<i>No Change</i>
5 Necco Street			
Footprint	19,939 sf	19,939 sf	<i>No Change</i>
Height	87'	87'	<i>No Change</i>
15 Necco Street			
Footprint (ground floor)	23,250 sf	23,490 sf	<i>+ 240 sf</i>
Height	173'	173'	<i>No Change</i>
FPA Ground Floor Space			
5 Necco Street	75%	75%	<i>No Change</i>
15 Necco Street	75%	75%	<i>No Change</i>
Open Space			
Building Coverage ¹	42,705 sf	35,255 sf	<i>-7,450 sf</i>
Shadow Offset	10,261 sf	18,462 sf	<i>+ 8,202 sf</i>
Open Space Required	52,966 sf	53,718 sf	<i>+ 752 sf</i>

¹ Structured/covered areas

Open Space Provided	53,221 sf	60,671 sf	+7,450 sf
Water Dependent Use Zone			
Area	28,432 sf	28,432 sf	No Change

The substitute provision of the MHP Amendment for building coverage and shadow offset requires that the Proposed Project provide 53,718 sf of open space. The Proposed Project will provide 60,671 sf of open space, which is 6,953 sf more than required (see Figure 6, Open Space and Shadow Plan).

The Project also complies with the MHP Amendment substitution requirements for a WDUZ as clarified by a letter from the Secretary dated December 21, 2016 by providing a WDUZ area of approximately 28,432 sf. Although the authorized setbacks were between 60 and 110 feet from the Project Shoreline, a small area on the seaward end of the transformer pad extended 5 feet closer to the mean high water (creating a 55-foot setback) due to the electric company's technical space requirements for the transformer. The WDUZ was reconfigured to accommodate this area (see Figure 7, Water Dependent Use Zone).

The Applicant is requesting that the Department issue a Consolidated Written Determination (CWD) so that two licenses can be issued for this Project. One license will include 5 Necco Street and the transformer pad. The second license will include 15 Necco Street and the open space. Together, the two license areas, open space, FPA, WDUZ, building heights, and other Chapter 91 required structural dimensions and uses will comply with the Chapter 91 regulations and the MHP Amendment. The CWD is described in Section 8, and this compliance is described fully in Sections 10 and 11.

4.1 LICENSED AND PROPOSED GROUND FLOOR USES

The Licensed Project identified specific ground and upper floor uses for the 5 Necco Street Buildings and 15 Necco Street. Table 2 compares the ground floor uses approved in the Licensed Project with those in the Proposed Project.

Table 2: Comparison of Ground Floor Uses

Location	Licensed Project	Proposed Project
5 Necco Street		
Ground Floor ²	Restaurant with outdoor dining area, lobby, external Maker Space, and Brilliant Career Lab program space	Restaurant, retail, office lobby, or other FPA uses

² All ground floor uses meet the standards for Facilities of Public Accommodation

Location	Licensed Project	Proposed Project
Upper Floor	Office, research, and development uses	Office, research, and development uses
15 Necco Street		
Ground Floor ²	GE museum, café, community work lounge, reception area, public restrooms	Facilities of Public Accommodation (Potential uses could include cafe/restaurant, retail, gym/fitness facility, lobby touchdown space, gallery space, and public restrooms)
Upper Floor	Office, research, and development uses	Office, life sciences, research and development uses

At least 75 percent of the ground floor in both buildings will be available for FPA, which will include more traditional uses, such as restaurant and retail, than the previously proposed FPA for the Licensed Project. The exact ground floor FPA uses in 15 Necco Street have not been determined at this time. The upper floor uses in 5 Necco Street will retain the same office, research, and development use, and those in 15 Necco Street will support multi-tenant, office, life sciences, and research and development uses.

The Applicant will also make space on the ground floor at 5 Necco Street available for lease to one or more non-profit entities that will utilize the space for active water-dependent, civic, cultural, educational, or other community-oriented FPA uses. To the extent the designated ground floor space at the 5 Necco Street building which the Applicant intends to be leased by one or more qualified non-profit FPA tenants cannot be utilized by such a user, then the space would be activated for FPA uses by other tenants (but for a term of not more than 10 years), withstanding commercially reasonable marketing efforts undertaken by the building owner.

4.2 PUBLIC BENEFITS

The Proposed Project will provide substantial public benefits and water-dependent uses along the waterfront, including activation of the 18-foot wide, completed Harborwalk that connects to the existing pedestrian network on both sides of the property along the Fort Point Channel. The Proposed Project features more pathways through the Project Site than the Licensed Project, and the new public touchdown space will encourage connectivity to the future Fort Point Park to the south.

15 Necco Street will be a multi-tenant office building in lieu of the previously licensed single-user corporate campus. The ground floor of the building will provide approximately 17,748 sf of restaurant, retail, and other FPA uses. Together with 75% of the ground floor at 5 Necco Street, these FPA will create more public engagement than both current conditions and the Licensed Project.

The Applicant will also invest \$250,000 to create a temporary or semi-permanent watershed attraction in the Fort Point Channel, such as an island, barge, dock, or public art installation, and sponsor its programming as appropriate. Such programming will be undertaken in consultation with the Fort Point community members and stakeholders, as well as other non-profit organizations that seek to activate and promote public use of the waterfront.

The Proposed Project will further activate the waterfront by:

- Establishing a destination on the Fort Point Channel to work and visit;
- Supporting and maintaining the existing public landing, which is for non-motorized vessels;
- Encouraging the use of FPA space and open space through programming, art exhibits, and other activities;
- Strengthening the connection to the existing South Boston pedestrian network and planned open space south of the Project Site;
- Creating new public amenities and active ground floor FPA space along the Fort Point Channel;
- Making space on the ground floor available for lease to one or more non-profit entities that will utilize the space for active water-dependent, civic, cultural, educational, or other community-oriented FPA uses;
- Setting up a fund to program watershed activation uses within the Fort Point Channel by contributing per \$10,000 per year for the term of the license for a total of \$650,000 over the full term of the license; and
- Pursuing watershed activation opportunities.

4.3 OPEN SPACE AND LANDSCAPING

15 Necco Street has been designed to increase transparency, porosity, and permeability throughout the Project Site where possible, thereby creating new connections between the active ground floor uses and surrounding landscape and open spaces and reinforcing the Proposed Project's importance as a new public destination. The Proposed Project will include streetscape and landscape improvements such as benches, lighting, trash receptacles, bike racks, and similar amenities to support and encourage active use. The new open space program will further activate the Fort Point Channel waterfront and will be oriented to strengthen the connection between the Project Site and the future open space areas to be constructed to the south by others. A new interactive public touchdown space in the 15 Necco Street building will encourage indoor-outdoor connectivity throughout the neighborhood and to the future Fort Point Park to the South.

5. TIDELANDS JURISDICTION

The Project Site is comprised of filled tidelands (see Figure 4, Chapter 91 Jurisdiction). The Historic High Water Mark (HHWM) is approximately 2,200 feet south of the Project Site. The historic low water mark runs approximately 30 feet west of and parallel to the Project Site in the Fort Point Channel. According to GIS data compiled through the DEP/CZM Chapter 91 Historic Shoreline Mapping project, the historic mean high water mark for the Project Site was determined based on the U.S. Coast Survey of the Inner Harbor in 1847. Chapter 91 tidelands are considered to be Commonwealth tidelands if they lie seaward of the historic low water mark (HLWM) or are greater than 1,650 feet from the HHWM. The Project Site is approximately 2,200 feet from the HHWM, and therefore the Project Site is located on Commonwealth tidelands. The Project Site is not separated from the watershed by a public way and is therefore not considered to be landlocked.

6. PRIOR AUTHORIZATIONS

Prior authorizations for use of the Commonwealth's tidelands were found for all the fill, structures, and uses at the Project Site. Table 3 below lists all the specific authorizations previously issued.

Table 3: Prior Authorizations

Authorization	Year of Issue
Chapter 259 of the State Legislative Acts of 1836	1836
Chapter 239 of the State Legislative Acts of 1845	1845
Chapter 246 of the State Legislative Acts of 1850	1850
Chapter 171 of the State Legislative Acts of 1852	1852
Chapter 218 of the State Legislative Acts of 1854	1854
Chapter 544 of the State Legislative Acts of 1855	1855
Port of Boston, License No. 188	1916
Department of Public Works, License No. 1395	1932
DEP, License No. 4739	1995
DEP, License No. 6544	1997
DEP, License No. 9342a	2003
DEP, License No. 12906	2011
DEP, License No. 14385	2017

Sources: DEP, 2019; Suffolk Registry of Deeds, 2019

7. EXTENDED TERM CHAPTER 91 LICENSE

The Applicant is requesting two extended fixed term licenses of 65 years pursuant to 310 CMR 9.15(1)(b). The term would be applied to the two licenses through a Consolidated Written Determination pursuant to 310 CMR 9.14. Structure life and financing letters that

support an extended term will be submitted during the Department's review process. The justification for the extended fixed term license includes:

- A new building that is designed to have a structural life greater than 65 years;
- Already constructed substantial improvements to the building at 5 Necco Street that have significantly extended its useful life beyond 65 years with all new infrastructure, structural fortification, and resiliency adaptation measures;
- Project will provide activation of the Fort Point Channel Watersheet by contributing \$250,000 towards design, construction, and programming for temporary or semi-permanent watersheet attraction;
- Contribution of \$10,000 annually for a total of \$650,000 over the full term of the license to support watersheet activation in the Fort Point Channel;
- Elevating the site to connect to district-wide resiliency measures;
- Creation of approximately 60,671 sf of open space, which is 6,953 sf more than required by Chapter 91 and the MHP Amendment;
- Provision of public benefits consistent with those recommended by the Fort Point Channel Watersheet Activation Plan; and
- New pathways of connectivity to the water in and around the Project Site for public use.

8. CONSOLIDATED WRITTEN DETERMINATION

Pursuant to 310 CMR 9.14(4), the Department may issue a Consolidated Written Determination (CWD), which allows multiple licenses to be issued independently for phases of the project provided the Department finds that the licenses can be sequenced or conditioned in a manner that ensures overall public benefits will exceed public detriments as each portion of the project is completed. The Applicant seeks a CWD for 5 Necco Street and 15 Necco Street to facilitate the change in ownership of the two buildings and associated open space. One license will include the parcel containing the building at 5 Necco Street, and the other license will include the parcel containing the proposed building at 15 Necco Street and the two open space parcels (see Attachment E, License Plans).

It is anticipated that the first license will be issued for 5 Necco Street. In support of the public benefits requirement, the Licensed Project has completed the previously approved waterfront improvements, including the expanded Harborwalk, the open space between the Harborwalk and 5 Necco Street, and some of the connecting pathways between Necco Street and the waterfront. Furthermore, the 5 Necco Street building has been completely rehabilitated

except for the tenant spaces on the first floor, a certificate of occupancy has been issued, and the tenant, GE, is occupying floors 2 through 6.

The Applicant understands that the Department retains the right of review and approval regarding the project components that remain to be completed to ensure public benefits will always exceed public detriments. The construction of 15 Necco Street and associated public open space will not impact the adjacent public uses at 5 Necco Street and will therefore meet these requirements.

9. COMPLIANCE WITH CHAPTER 91 STANDARDS

The Proposed Project is nonwater-dependent pursuant to 310 CMR 9.12(4) of the Waterways regulations because it consists of a mixed-use development. As stated in M.G.L. Chapter 91 Section 18, "No structures or fill for nonwater-dependent uses of tidelands may be licensed unless a written determination by the department [of Environmental Protection] is made following a public hearing that said structures or fill shall serve a proper public purpose and that said purpose shall provide a greater public benefit than public detriment to the rights of the public in said lands . . . " Pursuant to 310 CMR 9.31(2)(b) of the Waterways regulations, DEP presumes that the referenced requirement is met if the project complies with the nonwater-dependent use standards of 310 CMR 9.51 - 9.53 and is consistent with the policies of the Massachusetts Office of Coastal Zone Management (CZM).

The Applicant has obtained relief through the MHP Amendment from certain dimensional constraints including height, the WDUZ, the location of facilities of private tenancy, and the location of FPA. Section 10 below describes the project compliance with the existing, applicable Chapter 91 standards outlined in 310 CMR 9.00. Section 11 describes how the Proposed Project complies with the substitutions that were approved as part of the MHP Amendment.

10. COMPLIANCE WITH CHAPTER 91 REGULATIONS

The Proposed Project's compliance with all Chapter 91 regulations is described in the sections below.

10.1 CATEGORICAL RESTRICTIONS ON FILL AND STRUCTURES (310 CMR 9.32)

Pursuant to the regulations at 310 CMR 9.32, the Proposed Project shall be eligible for a license only if it is restricted to fill or structures that accommodate specific uses. In compliance with these regulations at 9.32(1)(a)1, the Proposed Project will place fill and structures on previously filled tidelands.

10.2 ENVIRONMENTAL PROTECTION STANDARDS (310 CMR 9.33)

In accordance with 310 CMR 9.33, the Proposed Project complies with all applicable environmental regulatory programs of the Commonwealth including the Massachusetts Environmental Policy Act (MEPA) and the Wetlands Protection Act. The Secretary of EOEEA issued a Decision on the Notice of Project Change (NPC, EOEEA No. 15547) on December 6, 2019. The Boston Conservation Commission approved an extension to the existing Order of Conditions on November 6, 2019.

10.3 CONFORMANCE WITH MUNICIPAL ZONING AND HARBOR PLANS (310 CMR 9.34)

The Proposed Project conforms to the standard at 310 CMR 9.34(1) regarding compliance with applicable municipal zoning. The Project Site is governed by the provisions of the Master Plan for Planned Development Area No. 69, The 100 Acres/South Boston, as amended (the "PDA Master Plan", which was promulgated to provide zoning regulations for the entirety of the BPDA-designated 100 Acres master planning area. Pursuant to the PDA Master Plan, the Project Site is also governed by the Development Plan for the Project Site, which was approved by the BPDA and the Boston Zoning Commission with respect to the Licensed Project. An Amended and Restated Development Plan for the Proposed Project and a further amendment to the PDA Master Plan are planned to be approved by the BPDA and the Boston Zoning Commission with respect to the Proposed Project. As designed, the Proposed Project is consistent with such Amended and Restated Development Plan and the proposed amendment to the PDA Master Plan.

The Proposed Project meets the standard of 310 CMR 9.34(2) requiring conformance with an applicable municipal harbor plan. The Proposed Project is located within the area covered by the MHP Amendment. The Proposed Project will not seek a variance from the MHP Amendment and will comply with the substitute use limitations and numerical standards provided in the MHP Amendment.

10.4 STANDARDS TO PRESERVE WATER-RELATED PUBLIC RIGHTS (310 CMR 9.35)

The Proposed Project conforms to the Standards to Preserve Water-Related Public Rights at 310 CMR 9.35. In accordance with these standards, the Proposed Project must preserve any rights held by the Commonwealth in trust for the public to use tidelands along with any public rights for access that are associated with such use. To comply with this general standard, the Proposed Project must preserve access to waterways and tidelands in accordance with the applicable standards described below.

Pursuant to 310 CMR 9.35(2), the Proposed Project does not interfere with public rights of navigation as it does not extend seaward of the mean high water or into the

existing channel such that it will impede free passage. Access to the existing licensed dock for non-motorized vessels will be maintained. Furthermore, the Proposed Project does not interfere with public rights of free passage over and through the water.

Pursuant to 310 CMR 9.35(3), the Proposed Project does not interfere with public rights of fishing and fowling and does not pose an obstacle to the public's ability to pursue such activities from the water. On-foot passage for the public to travel along and access the waterfront will be encouraged with the expanded Harborwalk and with seamless connections to the adjacent Harborwalks and to the open space and FPA within the Project Site. The Proposed Project features more pathways through the Project Site than the Licensed Project.

Pursuant to 310 CMR 9.35(5), the existing long-term management plan that was submitted with the application for the Licensed Project will be updated as part of the Chapter 91 licensing process once the details of the project design and operations are further developed. The plan will define the hours of use, signage, and other conditions that support public use while minimizing conflict with other interests including the protection of private property and natural resources.

10.5 STANDARDS TO PROTECT WATER-DEPENDENT USES (310 CMR 9.36)

In accordance with 310 CMR 9.36, the project must preserve the availability and suitability of tidelands that are in use for water-dependent purposes, or which are reserved primarily as location for maritime industry or other specific types of water-dependent uses. The Proposed Project meets the applicable standards as described below.

The Project Site is comprised of filled tidelands and promotes water-dependent uses through the existing adjacent public dock and the recently completed Harborwalk expansion, which will be maintained and activated by the Applicant. According to the existing license for the dock, only non-motorized vessels, such as kayaks and canoes, can utilize it. In support of this use, the Applicant has dedicated nearby space for kayak rental and/or storage along the landward side of the Harborwalk.

10.6 ENGINEERING AND CONSTRUCTION STANDARDS (310 CMR 9.37)

The Proposed Project will comply with the standards of 310 CMR 9.37. All fill and structures will be certified by a Registered Professional Engineer and will comply with all applicable safety regulations. Furthermore, to address future sea level rise the new building first floor will be raised to an elevation 3' above the current base 100-year flood elevation (AE Zone Elevation 10.0' NAVD 88). In addition, permanent raised flood barriers will be supplemented by deployable flood barriers will be positioned along accessible routes to surrounding low lying areas as needed to provide a

continuous flood barrier. Critical utility infrastructure will be placed on upper floors. A FEMA Flood Insurance Rate Map is shown in Figure 8.

10.7 FACILITIES OF PUBLIC ACCOMMODATION (310 CMR 9.51(3)(B))

The Proposed Project complies with the standard of 310 CMR 9.51(3)(b). Pursuant to this standard, Chapter 91 regulations limit ground level uses of structures within 100 feet of the Project Shoreline to water-dependent uses and FPA where goods and services are made available to the general public. All the Proposed Project's ground level facilities within 100 feet of the Project Shoreline are FPA, including the pedestrian open space, adjoining ground floor retail, restaurant, and cafe space. Other FPA that meet the Department's standards, such as a public lobby or gallery, are also proposed.

10.8 OPEN SPACE (310 CMR 9.51(3)(D))

In accordance with 310 CMR 9.51(3)(d), no more than 50% of the Project Site area in jurisdiction may be occupied by nonwater-dependent use buildings. The regulations require that, at a minimum, one square foot of open space is provided in the jurisdictional area of the Project Site, landward of the project shoreline, for each square foot of tidelands occupied by the footprint of new buildings containing nonwater-dependent uses. For the Licensed Project, it was determined that the planned transformer pad (960 sf) did not count as open space, since it would not be accessible. The pad instead counts as structured/covered space along with the proposed building areas extending out to the dripline. The transformer pad was constructed and increased to 1,105 sf due to utility company requirements for clearances next to the transformers.

Of the total Project Site area of 115,865 sf, approximately 95,926 sf of tidelands are used to calculate the open space required. The 19,939 sf of the existing 5 Necco Street building is not included in this calculation. As proposed, 15 Necco Street (34,150 sf) and the transformer pad (1,105 sf), will occupy approximately 35,255 sf or approximately 37% of this jurisdictional area, thereby keeping at least 63% of the Project Site free from nonwater-dependent use buildings. The Proposed Project exceeds the 50% open space requirement.

10.9 WATER-DEPENDENT ACTIVITY FACILITIES (310 CMR 9.52(1)(A))

Standard 310 CMR 9.52(1)(a) requires that projects with a WDUZ include at least one facility that generates a water-dependent use activity. Public use of the Harborwalk and adjacent open space within the WDUZ, which is considered a water-dependent use activity pursuant to 310 CMR 9.02, along with the existing docking facility, enable the Project to meet this standard. Furthermore, the Applicant has provided space for public kayak rental and/or storage, will maintain the existing boat dock for public use,

and will encourage the use of waterfront open space through funding, programming, art exhibits, and other activities. Additionally, the Applicant has committed to developing a temporary or semi-permanent watersheet attraction in the Fort Point Channel, such as an island, barge, dock, or public art installation, and sponsor its programming as appropriate.

10.10 CONNECTING WALKWAYS (310 CMR 9.52(1)(B)(2))

The Proposed Project complies with 310 CMR 9.52(1)(b)(2), which requires that a project include appropriate connecting walkways that allow pedestrians to approach the shoreline walkways from public ways or other public facilities. In compliance with this standard, the Project Site will include a vibrant streetscape and a more civic landscape plan with pedestrian connections through and around the Project Site than was approved in the Licensed Project. In comparison with the Licensed Project, 15 Necco Street includes a more welcoming and active, multi-tenanted ground floor with retail and restaurant uses to encourage public interaction at the Project Site. A new publicly-accessible connection through the plaza and the building lobby will facilitate pedestrian connectivity to surrounding buildings and street networks. The landscape changes of the Proposed Project feature new connections to the Harborwalk and a future Fort Point Park south of the Project Site. Furthermore, the Project Site will coordinate landscape improvements with the proposed resiliency plans that are currently being designed for the adjacent Fort Point Park site.

10.11 ACTIVATION OF COMMONWEALTH TIDELANDS (310 CMR 9.53)

The provisions of 310 CMR 9.53 require the use of Commonwealth tidelands to “promote public use and enjoyment of such lands to a degree that is fully commensurate with the proprietary rights of the Commonwealth therein, and which ensures that private advantages of use are not primary but merely incidental to the achievement of public purposes.”

The Proposed Project will increase the public’s year-round use and enjoyment of tidelands by providing interior FPA and exterior site amenities and landscaping, including a public plaza, pedestrian connections to the Fort Point Channel from Necco Street by way of the proposed building and open space, and other amenities and features that attract the public to the waterfront as described below.

Water-Based Public Activity

The standards at 310 CMR 9.53(2)(a) require that projects with WDUZ have at least one facility that promotes watersheet activation, such as public landings and swimming/fishing areas. The MHP Amendment amplifies this provision by specifying the implementation of public benefits and features identified in the Fort Point Channel Watersheet Activation Plan (FPCWAP).

In compliance with this standard and in support of the FPCWAP, the Proposed Project will maintain the existing small vessel dock that is adjacent to the Project Site. The Applicant has designated space and will make kayak rentals and/or storage available on site next to the Harborwalk.

Activation of Public Open Space

The regulations at 310 CMR 9.53(2)(b) require that the Proposed Project shall: 1) include exterior open spaces for active or passive public recreation; 2) be located at or near the water to the maximum reasonable extent; and 3) include related pedestrian amenities. The square footage of open space must be equal to the area of Commonwealth tidelands not occupied by building footprint.

The Proposed Project will attract and maintain substantial public activity on a year-round basis by creating public open space in addition to the Harborwalk along the whole waterfront of the Project Site. The licensee will maintain the docking facility for non-motorized vessels. These open space areas will also include benches, lighting, trash receptacles, bike racks, and similar amenities to support and encourage active use (see Figure 5, Site Plan).

Consistency with the Fort Point Channel Watersheet Activation Plan

The Fort Point Channel Watersheet Activation Plan (FPCWAP) identified the watersheet near the Project Site as the Seawall Basin, which extends between the Summer Street Bridge and the Dorchester Street Bridge and can support a wide variety of recreational small boat activities including rowing, canoeing, kayaking, paddleboats, model boat activities, and special events. In support of these activities, the Proposed Project will ensure that public access to the small boat dock is maintained and the dock is kept in good condition. The Proposed Project supports this activation and has set aside space on the Project Site for kayak rental and/or storage.

The Applicant will create a temporary or semi-permanent watersheet attraction in the Fort Point Channel, such as an island, barge, dock, or public art installation, and sponsor its programming as appropriate. Such programming will be undertaken in consultation with the Fort Point community members and stakeholders, as well as other non-profit organizations that seek to activate and promote public use of the waterfront.

The Proposed Project will provide clear signage for FPA uses to make the waterfront more inviting to the public and substantially improve pedestrian connections.

Facilities of Public Accommodation

The regulations at 310 CMR 9.53(2)(c) require the ground level interior space of nonwater-dependent use facilities to be devoted to FPA, and that these FPA comprise an area that matches the portion of Commonwealth tidelands that are within the footprint of the nonwater-dependent building uses on the Project Site. Up to 25 percent of the ground floor can be utilized for upper floor accessory services.

In accordance with this requirement, at least 75 percent of the ground floor at both 5 Necco Street and 15 Necco Street will be devoted to FPA that are fully accessible to the public. At 5 Necco Street, the proposed ground-floor FPA includes bistro/restaurant, retail space, non-profit space, or other allowable uses. Potential FPA for the ground floor of 15 Necco Street may include uses such as cafe/restaurant, retail, gym/fitness facility, public touchdown space, gallery space, public restrooms, etc. These uses will activate the waterfront and support the Project Site as a year-round locus of public activity.

Management Plan

Pursuant to the regulations at 310 CMR 9.53(2)(d), a management plan is required for all on-site facilities that offer water-related benefits to the public. In compliance with this standard, the Applicant will update the draft plan that was submitted with the previous application for the License Project. It will address signage, maintenance, hours and rules of operation, organizational arrangements and responsibilities, pricing, financing, and procedures for solving use conflicts.

10.12 CONSISTENCY WITH COASTAL ZONE MANAGEMENT PROGRAM (310 CMR 9.54)

The Proposed Project is required to be consistent with CZM Program Policies in accordance with the standards a 310 CMR 9.54, which specifies that the Department shall presume the standard is met if the Project Site is within an area covered by a municipal harbor plan. The Project Site is within the MHP Amendment planning area, and therefore meets the standards for consistency with relevant CZM policies.

11. COMPLIANCE WITH THE MHP AMENDMENT

The Proposed Project will conform to the following substitution provisions included in the MHP Amendment as described below.

11.1 WATER-DEPENDENT USE ZONE (310 CMR 9.51(3)(C))

The MHP Amendment allowed a site-specific WDUZ configuration for the Project Site that encompassed an area of 23,800 sf. Per the MHP Amendment, the setback from mean high water ranged from 110 feet along most of the Project Site to 18 feet

along the northern shoreline, where it was anticipated a building (60 Necco Court) might one day be built. After the design of the Project Site evolved and no longer included 60 Necco Court, the Boston Planning & Development Agency requested the minimum setback in this location be expanded from 18 feet to 60 feet. The Secretary issued an MHP Amendment clarification in 2016 to grant this request and increase the WDUZ to 28,432 sf. The Licensed Project complied with this clarification and created a setback that ranged from 60 to 100 feet.

In compliance with the MHP Amendment substitution and the MHP Amendment clarification, the Proposed Project includes a reconfigured WDUZ area of 28,432 sf and a maximum setback of 110 feet. The Proposed Project has a minimum setback of 55 feet instead of 60 feet along the transformer pad due to the utility company's technical space requirements for the transformer (see Figure 7, Water Dependent Use Zone). The Proposed Project will not include any buildings within the WDUZ, thereby complying with the WDUZ standard.

11.2 HEIGHT (310 CMR 9.51(3)(E))

In accordance with Chapter 91 regulations at 310 CMR 9.51(3)(e), the building heights are required to be 55 feet or less when located within 100 feet of the high-water mark and within Chapter 91 jurisdiction. Landward of the 100-foot line, buildings can be stepped up on a 1:2 slope. The MHP Amendment provides substitution provisions to accommodate additional building heights above the baseline Chapter 91 standards but requires that any new impacts are offset through additional open space for new shadow impacts lasting more than one hour over the ground and adjacent Fort Point Channel watershed. For each square foot of net new shadow impact, at least half of that amount will need to be provided as additional open space within the Project Site. Furthermore, the MHP Amendment set maximum heights of 180 feet for 15 Necco Street and 87 feet for 5 Necco Street.

The building height at 5 Necco Street is 87 feet above grade and complies with the height requirements of the MHP Amendment. There are no proposed changes to the height of this building. The height of 15 Necco Street is proposed to be 173 feet and is subject to the requirements of the MHP Amendment.

In accordance with the substitute provisions of the MHP Amendment, a shadow analysis was conducted for 15 Necco Street and found that the building will create approximately 36,925 sf more shadow than the baseline Chapter 91 building heights. Therefore, at least half of this amount (18,462 sf) will need to be provided within the Project Site in addition to the required open space pursuant to 310 CMR 9.51(3)(d), which requires one square foot of open space for every square foot of structured/covered area. Together, the 35,255 sf required under 310 CMR 9.51(3)(d) and the 18,462 sf required to offset new shadow equals a total open space

requirement of 53,718 sf. The Proposed Project will provide an excess of approximately 6,954 sf open space for a total of 60,671 sf (see Figure 6, Open Space and Shadow Plan).

In support of the substitute provisions, the open space will be programmed to further activate the Fort Point Channel waterfront; encourage the use of open space through programming, art exhibits, and other activities; and be oriented to strengthen the connection between the Project Site and the future open space area to the south, which will be constructed by others. The Licensee will help activate the open space by providing space for public kayak rental and/or storage and maintaining the existing small vessel dock for public use.

Wind Study

To ensure that building heights and orientation do not create unacceptable wind conditions, the MHP Amendment requires a pedestrian-level wind analysis and mitigation for negative impacts.

A pedestrian wind assessment based on a wind tunnel test of the Proposed Project was conducted by RWDI in December 2019 and further pedestrian-level wind analysis has been conducted in concert with the design changes since the wind tunnel study. It concluded that based on implementation of the proposed landscaping, there is a favorable wind environment at pedestrian areas around 15 Necco Street in compliance with the MHP Amendment wind standards.

11.3 WALKWAYS IN WATER-DEPENDENT USE ZONE (310 CMR 9.52(1)(B)(1))

The Proposed Project complies with 310 CMR 9.52(1)(b)(1), which requires that a project include walkways no less than 10 feet wide and related facilities along the entire length of the WDUZ. The MHP Amendment amplifies this standard by requiring at least an 18-foot wide walkway in front of 15 Necco Street and at least a 12-foot wide walkway along the existing 5 Necco Street.

In compliance with this amplification, the Harborwalk has already been widened to 18 feet along the entire waterfront side of the Project Site. Additional related pedestrian amenities including waterfront overlooks, lights, benches, trash receptacles, and interpretive signage have also been planned to be installed along the Harborwalk. Consistent with the requirements of the MHP Amendment, the Proposed Project meets the amplified width requirements.

The Proposed Project includes several walkways that will run between Necco Street and the Harborwalk on both sides of 15 Necco Street and through the building. These connecting ways through the WDUZ further and enhance public access.

FIGURES



South Boston, Massachusetts

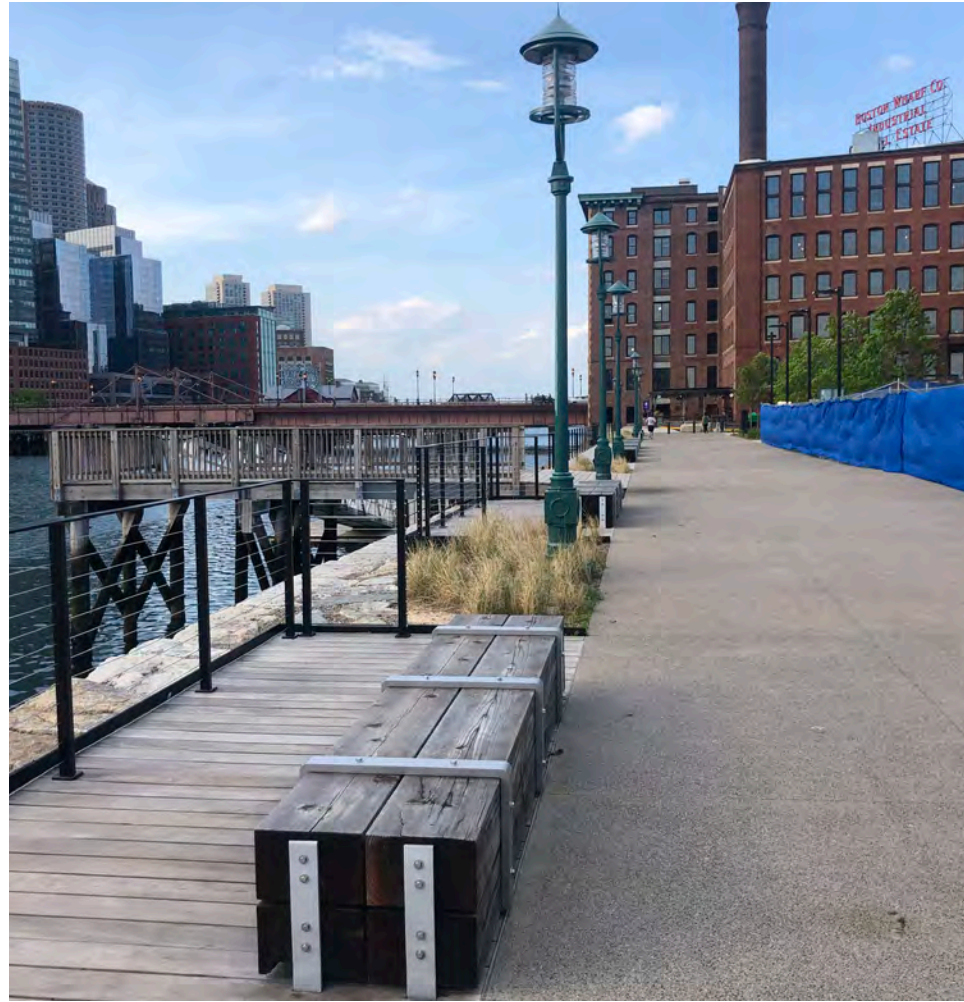
Figure 1
Locus Map

Source: USGS, 2018; Fort Point Associates, Inc., 2020



South Boston, Massachusetts

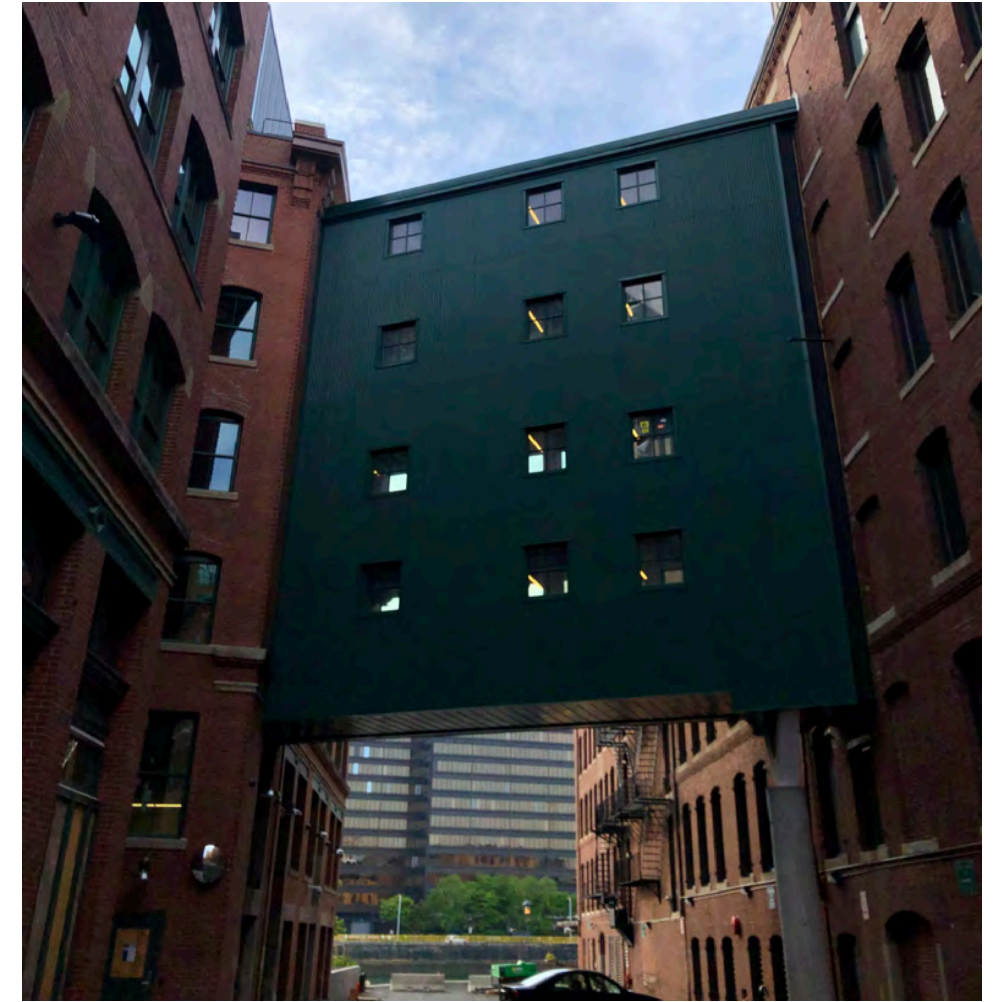
Figure 2
Aerial View of the Project Site
Source: Google Earth; Fort Point Associates, Inc., 2020



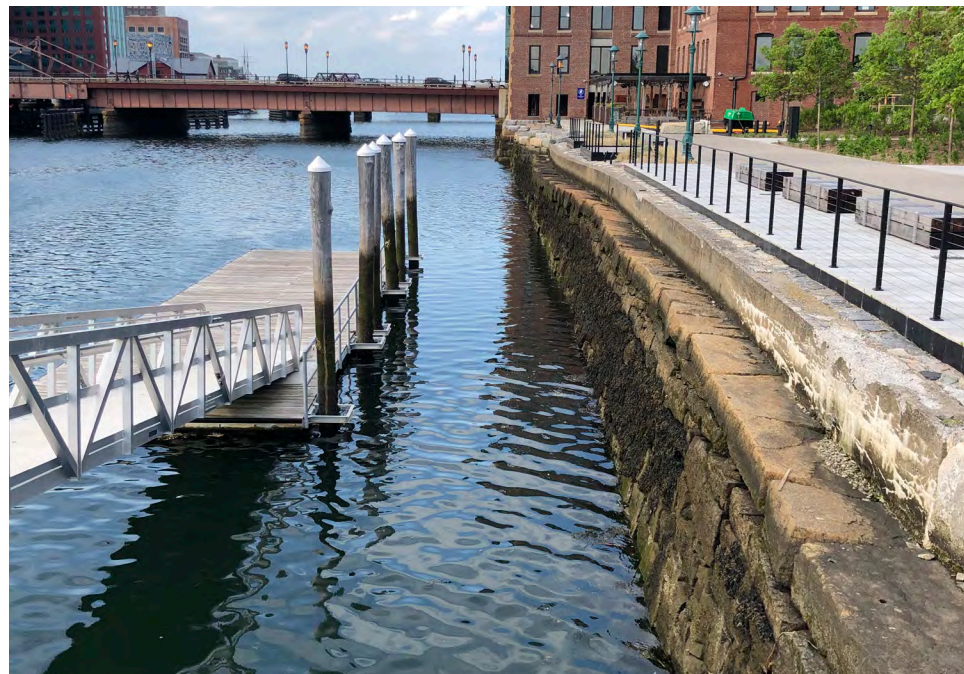
Harborwalk and Fort Point Channel looking north



View of 5 Necco Street building from Necco Street



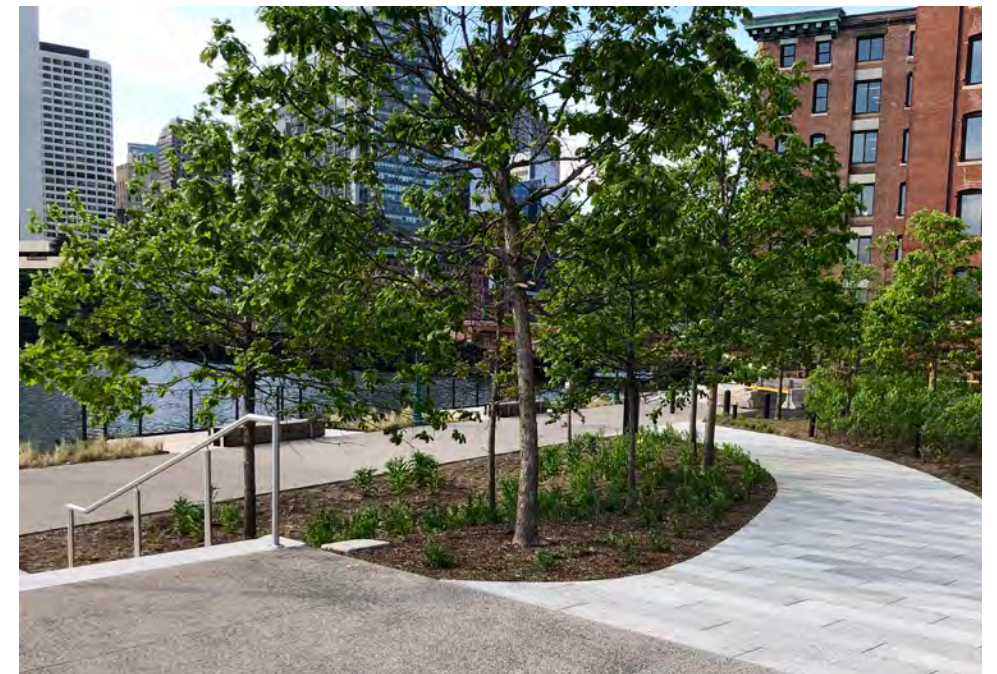
Restored Historic Bridge at 5 Necco Street



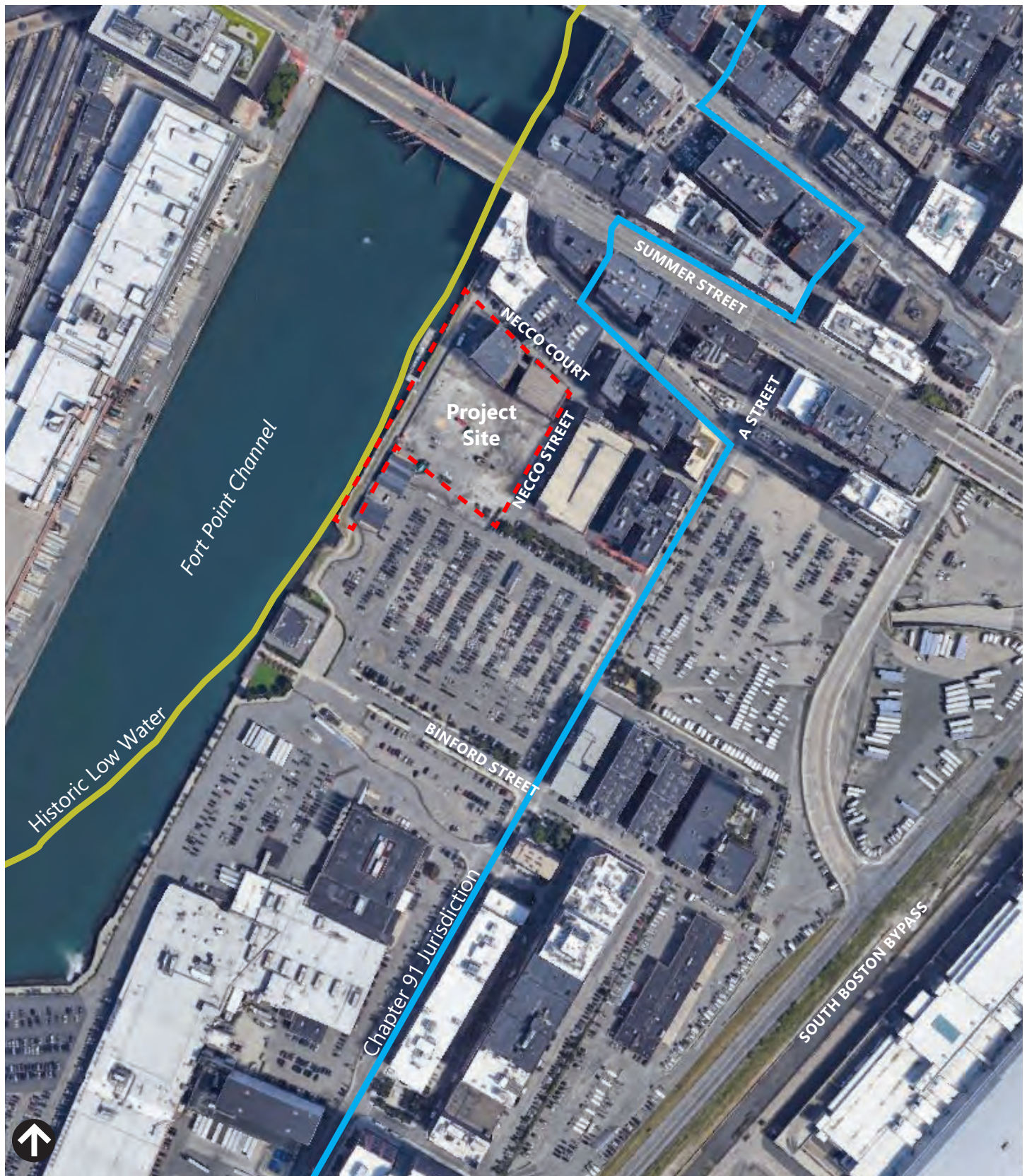
Public landing in Fort Point Channel

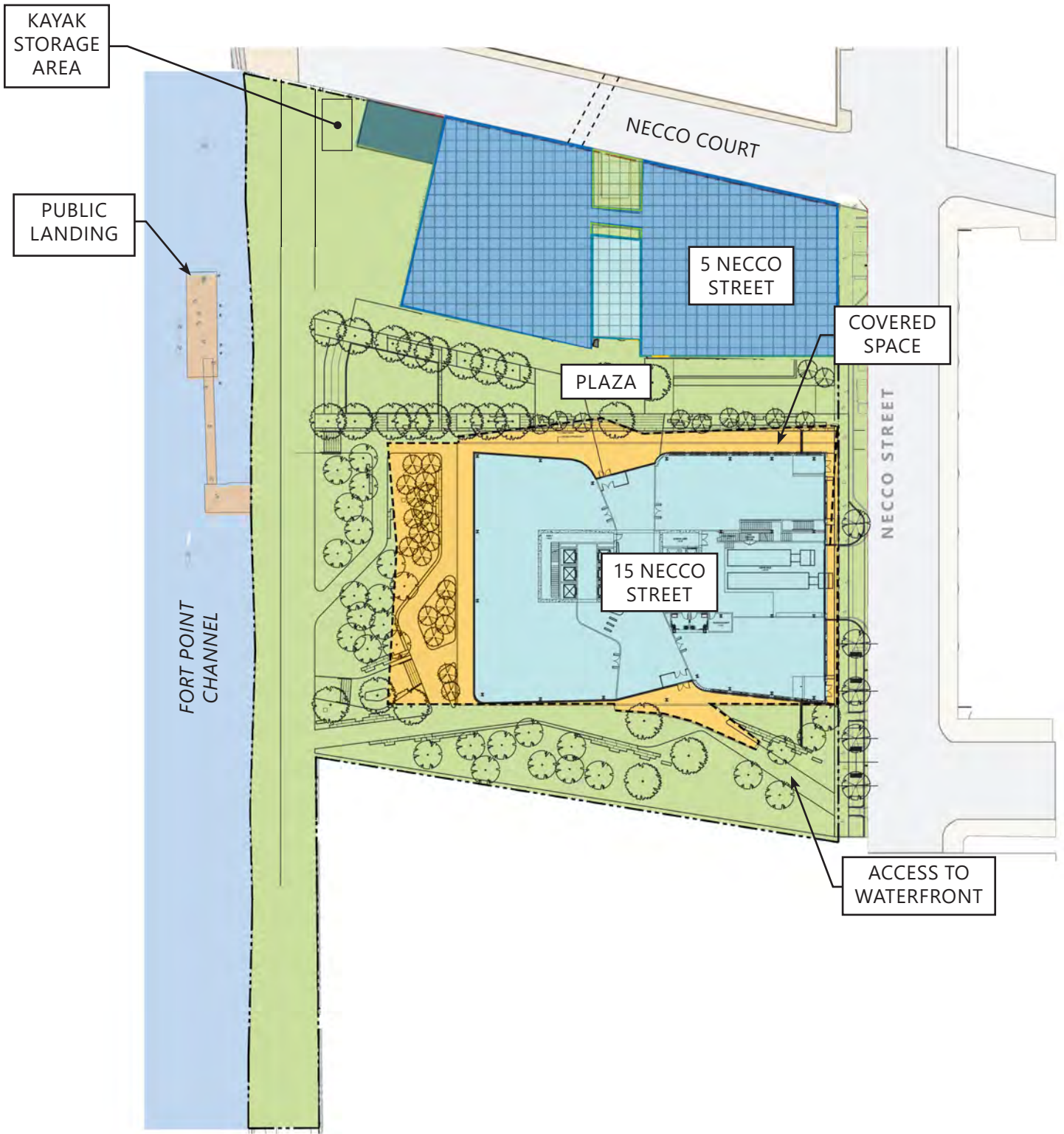


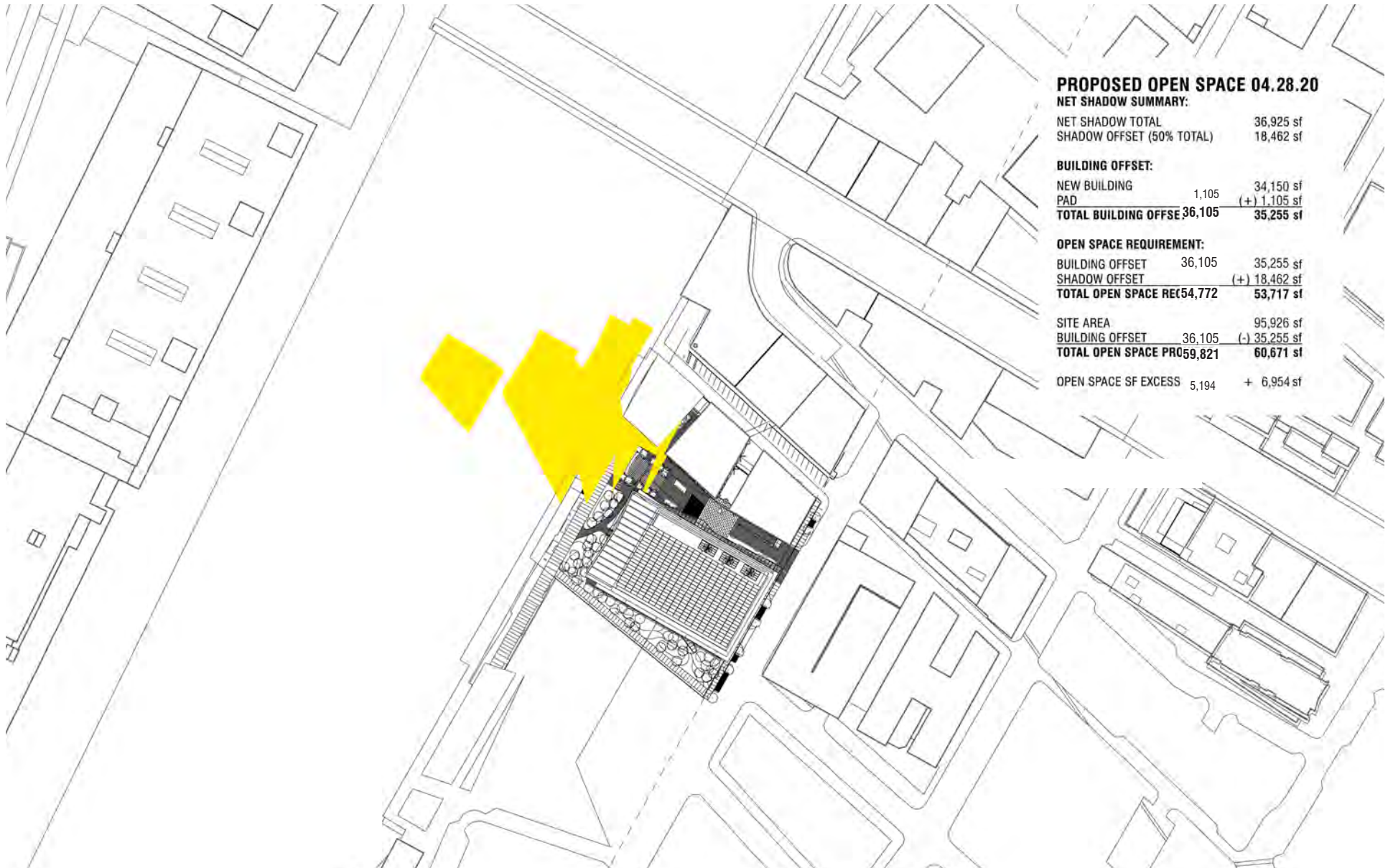
View of 5 Necco Street building from the Project Site looking north

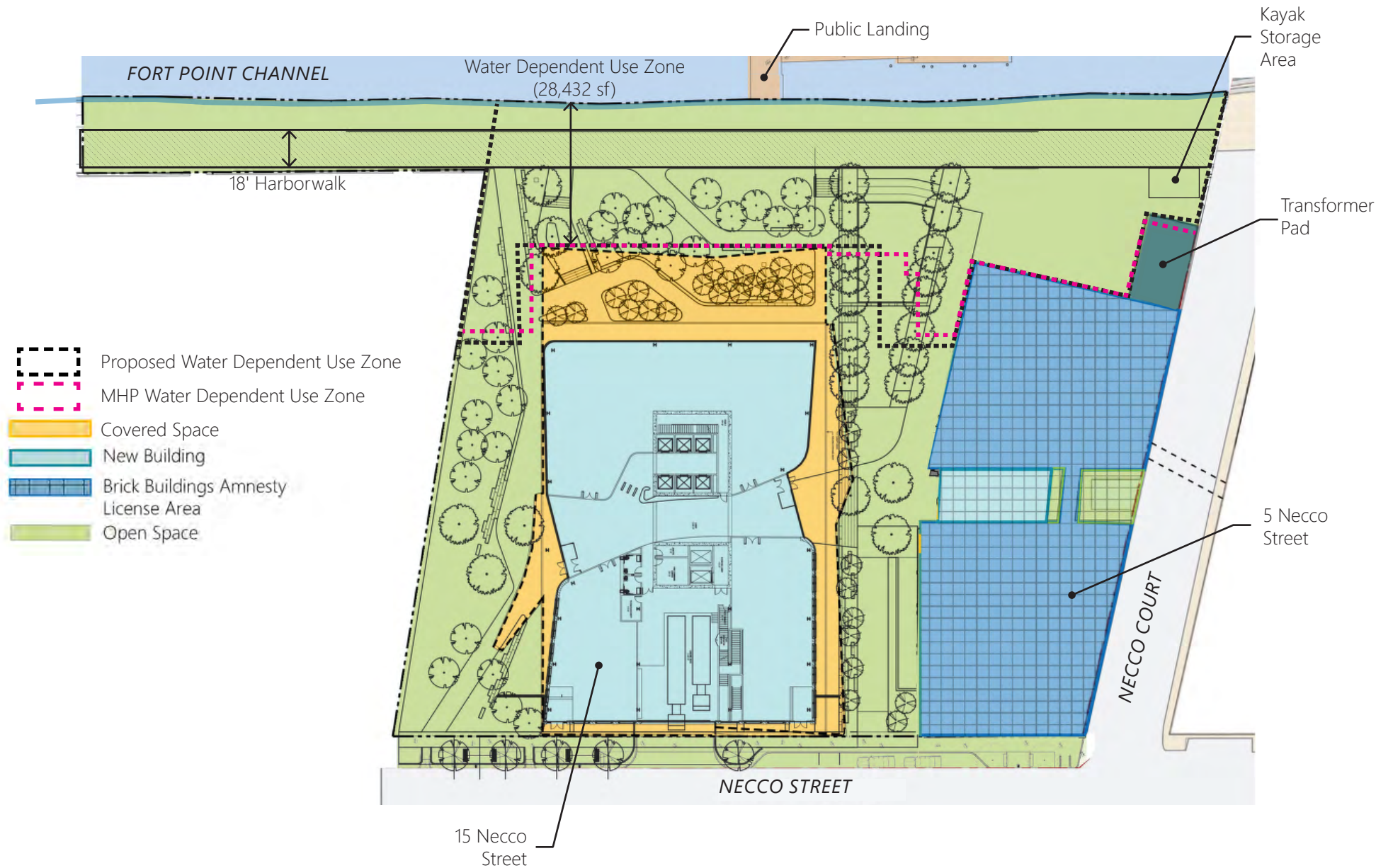


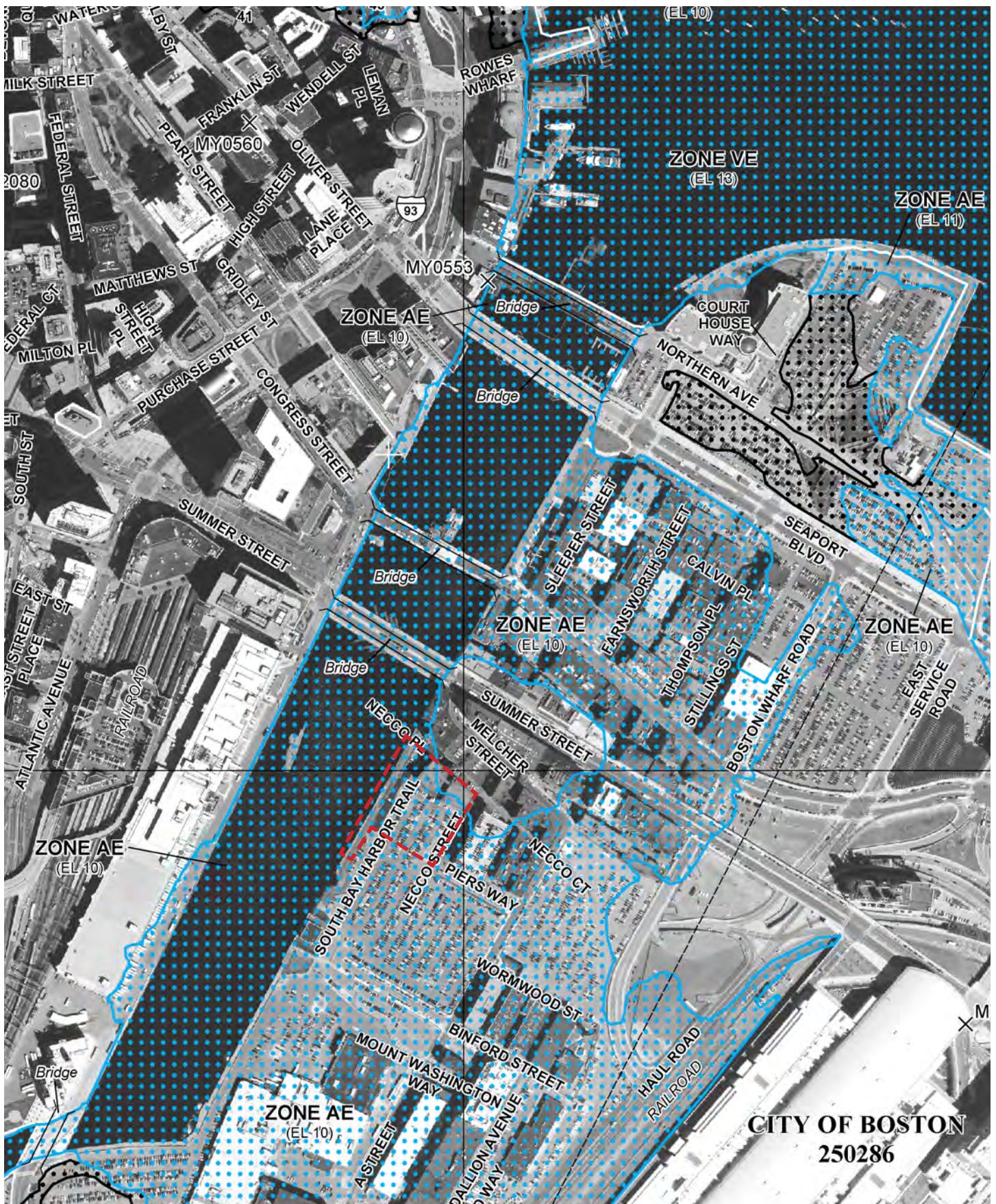
Open Space between the building at 5 Necco Street and the Fort Point Channel











South Boston, Massachusetts

Figure 8
Flood Insurance Rate Map
Source: FEMA, Map Revised March 16, 2016

Attachment B

PROJECT RELATIONSHIP TO EXISTING LICENSES

ATTACHMENT B: PROJECT RELATIONSHIP TO EXISTING LICENSES

The Project will be seeking two new licenses which will supersede the existing license No. 14385. As described throughout this application, the Project will provide substantial public benefits regarding open space, FPAs, waterfront access and activation, and resiliency improvements. This Attachment also clarifies the public landing parking requirements, which are the responsibility of the holders of two other licenses under License No. 12906 and License No. 9342b.

License No. 14385	Proposed Project
Open Space	
Provide 53,221 square feet (sf) of open space.	The Project will provide at least 60,671 sf of open space, which is 6,953 sf more than the required 53,718 sf. Approximately 30,250 sf of the open space is completed and currently open to the public 24 hours per day, 7 days per week.
Interconnecting walkways, lighting, bike racks, trash receptacles, and trees and other landscaping	The Project will have interconnecting walkways, lighting, trash receptacles, trees, and other landscaping, some of which has already been constructed, as noted above. In addition, a touchdown space within the ground floor of 15 Necco Street will facilitate pedestrian connectivity to surrounding buildings and street networks, as well as new open space and park areas to be created to the south of the Project in the proposed Fort Point Park.
Wayfinding signage that is visible from all street and waterside connections in accordance with City of Boston Harborwalk and Department sign specifications, and BPDA-approved sign plan. Interpretive signage and/or displays designed with guidance from the MHP Amendment and approval from the BPDA.	The Project will include wayfinding signage on the Project Site to identify the facilities of public accommodation and will submit a sign plan to the BPDA for its approval. Some of this signage has already been installed in concert with the opening of the 5 Necco Street building. Interpretive signage designated within the completed portions of the Project Site will be installed prior to issuance of the first license in accordance with a BPDA approved signage plan. Interpretive signage designated for the remaining portion of the Project Site will be installed by the date of issuance of the Certificate of Occupancy for the proposed 15 Necco Street building.
Public seating plaza, and a translucent 4-seasons canopy	The Project includes a public plaza on the waterfront side of the proposed new building and a strong connection to the proposed Fort Point Park on the south side of the Project Site. Public seating/benches will be located on four sides of the new building to attract the public and make it an inviting and active place.

Harborwalk (18-foot wide) with waterside railing, regularly spaced benches, channel overlooks, lighting, bollards, and trash receptacles.	Completed and open to the public in Q1 2020.
(No watersheet activation required.)	<p>The Applicant will undertake the creation of a temporary or semi-permanent watersheet attraction in the Fort Point Channel such as an island, barge, dock or public art installation and sponsor its programming, as appropriate. Such programming will be in consultation with Fort Point neighborhood community members and non-profit organizations, as well as other non-profit organizations that seek to activate and promote public use of the waterfront. This commitment, with an estimated value of \$250,000 for initial design, construction and programming costs, will be subject to the receipt of necessary governmental permits and approvals.</p> <p>The Applicant shall make an annual contribution of \$10,000 per year for a total of \$650,000 for the full term of the license to support watersheet activation activities in the Fort Point Channel. This contribution obligation shall commence within thirty days of the issuance of the Chapter 91 license, and such contributions shall continue annually during the term of such license.</p>
Facilities of Public Accommodation	
New Building: At least 75% Ground floor FPAs will include GE Museum, café, community work lounge, reception area, and public restrooms.	The Project will include at least 75% ground floor FPAs including retail, restaurant, cafe space, a public lobby, and a gallery. The FPA uses will include approximately 2,700 sf of public touchdown space that will encourage community connectivity as well as public connectivity to the future Fort Point Park to the south. This touchdown space will accommodate seating for up to 50 people.
5 Necco Street Building: At least 75% ground floor FPAs which will include restaurant with outdoor dining area, lobby, external maker space, and brilliant career lab program space.	At least 75% of the ground floor uses will be FPAs, including restaurant and retail uses or other FPA. As part of the FPA space, the Applicant will make approximately 4,700 sf available for lease to one or more non-profit entities that will utilize the space for active water-dependent, civic, cultural, educational, or other community-oriented FPA uses. If such leasing efforts are not successful, then the space will be used for more traditional FPA uses.
Resiliency Measures	
No specific resiliency measures were required in License No. 14385.	The Project will incorporate flood control measures to the protect the Project Site and nearby properties. The Applicant will coordinate landscape improvements with the proposed resiliency plans that are currently being designed for the adjacent Fort Point Park and will ensure that the grading at the Project Site is consistent with the City of Boston application for

	FEMA Pre-disaster Mitigation funding project along nearby open space parcels.
Parking for Public Landing	
License No. 9342b	
Summer Melcher SPE LLC , the owner of Necco Court, a private way, is required as the licensee to provide 6 public parking spaces in accordance with License No. 9342b.	These 6 parking spaces were relocated to a nearby parking area during rehabilitation of the 5 Necco Street building and were moved back to Necco Court after the building was completed this Spring.
License No. 12906	
In accordance with License No. 12906, the licensee is required to provide 4 parking spaces on an adjacent lot owned by the licensee who was Gillette at the time of licensing.	The adjacent lot with the 4 signed parking spaces was recently purchased by a Related Beal affiliate. As the license runs with the land, this new owner is responsible for the ongoing provision of 4 public parking spaces.

Attachment C

MEPA CERTIFICATE



The Commonwealth of Massachusetts
Executive Office of Energy and Environmental Affairs
100 Cambridge Street, Suite 900
Boston, MA 02114

Charles D. Baker
GOVERNOR

Karyn E. Polito
LIEUTENANT GOVERNOR

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December 6, 2019

CERTIFICATE OF THE SECRETARY OF ENERGY AND ENVIRONMENTAL AFFAIRS
ON THE
NOTICE OF PROJECT CHANGE

PROJECT NAME : 15 Necco Street (Formerly GE Headquarters)
PROJECT MUNICIPALITY : Boston
PROJECT WATERSHED : Boston Harbor
EEA NUMBER : 15547
PROJECT PROPONENT : Alexandria Real Estate Equities and National Development
DATE NOTICED IN MONITOR : November 6, 2019

Pursuant to the Massachusetts Environmental Policy Act (MEPA; M.G. L. c. 30, ss. 61-62I) and Section 11.10 of the MEPA regulations (301 CMR 11.00), I hereby determine that this project change **does not require** an Environmental Impact Report (EIR).

Project Change

As described in the Notice of Project Change (NPC), the project involves the construction of a 12-story (173 feet high) building with a gross floor area of approximately 316,100 square feet (sf). The building will include 295,100 sf of office/laboratory space and 18,150 sf of retail uses. The project will provide exterior public realm elements, including publicly accessible open space, waterfront access facilities, pedestrian and bicycle amenities, signage and landscaping.

Original Project Description

The project originally included the construction of a 12-story, 293,300-sf office building (referred to as the "New Building") at 15 Necco Street and the renovation of two six-story buildings (referred to as the "Brick Buildings") at 5 Necco Street with a combined floor area of 95,400 sf. The buildings were intended as a campus headquarters for the General Electric Company (GE). The 15

Necco Street building was to have been topped by a “solar veil” comprised of a 450-kiloWatt solar photovoltaic (PV) generating system, which has been redesigned as a traditional 120-kW rooftop PV system. The ratio of office to laboratory space in the 15 Necco Street building has changed from 80 percent office/20 percent laboratory to 40 percent office/60 percent laboratory. The previously-reviewed project design included a canopy spanning the buildings to create a covered pedestrian plaza, an upper-level pedestrian bridge connecting the buildings, a parking garage with 30 spaces under the new building, and waterfront open space and landscaping. The existing 12-foot wide Harborwalk has been widened to 18 feet and will be enhanced with interpretive materials, seating, and landscaping. Renovation of the 5 Necco Street building is expected to be complete by early 2020 and the building will be occupied by GE. The 15 Necco Street portion of the site has been sold to the Proponent of the project change. Construction of the 15 Necco Street building will commence in late 2020 and will be completed by the end of 2022.

Project Site

The project site is a 2.7-acre parcel adjacent to Fort Point Channel. It is bordered by Necco Court to the north, Necco Street to the east, a parking lot owned by the Gillette Company to the south, and Fort Point Channel to the west. The site is surrounded by commercial office, restaurant, industrial, and residential uses. A public dock in Fort Point Channel is attached to the project shoreline. The new building at 15 Necco Street will be constructed south of the 5 Necco Street buildings in an area that was formerly used as a parking lot.

According to the Federal Emergency Management Agency’s (FEMA) Flood Insurance Rate Map (FIRM) number 12525C0081J (effective March 16, 2016), most of the site is located within the 100-year floodplain (Zone AE) with a Base Flood Elevation (BFE) of 10 feet North American Vertical Datum of 1988 (NAVD 88)¹ and the remainder of the site is located outside of the floodplain. The entire site is located on filled Commonwealth tidelands.

A portion of the site is located in the Fort Point Channel National Register Historic District and the City of Boston’s Fort Point Channel Landmark District (FPCLD). The buildings at 5 Necco Street are listed in the State and National Registers of Historic Places as contributing structures to these districts. Five historic properties are located within one-quarter mile of the project site, four of which are located across Fort Point Channel: Russia Wharf Buildings (BOS.BD/NR #80000463), Federal Reserve Bank of Boston (BOS.1516), South Station Headhouse (BOS.1517/NR #75000299), and Stone & Webster Building (BOS.2050). The fifth property, the Gillette Complex located south of the site, is listed in the Inventory of Historic and Archaeological Assets of the Commonwealth and has been recommended by the Massachusetts Historical Commission (MHC) for listing in the National Register (NR).

The project site is within an area that has been the subject of planning studies by the City of Boston and other agencies. The site is located in the northwest corner of the study area of the 100 Acres Master Plan, which was completed by the Boston Planning and Development Agency (BPDA) in 2006. The zoning requirements for the 100 Acres Master Plan area are included in a PDA Master Plan adopted by the Boston Zoning Commission pursuant to Article 80C of the Boston Zoning Code. The 100 Acres

¹ The FEMA flood elevation of 10 ft NAVD 88 is equivalent to 16.45 feet Boston City Base (BCB).

Master Plan is also implemented through a Memorandum of Agreement (MOA) between property owners and the BPDA and by the South Boston Waterfront District Municipal Harbor Plan (MHP). The MOA outlines responsibilities for construction and maintenance of open space parcels in connection with the development of parcels within the 100 Acres Master Plan area. The project will require amendments to the PDA Master Plan and MOA to accommodate several features of the project that differ from the City's master plan for the area. The site is located within the City of Boston's Groundwater Conservation Overlay District (GCOD).

Environmental Impacts and Mitigation

Potential environmental impacts associated with the project include the use of 2.7 acres of filled Commonwealth Tidelands for nonwater-dependent use; alteration of approximately 98,264 sf of Land Subject to Coastal Storm Flowage (LSCSF); generation of 4,440 average daily vehicle trips (adt); use of approximately 51,718 gallons per day (gpd) of water; generation of approximately 47,016 gpd of wastewater; and emissions of Greenhouse Gasses (GHG) associated with on-site energy use and transportation. Compared to the previously-reviewed project, the project change will generate an additional 1,701 adt, cast an additional 1,661 sf of net new shadow, use 5,858 gpd more water and generate 5,325 gpd more wastewater.

Measures to avoid, minimize and mitigate these impacts include creation of publicly-accessible open space on the waterfront and in the buildings; a reduction of impervious area from 2.17 acres to 2.16 acres; construction of a stormwater management system consistent with the stormwater management standards (SMS) of the Wetlands Regulations (310 CMR 10.00) including water treatment devices and groundwater recharge systems; and implementation of a Transportation Demand Management (TDM) plan to reduce single-occupancy vehicles (SOV) trips. The project will reduce GHG emissions through the use of high-efficiency building systems and on-site renewable energy generation using a rooftop PV array and a ground-source heat pump system.

Permitting and Jurisdiction

The project was subject to a mandatory Environmental Impact Report (EIR) pursuant to Section 11.03(3)(a)(5) of the MEPA regulations because it required a State Agency Action and involved the nonwater-dependent use of more than one acre of tidelands. It requires a Chapter 91 (c. 91) License from the Massachusetts Department of Environmental Protection (MassDEP). The project may require review by MHC in connection with the project's potential impacts on historic properties. It is subject to the MEPA GHG Emissions Policy and Protocol (GHG Policy) and it will require a Public Benefit Determination (PBD).

The project change requires an Amended Order of Conditions from the Boston Conservation Commission (or in the case of an appeal, a Superseding Order of Conditions (SOC) from MassDEP). It will require Article 80 Review and other approvals by the BPDA and a Transportation Access Plan Agreement (TAPA) and Construction Management Plan approval from the Boston Transportation Department (BTD). The project requires a determination of no hazard to air navigation from the Federal Aviation Administration (FAA). It will require a National Pollutant Discharge Elimination System (NPDES) Stormwater General Permit from the United States Environmental Protection Agency (EPA).

The original project received Financial Assistance and a land transfer from the Massachusetts Development Finance Agency (MassDevelopment). The NPC did not identify any State funding for the 15 Necco Street building.

MEPA jurisdiction extends to those aspects of the project that are within the subject matter of required or potentially required State Permits and that may cause Damage to the Environment, as defined in the MEPA regulations. Because the project change continues to require a c. 91 License, MEPA jurisdiction is broad in scope and extends to all aspects of the project that may cause Damage to the Environment, as defined in the MEPA regulations.

Review of the NPC

The NPC described site conditions, the project and its programmatic and physical elements. It compared the impacts of the project change to the previously-reviewed project, and included updated analyses of the project's transportation impacts and GHG emissions.

Tidelands

The site is located on filled Commonwealth Tidelands subject to c. 91 jurisdiction and the provisions of the South Boston Waterfront MHP. According to the NPC, the project will comply with the c. 91 regulations for nonwater-dependent uses by: providing more than one square foot of open space for every square foot of tidelands occupied by building footprint; reserving the ground floor primarily for Facilities of Public Accommodation (FPA) such as retail and restaurant uses; providing publicly-accessible open space; complying with nonwater-dependent use setbacks from the shoreline; and, activating the watersheet with a kayak/boat rental facility and dock. According to the NPC, an 18-ft wide Harborwalk is under construction in connection with the renovation of the 5 Necco Street buildings. Compared to the previously-reviewed project, the footprint of the new building will occupy 24,085 sf of tidelands, an increase of 835 sf, and will cast more shadow that must be mitigated through the provision of additional open space at a in accordance with the MHP. The NPC Project will provide 59,996 sf of open space, an increase of 6,745 sf compared to the previously-reviewed project. The increase in open space is largely the result of a change in the project design that eliminates the previously-proposed canopy between the 5 Necco Street and 15 Necco Street buildings.

The Proponent will seek a Consolidated Written Determination from MassDEP encompassing both 5 Necco Street and 15 Necco Street from which separate c. 91 licenses may be issued for each building. Comments from MassDEP and CZM indicate that the project appears to generally conform to the c. 91 regulations and the applicable provisions of the MHP. During c. 91 licensing, MassDEP will confirm details of the publicly-accessible open space facilities and interior FPAs. I encourage the Proponent and MassDEP to consider providing unique public facilities that are lacking elsewhere along the Fort Point Channel waterfront.

As indicated above, the project change primarily addresses the size and use of the 15 Necco Street building. However, specific public benefits identified in the PBD issued for the original project were based on occupancy of both 5 Necco Street and 15 Necco Street by GE and are no longer applicable. I will issue an amended PBD in accordance with the regulations at 301 CMR 13.00 within 30 days of the issuance of this Certificate.

Climate Change Resiliency

The NPC provided an updated analysis of the site's vulnerability to climate change and a review of design measures incorporated into the project to make the site more resilient. The data and analysis methodology used in the NPC are based on more recent climate change projections prepared by the City of Boston, including the *Climate Ready Boston Report* (2016) and the BPDA's *Resiliency Checklist*, online *Sea Level Rise Mapping* tool and *Coastal Resilience Solutions for South Boston* (2018). Sea level is projected to rise by 7 inches to 1.5 feet by 2050 and by 2.4 to 7.4 feet by 2100. The City's data suggests that the site will be increasingly subject to inundation based on average tide levels in the absence of storm conditions.

The BPDA's Sea Level Rise- Flood Hazard Area (SLR-FHA) mapping tool has established the 2070 base flood elevation (SLR-BFE) for the site as 19.5 ft (BCB). The SLR-BFE is based on the projected 100-year flood elevation in 2070, the Boston Harbor Flood Risk Model projection of a 3.3-ft rise in sea level by 2070 and 2.5 inches of local subsidence. According to the NPC, the BPDA's Climate Resiliency Guidance document requires projects to consider a SLR-Design Flood Elevation (DFE) based on the SLR-BFE plus one foot of freeboard for non-critical, non-residential buildings and two feet of freeboard for critical buildings and ground-floor residential uses. The SLR-DFE for non-critical uses at the site is 20.5 ft BCB. Consistent with the previously-reviewed project, the NPC Project has been designed with first floor elevations set at 19.5 ft BCB. According to the NPC, designing the site with an SLR-DFE of 20.5 ft BCB is not feasible because: it would require significant hardscape and regrading to achieve compliance with the Americans with Disabilities Act (ADA); additional fill material would settle at a different rate than existing fill and soil; and the necessary grade changes could cause basement flooding in the Brick Buildings. The Proponent has identified strategies that could be implemented over time to make the site more resilient to sea-level rise, including increasing the height of landscaped areas to create berms, adding modular blocks to walls in the landscaped areas and using deployable flood barriers, such as aqua-fencing, to establish an elevation of 20.5 ft BCB at entry points to the Harborwalk. I encourage the Proponent and MassDEP to evaluate designs of public open space areas that accommodate sea level rise to ensure the long-term benefit of these mitigation measures. Resiliency measures incorporated into the project design are listed below.

Greenhouse Gas Emissions

The NPC included a GHG analysis for the 15 Necco Street building. Because it will be designed to accommodate considerable more laboratory space than the previously-reviewed project, it will consume more energy and generate more GHG emissions. The NPC described energy-efficiency measures incorporated into the design of the building ("Design Case"), including high-efficiency ventilation and cooling systems, reduced lighting power density, a geothermal heating system supplemented by condensing boilers and external shading. The NPC compared the Design Case to a Base Case that would meet baseline Building Code requirements. The Design Case will result in energy savings of 35.6 percent and reductions in GHG emissions from 5,438 tons per year (tpy) to 4,060 tpy (a reduction of 25.3 percent) compared to the Base Case. While not reflected in the analysis of the Design Case, the Proponent has also committed to installing a 120-kW PV system and purchasing Renewable Energy Credits (RECs) to offset all electricity consumed by the building (equivalent to approximately 3,581 tpy of GHG emissions). A key feature of the building design is its use of electricity for most of its

energy needs. The building's GHG emissions will decline in the future as renewable energy generation accounts for an increasing proportion of electricity distributed through the grid.

Traffic and Transportation

The previously-reviewed project included 30 parking spaces in a below-grade garage accessible from Necco Street. The NPC Project will not include any on-site parking spaces. A vehicular drop-off area and loading docks for the new building will be accessible from Necco Street.

The NPC included a comparison of the trip generation and transportation system impacts of the project change to the previously-reviewed project. The daily trip generation associated with the original project was estimated as 2,739 adt, approximately 1,701 adt less than the NPC Project.² According to the NPC, the increase in the number of trips is largely due to the restaurant and retail uses proposed in the 15 Necco Street building.

Based on trip rates published in the Institute of Transportation Engineers (ITE) *Trip Generation Manual* 9th edition for Land Use Codes (LUC) 760 (Research and Development Center), 820 (Shopping Center) and 932 (High-Turnover Sit-Down restaurant), the 15 Necco Street building will generate 3,654 adt, including 412 trips in the morning peak hour and 421 trips in the evening peak hour. The number of daily and peak hour trips were adjusted to account for trips to the site taken by different modes of travel. The number of vehicle trips were converted to the number of person trips using the 2009 National Household Travel Survey assuming 1.13 persons per vehicle for work-based trips. According to the BTM mode split data for research and development uses in the area, 49 percent of the new person trips to the site will be taken by public transportation, 20 percent by walking or bicycling, and 31 percent by automobile; mode shares for retail and restaurant use are 20 percent for public transportation and automobile and 60 percent by walking and bicycling. Adjusted vehicle trips for the NPC project and the previously-reviewed project are compared in Table 1.

Table 1. Comparison of adjusted vehicle trips.

Time Period	Previously-reviewed Project	NPC Project	Change
Daily	1,200	1,252	+52
Morning peak period	247	172	-75
Evening peak period	223	171	-52

According to the NPC, traffic impacts of the NPC Project will be similar to or less than those of the previously-reviewed project because the NPC Project will generate fewer vehicle trips in the morning and evening peak periods. The traffic analysis prepared for the previously-reviewed project

² The EENF filed for the original project provided estimates of net new trips for the project designated as the Preferred Alternative at that time (2,739 adt) and an alternative with a larger building on the 15 Necco Street site (3,616 adt). The estimates of net new trips for each alternative were based on ITE trip generation rates from which the number of trips associated with the existing parking lot (406 adt) were deducted. According to the NPC, the trip generation estimate for the project change did not include a deduction of the 406 "existing" trips. In addition, the traffic analysis conducted for the original project was based trips generated by the alternative with a larger building. The analysis provided in the NPC compared transportation impacts of the project change to the analysis of the larger building alternative that was included in the EENF.

concluded that the project would have minimal impacts to traffic operations at nearby intersections. The Proponent has committed to implementing the TDM measures listed in the Mitigation section below.

The NPC reviewed the project's parking demand and the availability of parking spaces in the vicinity of the site. Using parking rates published in the ITE's *Parking Generation* 4th edition, the project would require between 260 and 280 spaces during the peak demand on weekdays. According to the NPC, approximately 510 parking spaces are available during the parking peak period within one-half mile of the site.

Mitigation and Section 61 Findings

The NPC provided draft Section 61 Findings for the 15 Necco Street building for use by State Agencies; the draft Section 61 Findings provided in the Expanded ENF and Single EIR for the 5 Necco Street building remain applicable. The Section 61 Findings should be revised in response to this Certificate and provided to State Agencies to assist in the permitting process and issuance of final Section 61 Findings. The Proponent will provide a self-certification document to the MEPA Office that is signed by an appropriate professional (e.g., engineer, architect, transportation planner, general contractor) and indicates that all of the required mitigation measures, or their equivalent, have been completed for each phase. The certification will be supported by plans that clearly illustrate what type of GHG mitigation measures have been incorporated into the Project. For those measures that are operational in nature, the Proponent will provide an updated plan identifying the measures, the schedule for implementation, and a description of how progress towards achieving the measures will be obtained.

Chapter 91

- Provide approximately 60,000 sf of publicly accessible waterfront open space, including a Harborwalk, and landscaped areas with signage, lamps, street furniture and other amenities;
- Establish and maintain an 18-ft wide Harborwalk across the site;
- Encourage use of the open space through programming of art exhibits, and other activities;
- Maintain the existing boat dock for public use;
- Provide space and support for a public kayak/small boat rental facility;
- Provide FPAs covering at least 75 percent of the ground floor; and
- Provide public restrooms.

Wetlands and Stormwater

- Reduce impervious area by 0.01 acres;
- Construct a stormwater management system compliant with the SMS, including subsurface infiltration; and
- Prepare and implement a Stormwater Pollution Prevention Plan (SWPPP) in accordance with NPDES CGP requirements.

Climate Change

- Elevate the first floors of the buildings to 19.5 ft BCB;

- Elevate the site by adding fill within the landscaped open space to gradually raise the grade between the buildings and Fort Point Channel;
- Elevate the Harborwalk by 1.0 to 1.5 ft;
- Locate components of the electrical systems on the second floor of the buildings;
- Emergency generators will be located on the roof of the building;
- Use movable and permanent flood barriers to protect the garage entrance;
- Construct a stormwater management system to store and infiltrate stormwater, reuse roof runoff, and convey stormwater from high-intensity storm events;
- Wastewater systems will be designed to protect the buildings from surcharging in the municipal sewer system;
- Buildings will have green roofs and existing asphalt will be removed to reduce heat island effects; and
- Landscaping will include salt and drought-tolerant plants;

Traffic and Transportation

- Pedestrian access to and from the site will be enhanced by providing a new sidewalk along Necco Street that will comply with the Americans with Disabilities Act (ADA).

The following TDM measures will be implemented by the Proponent:

- Designation of a full-time on-site Transportation Coordinator to oversee parking and loading operations, promote and incentivize the use of alternate modes of transportation to the site, develop an information packet for new employees that details transportation options; implement the TDM program;
- Joining the Seaport Transportation Management Association (TMA);
- Promoting the use of water transportation to the site;
- Provision of commuter information for employees and visitors, including real-time transit information in the lobbies;
- Provision of an employee web application to provide carpool matching services;
- Internet-based directions to the site will include public transportation options;
- Bicycle parking for employees and visitors;
- A corporate membership in a carshare program;
- Lockers and showers for employees who walk or bicycle to work;
- Discounted bicycle repairs for employees and an on-site bicycle tune-up day;
- On-site bicycle workshops and classes;
- Alternative/staggered work hours or telecommuting options;
- Sponsorship of Hubway bicycle rental station at or near the site;
- Explore the use of consolidated private shuttle services;
- On-site purchase of MBTA passes and implementation of a payroll deduction program for public transportation expenses;
- Establish a carpool/vanpool program, including reimbursement for parking costs;
- Provide on-site parking for employees or visitors using low-emission vehicles;
- Installing up to eight on-site electric vehicle (EV) charging stations; and

- Implement a five-year monitoring program to determine the effectiveness of the TDM program, on an iterative basis.

GHG Emissions (15 Necco Street Building)

- Energy-efficient windows and building envelope, including double-glazed windows, windows with U-0.24 and roof construction assembly with R-30;
- Ground-source heat pump with supplemental gas-fired boilers;
- Heat recovery system;
- Use of a green roof;
- Energy STAR appliances that will reduce plug loads by at least 10 percent below the base building code;
- Energy-efficient lighting with average interior LPD 15 percent lower than baseline; and,
- Installation of a 120-kW rooftop PV system.
- The combination of energy efficiency measures and on-site renewable energy generation will reduce GHG emissions of the 15 Necco Street building by at least 25.3 percent (a reduction of 1,378 tpy) over the baseline.

Water and Wastewater

- Limit water use to 20 percent lower than baseline;
- Water conservation measures such as low-flow, low-consumption plumbing, advanced irrigation system, and use of native landscaping;
- Store roof runoff for use in toilet flushing, irrigation and HVAC make-up water;
- Install a gas/oil separator to treat drainage from parking garage; and
- Provide a financial contribution to the BWSC infiltration and inflow (I/I) mitigation fund to mitigate I/I at a 4:1 ratio.

Construction Period

- Implement a Traffic Management Plan and limit construction truck traffic to designated haul routes, including the South Boston Haul Road;
- Install barricades, signage, walkways, and lighting to ensure safe pedestrian access around the site;
- Comply with MassDEP's Solid Waste and Air Pollution Control regulations, pursuant to M.G.L. c.40, §54 and the City of Boston Noise Ordinance;
- Minimize noise impacts of the project by scheduling construction activities during periods approved by the City of Boston, ensuring that construction vehicles comply with MassDEP's idling regulations, and using ambient leveling sensors on backup alarms;
- Implement a Construction Waste Management Plan with a commitment of recycling or salvaging at least 75 percent on non-hazardous construction and demolition waste; and,
- Minimize dust using wet suppression, spraying piles of excavated material with soil cement or calcium chloride overnight and on weekends, washing vehicles before they leave the site, covering dump trucks leaving the site, compacting soil or using gravel at site entrances, spraying water on exposed soils, and periodic street cleaning.

Conclusion

The NPC addressed the criteria in the MEPA regulations at 301 CMR 11.10(6) which provide guidance in determining whether a change in a project might significantly increase environmental consequences and informs a determination regarding whether additional MEPA review is warranted in the form of an EIR. Based on a review of the NPC and comment letters, and in consultation with State Agencies, I find that the NPC adequately and properly complies with MEPA and its implementing regulations. The project may proceed to permitting. State Agencies and the Proponents should forward copies of the final Section 61 Findings to the MEPA Office for publication in accordance with 301 CMR 11.12.

December 6, 2019

Date

Kathleen A. Theoharides

Comments received:

11/20/2019 Office of Coastal Zone Management (CZM)
11/25/2019 Massachusetts Historical Commission (MHC)
11/26/2019 Conservation Law Foundation
11/26/2019 Massachusetts Department of Environmental Protection (MassDEP) – Waterways
Regulation Program (WRP)
11/26/2019 Massachusetts Water Resources Authority (MWRA)

KAT/AJS/ajs

Attachment D

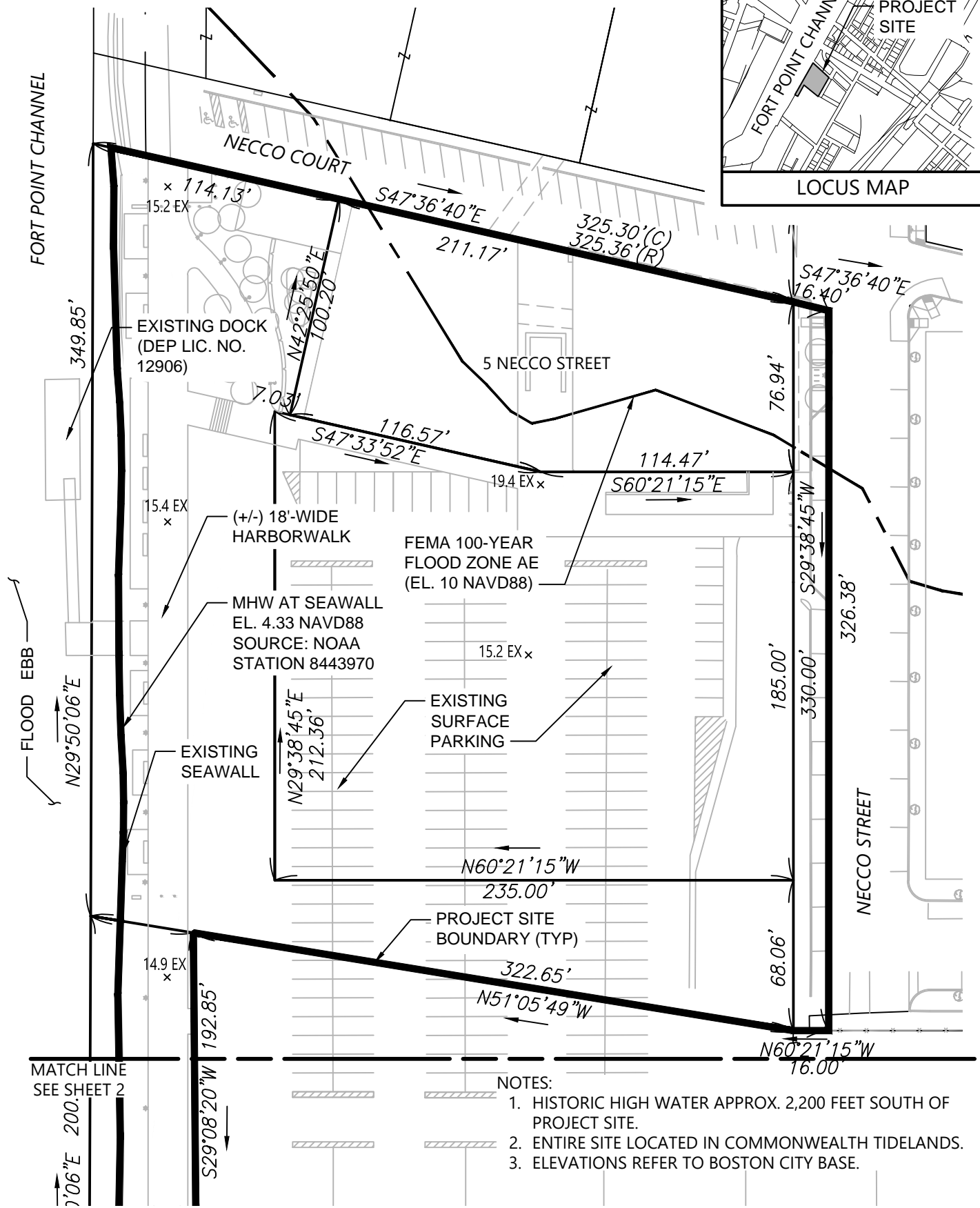
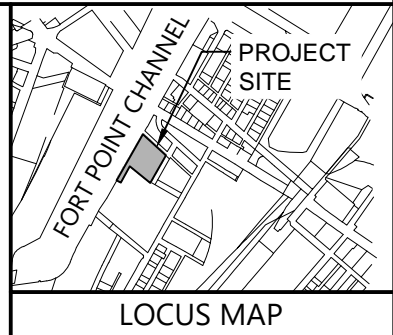
ABUTTERS


ATTACHMENT D: ABUTTERS

Name	Address
ARE-MA Region No. 68, LLC	PO Box 847, Carlsbad, CA 92018
Necco TRS, LLC	PO Box 847, Carlsbad, CA 92018
ChannelSide Acquisitions, LLC	c/o Related Beal, 177 Milk Street, Boston, MA 02109
Summer Melcher SPE LLC	c/o Synergy Investments, 10 Post Office Square, 14 th Floor, Boston, MA 02109


Attachment E

LICENSE PLANS





 1" = 60'

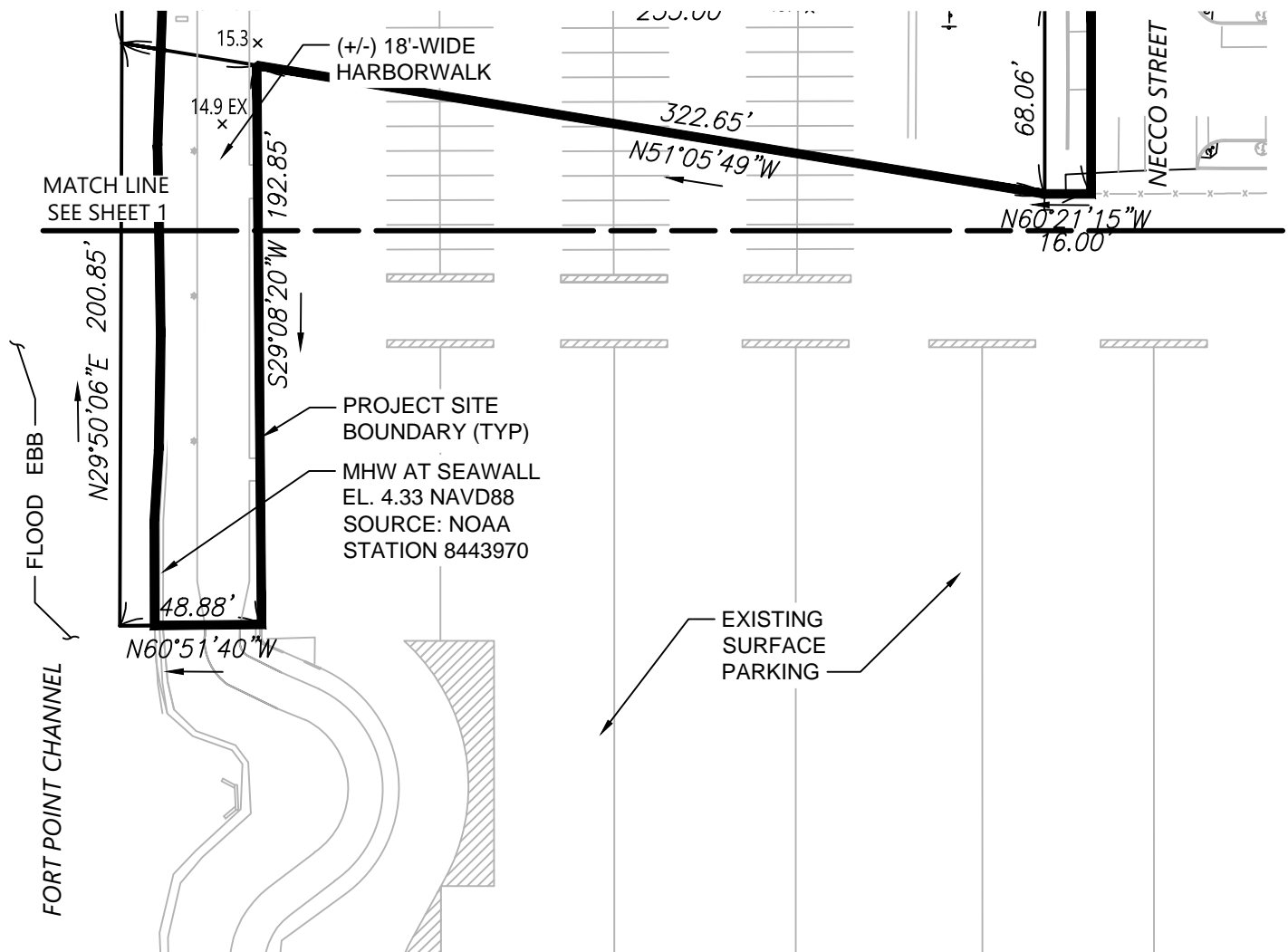


EXISTING CONDITIONS

 SHEET 1 OF 11

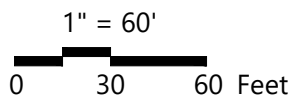
 DATE: MAY 2020

PLAN ACCOMPANYING PETITION
 OF ARE-MA REGION NO. 72, LLC
 AND ARE-MA REGION NO. 74, LLC
 TO LICENSE EXISTING BUILDING
 AND CONSTRUCT AND MAINTAIN
 NEW BUILDING AND ASSOCIATED
 OPEN SPACE ALONG FORT POINT
 CHANNEL, BOSTON, MA,
 SUFFOLK COUNTY



NOTES:

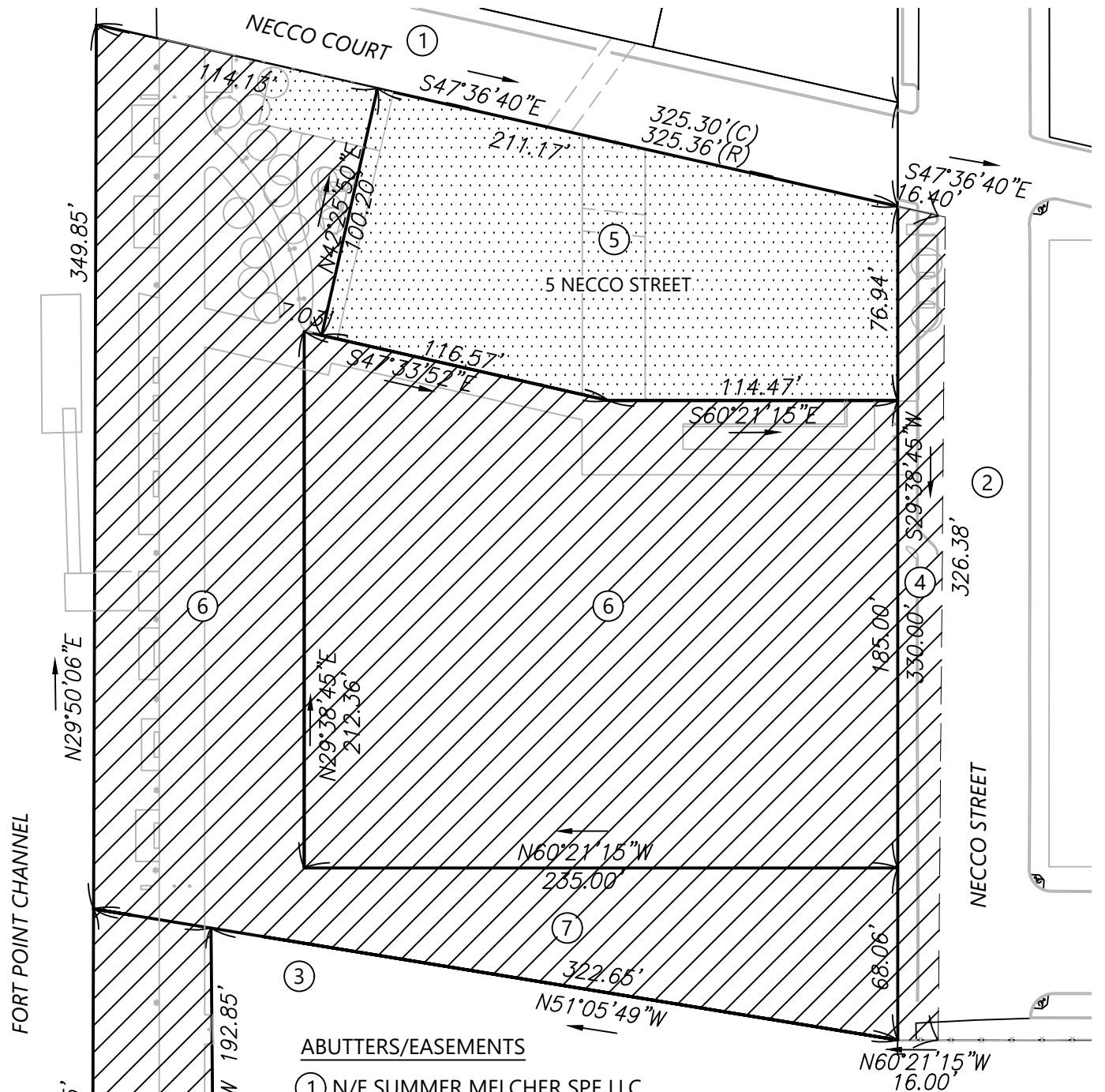
1. HISTORIC HIGH WATER APPROX. 2,200 FEET SOUTH OF PROJECT SITE.
2. ENTIRE SITE LOCATED IN COMMONWEALTH TIDELANDS.
3. EXISTING FILL AND STRUCTURES AUTHORIZED UNDER:
 - ACTS OF 1836, CH 259
 - ACTS OF 1845, CH 239
 - ACTS OF 1850, CH 246
 - ACTS OF 1852, CH 171
 - ACTS OF 1854, CH 218
 - ACTS OF 1855, CH 544
 - 1916 POB NO. 188
 - 1932 DPW NO. 1395
 - 1995 DPW NO. 4739
 - 1997 DPW NO. 6544
 - 2002 DEP NO. 9342A
 - 2003 DEP NO. 9342B
 - 2011 DEP NO. 12906
 - 2017 DEP NO. 14385
4. ELEVATIONS REFER TO BOSTON CITY BASE.



EXISTING CONDITIONS

SHEET 2 OF 11

DATE: MAY 2020





ABUTTERS/EASEMENTS

- ① N/F SUMMER MELCHER SPE LLC
C/O SYNERGY INVESTMENTS
10 POST OFFICE SQUARE
14TH FLOOR
BOSTON, MA 02109
- ② ARE-MA REGION NO. 68, LLC
NECCO TRS, LLC
PO BOX 847
CARLSBAD, CA 92018
- ③ CHANNELSIDE AQUISITIONS, LLC
C/O RELATED BEAL
177 MILK STREET
BOSTON, MA 02109
- ④ EASEMENT AGREEMENT DATED
12/29/2006, BOOK 57406, PAGE
291, AS AMENDED
- ⑦ CONSERVATION RESTRICTION
BOOK 58989 PAGE 280

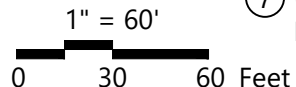
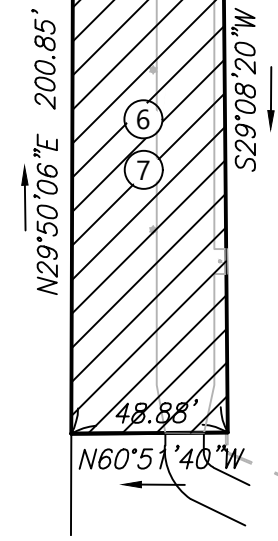
OWNERS

- ⑤ ARE-MA REGION NO. 72, LLC
- ⑥ ARE-MA REGION NO. 74, LLC

LEGEND

-  CONSOLIDATED LICENSE 1
-  CONSOLIDATED LICENSE 2

FORT POINT CHANNEL



**PROJECT SITE OWNERSHIP
AND ABUTTERS PLAN**
SHEET 3 OF 11
DATE: MAY 2020

FORT POINT CHANNEL

NECCO COURT

5 NECCO STREET

NECCO STREET

PROPOSED BUILDING
(15 NECCO STREET)

MATCH LINE SEE SHEET 5

MATCH LINE SEE SHEET 6

PROJECT SITE
BOUNDARY



1" = 60'



PROPOSED CONDITIONS
KEY SHEET
SHEET 4 OF 11
DATE: MAY 2020

EXISTING KAYAK STORAGE AREA

EXISTING (+/-)18'-WIDE HARBORWALK

EXISTING BENCHES (TYP)

FORT POINT CHANNEL

EXISTING CHANNEL OVERLOOK

EXISTING PUBLIC DOCK AND PIER

ACCESSIBLE PATH

EXISTING SITE LIGHTING (TYP)

PROJECT SITE BOUNDARY (TYP)

EXISTING SEAWALL

NECCO COURT

5 NECCO STREET

APPROX. LIMIT OF CANOPY

PLAZA

APPROX. LIMIT OF BUILDING CANTILEVER

PROPOSED BUILDING (12 STORIES)

STEPS (TYP)

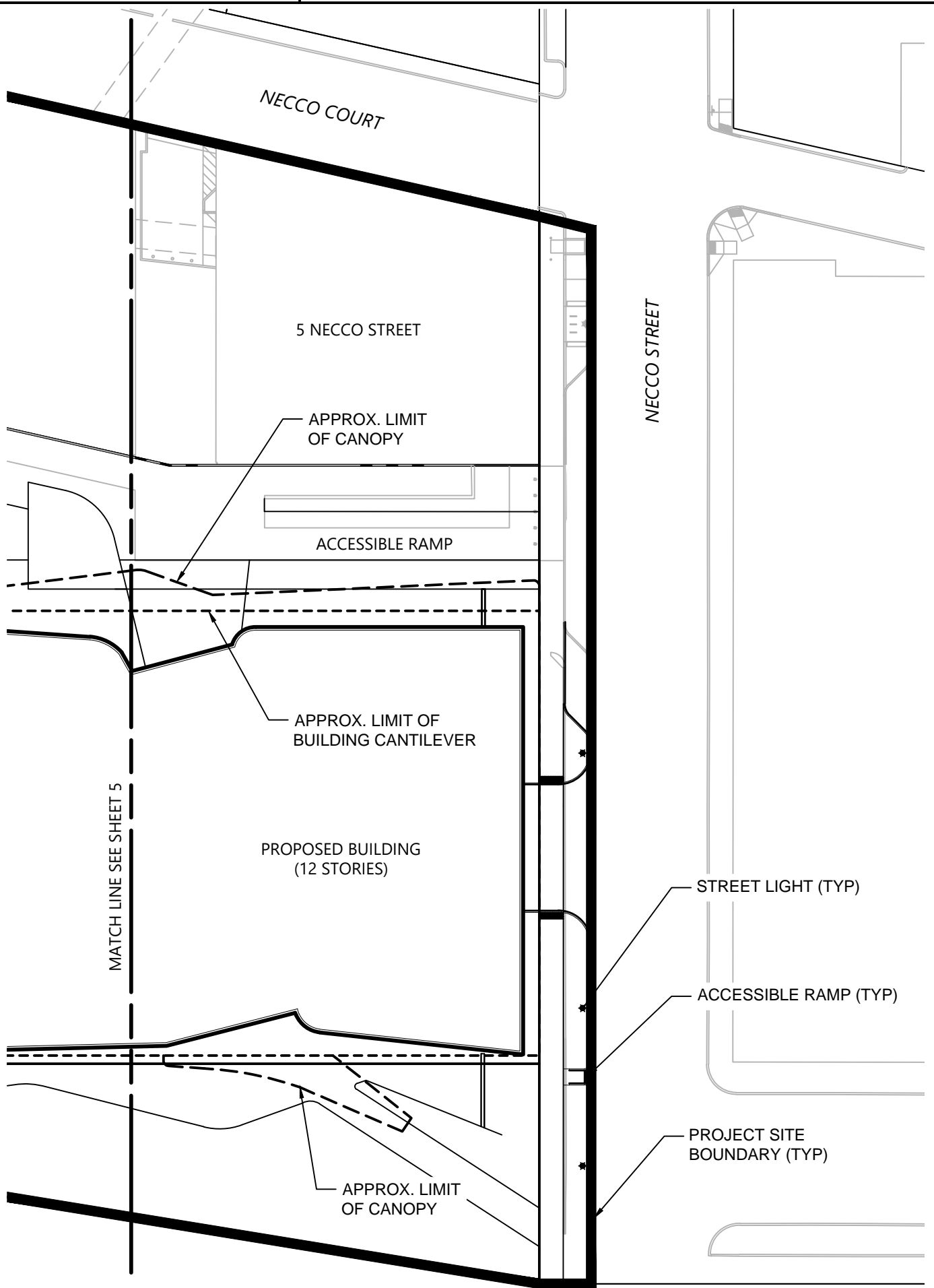
MATCH LINE SEE SHEET 6



1" = 40'

0 20 40 Feet

PROPOSED CONDITIONS WEST
SHEET 5 OF 11
DATE: MAY 2020



1" = 40'
 0 20 40 Feet

PROPOSED
 CONDITIONS EAST
 SHEET 6 OF 11
 DATE: MAY 2020

5 NECCO FOOTPRINT: 18,860 SF

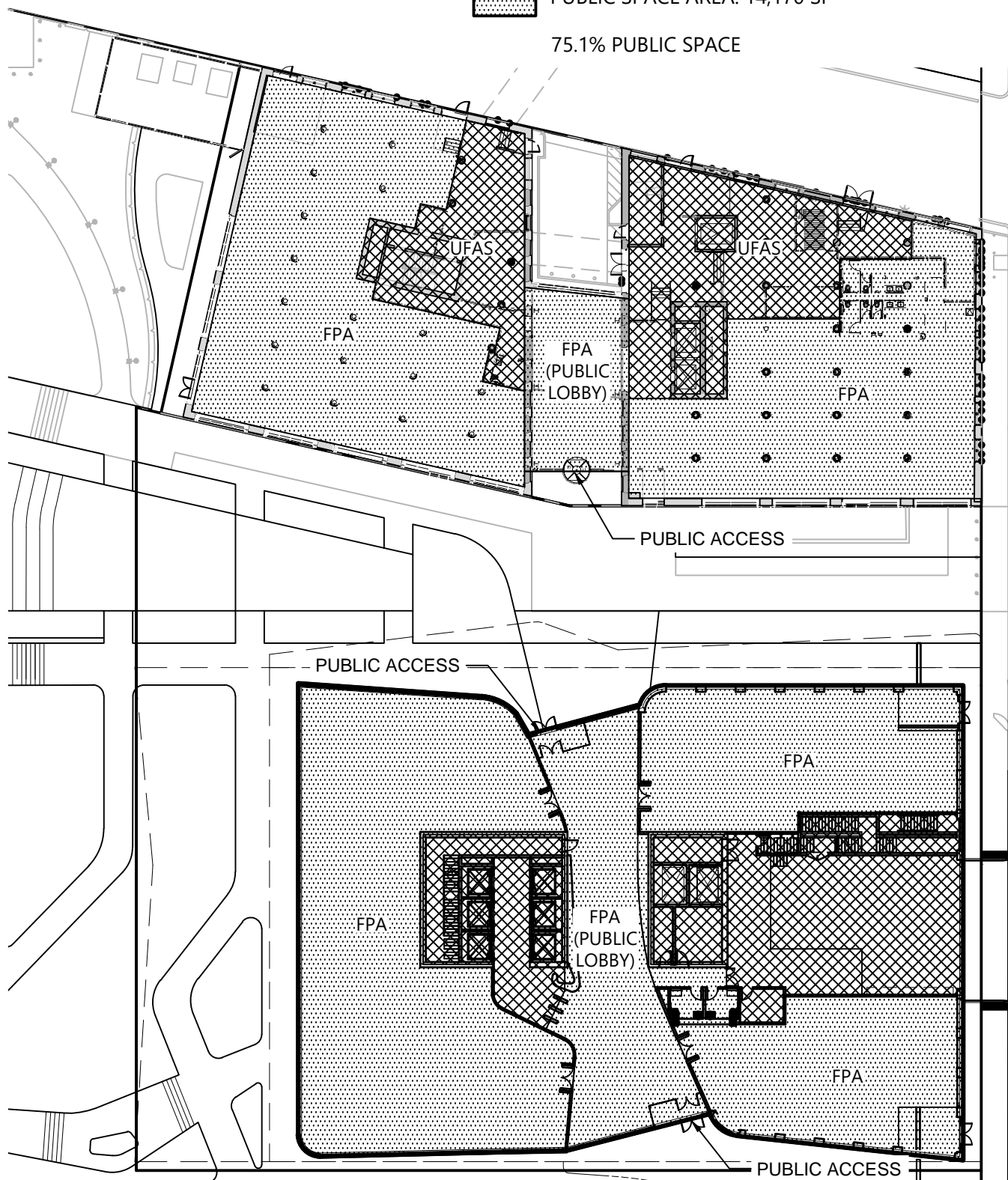


UPPER FLOOR ACCESSORY SERVICES AREA: 4,790 SF



PUBLIC SPACE AREA: 14,170 SF

75.1% PUBLIC SPACE



PROPOSED BUILDING FOOTPRINT: 23,490 SF



UPPER FLOOR ACCESSORY SERVICES AREA: 5,742 SF



PUBLIC SPACE AREA: 17,748 SF

75.5% PUBLIC SPACE



1" = 40'

0 20 40 Feet

FACILITIES OF PUBLIC ACCOMMODATION

SHEET 7 OF 11
DATE: MAY 2020

FORT POINT CHANNEL

NECCO COURT

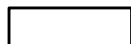
5 NECCO STREET

PROPOSED BUILDING

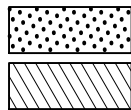
NECCO STREET

OPEN SPACE BOUNDARY
AREA: 95,926 SF (FOR OPEN
SPACE CALCULATION)

LEGEND



OPEN SPACE (60,671 SF)



PROPOSED STRUCTURE/COVERED SPACE (35,255 SF)



EXISTING STRUCTURE/COVERED SPACE

NOTE:
OPEN SPACE BOUNDARY EXCLUDES BRICK
BUILDINGS AMNESTY LICENSE AREA.

OPEN SPACE CALCULATION

BUILDING OFFSET: 35,255 SF
SHADOW OFFSET: 18,462 SF

OPEN SPACE REQUIRED: 53,717 SF
OPEN SPACE PROVIDED: 60,671 SF



1" = 60'

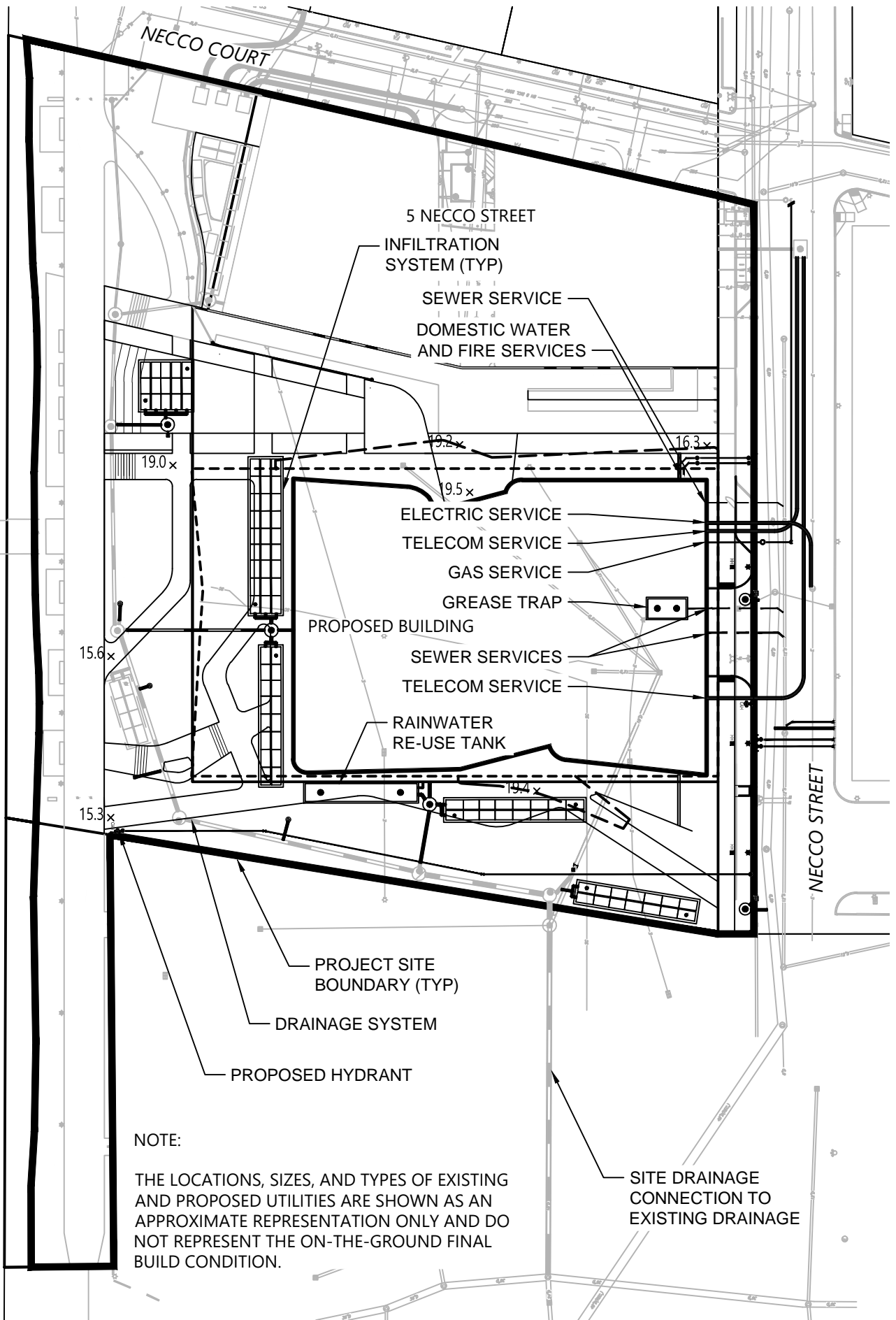
0 30 60 Feet

OPEN SPACE PLAN

SHEET 8 OF 11

DATE: MAY 2020

FORT POINT CHANNEL



NOTE:

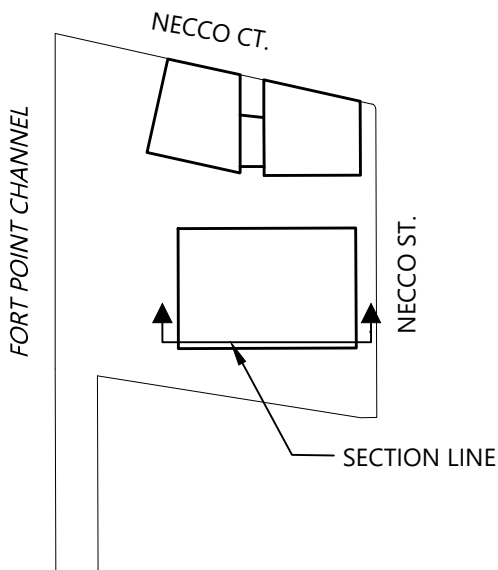
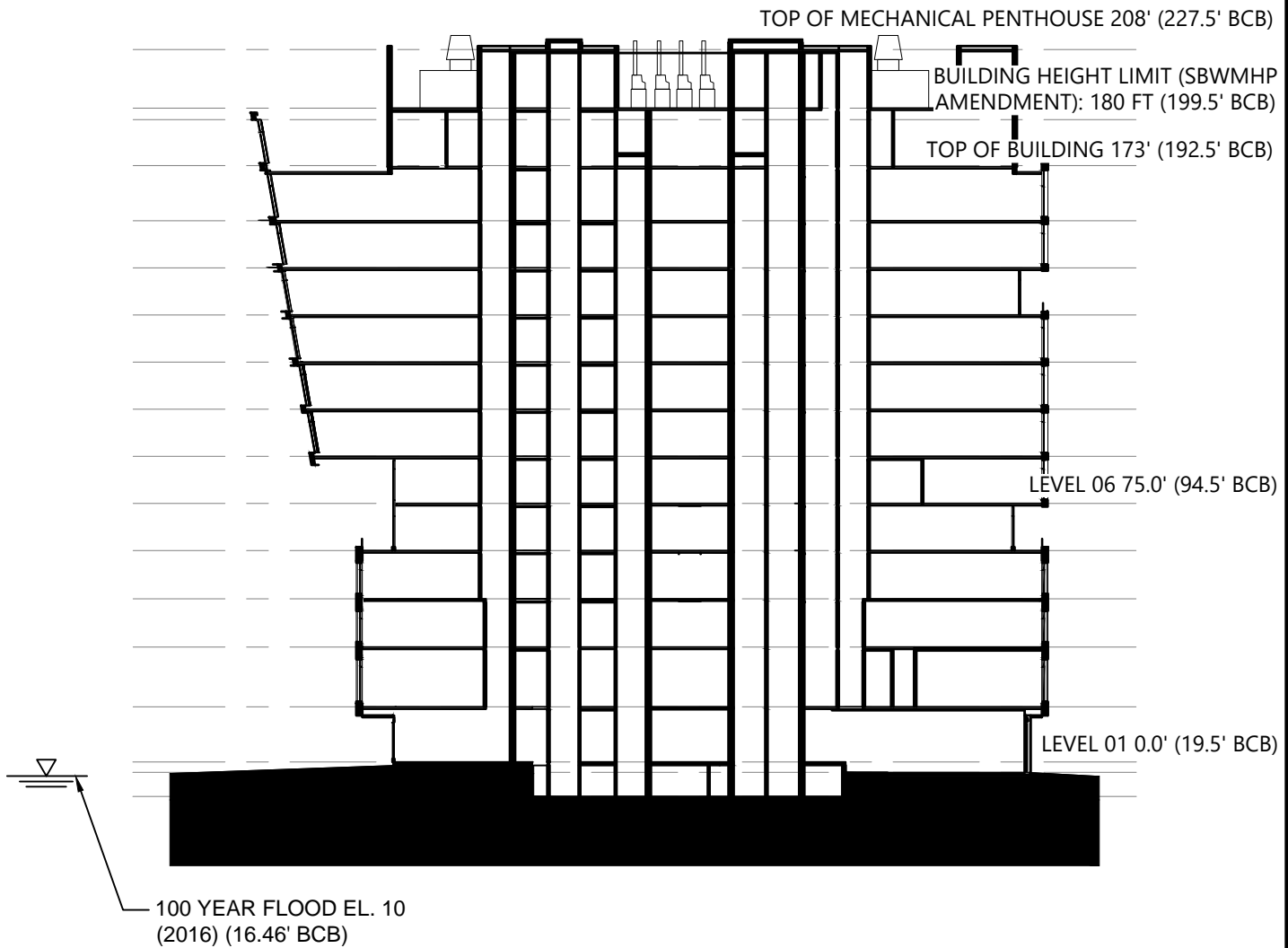
THE LOCATIONS, SIZES, AND TYPES OF EXISTING AND PROPOSED UTILITIES ARE SHOWN AS AN APPROXIMATE REPRESENTATION ONLY AND DO NOT REPRESENT THE ON-THE-GROUND FINAL BUILD CONDITION.



1" = 60'
0 30 60 Feet

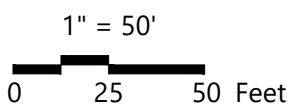
UTILITY PLAN
SHEET 9 OF 11
DATE: MAY 2020

DATUM CONVERSION:
 TO CONVERT FROM BCB TO NAVD88
 $19.5' \text{ BCB} - 6.46' = 13.04' \text{ NAVD88}$



NOTES:

1. PROPOSED BUILDING SECTION TAKEN FROM PLAN TITLED "15 NECCO - EW SECTION.dwg" PROVIDED BY ELKUS MANFREDI ARCHITECTS, DATED APRIL 22, 2020.
2. ELEVATIONS REFER TO BOSTON CITY BASE.

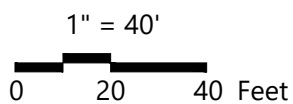
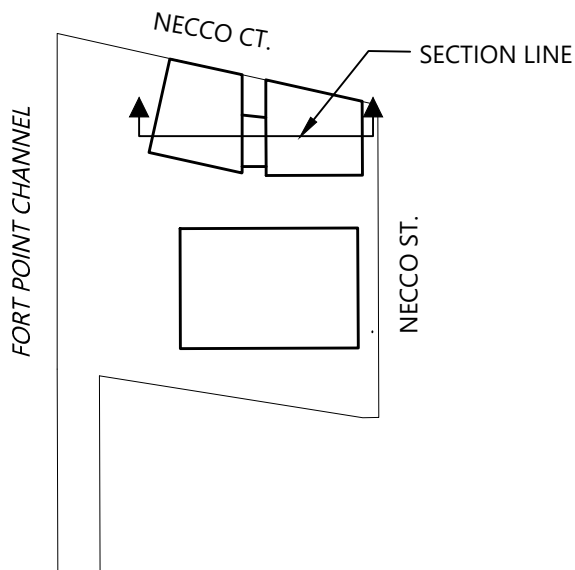
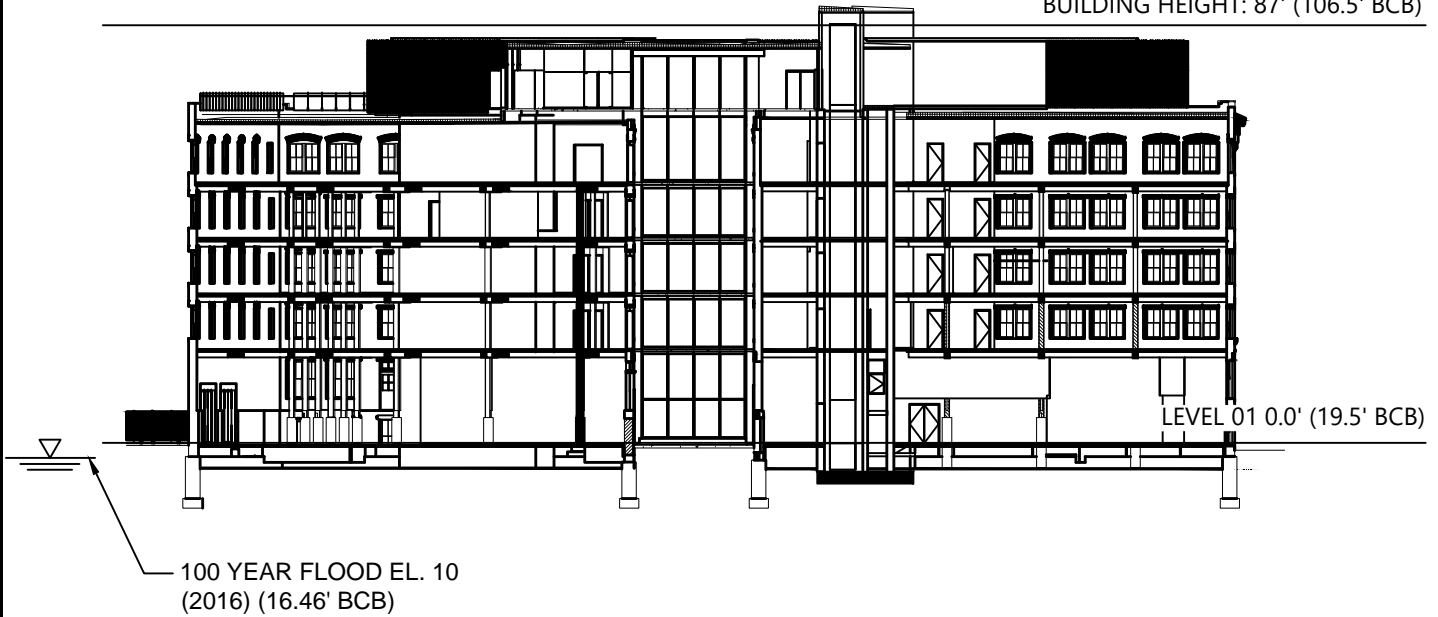


PROPOSED BUILDING SECTION
 SHEET 10 OF 11
 DATE: MAY 2020

DATUM CONVERSION:
TO CONVERT FROM BCB TO NAVD88
 $19.5' \text{ BCB} - 6.46' = 13.04' \text{ NAVD88}$

BUILDING HEIGHT LIMIT (SBWMHP
AMENDMENT): 100 FT (119.5' BCB)

BUILDING HEIGHT: 87' (106.5' BCB)



EXISTING BUILDING
SHEET 11 OF 11
DATE: MAY 2020