

AMENDMENT TO DEVELOPMENT AGREEMENTS (2017)

AMENDMENT TO DEVELOPMENT AGREEMENTS (2017) (hereinafter the “2017 Amendment” or the “Amendment”) dated as of January 11, 2017 (hereinafter the “Date of this Amendment”), by and between CAMBRIDGE REDEVELOPMENT AUTHORITY (hereinafter, with its successors and assigns, the “Authority”), having its office at 255 Main Street, Fourth Floor, Cambridge, Massachusetts, and BOSTON PROPERTIES LIMITED PARTNERSHIP, a Delaware limited partnership (as successor-in-interest to Cambridge Center Associates, hereinafter, with its successors and assigns, the “Developer”), having its office at 800 Boylston Street, Suite 1900, Boston, Massachusetts. The Authority and the Developer may hereinafter be collectively referred to as the “Parties.”

A. Statement of Facts

1. By Development Agreement dated June 11, 1979 (the “Original Parcel 3 and 4 Development Agreement”) as amended by the Parcel 3 and 4 Prior Amendments described below (as so amended and inclusive of all exhibits thereto, collectively, the “Parcel 3 and 4 Development Agreement”), between the Authority and the Developer, the Authority agreed to convey to the Developer in stages and the Developer agreed to purchase from the Authority and redevelop in stages, the developable area within Parcel 3 and Parcel 4 of the Kendall Square Urban Renewal Area (the “Urban Renewal Area”), as amended by Section 1 of the Parcel 3 and 4 Fifth Amendment (referred to in the Original Parcel 3 and 4 Development Agreement and hereafter sometimes referred to collectively as the “Development Area” and hereinafter sometimes referred to as the “Parcel 3 Development Area” and “Parcel 4 Development Area”, respectively, as shown on Exhibit A) upon the terms and conditions set forth in the Parcel 3 and 4 Development Agreement.

The Parcel 3 and 4 Prior Amendments consist of the following:

- Amendment No. 1 dated May 29, 1980;
- Amendment No. 2 dated December 22, 1981;
- Amendment No. 3 dated April 14, 1982;
- Amendment No. 4 dated December 19, 1983;
- Amendment No. 5 dated May 30, 1986;
- Amendment No. 6 dated April 1, 1988;
- Amendment to Development Agreements dated January 14, 1991;
- Amendment to Development Agreements dated May 28, 1993;
- Amendment No. 9 to Parcel 3 and 4 Development Agreement dated September 29, 1993;
- Amendment No. 10 to Parcel 3 and 4 Development Agreement dated September 14, 1994;
- Amendment No. 11 to Parcel 3 and 4 Development Agreement dated June 23, 1997;
- Amendment No. 12 to Parcel 3 and 4 Development Agreement dated March 11, 1998;

- Amendment No. 13 to Parcel 3 and 4 Development Agreement dated July 14, 2004;
- Amendment No. 14 to Parcel 3 and 4 Development Agreement dated January 11, 2011; and
- Amendment No. 15 to Parcel 3 and 4 Development Agreement dated December 12, 2016

2. By Development Agreement dated April 14, 1982 (the “Original Parcel 2 Development Agreement”), as amended by the Parcel 2 Prior Amendments described below (as so amended and inclusive of all exhibits thereto, collectively, the “Parcel 2 Development Agreement”), between the Authority and the Developer, the Authority agreed to convey to the Developer in stages and the Developer agreed to purchase from the Authority and redevelop in stages, the developable area within Parcel 2 of the Kendall Square Urban Renewal Area (referred to in the Original Parcel 2 Development Agreement and hereinafter referred to as the “Parcel 2 Development Area”, as shown on Exhibit A) upon the terms and conditions set forth in the Parcel 2 Development Agreement.

The Parcel 2 Prior Amendments consist of the following:

- Amendment No. 1 dated April 24, 1987;
- Amendment No. 2 dated April 1, 1988;
- Amendment No. 3 dated March 19, 1990;
- Amendment to Development Agreements dated January 14, 1991;
- Amendment to Development Agreements dated May 28, 1993;
- Amendment No. 6 to Parcel 2 Development Agreement dated September 29, 1993;
- Amendment No. 7 to Parcel 2 Development Agreement dated June 23, 1997; and
- Amendment No. 8 to Parcel 2 Development Agreement dated July 14, 2004.

3. The Parcel 3 and 4 Development Agreement and the Parcel 2 Development Agreement are hereinafter sometimes individually referred to as a “Development Agreement” and collectively referred to as the “Development Agreements.” The Parcel 3 and 4 Development Area and the Parcel 2 Development Area are hereinafter sometimes collectively referred to as the “Development Area.”

4. The Development Area constitutes the majority of the area identified as the “MXD District” in both the City of Cambridge Zoning Ordinance (the “Zoning Ordinance”) and in the Amended and Restated Kendall Square Urban Renewal Plan dated December 31, 2015 (as so amended, the “KSURP”).

5. The Authority and the Developer have agreed that, in order to further their agreements and accomplish the purposes embodied by the Development Agreements more effectively in light of both past experience in implementing the Development Agreements and current and anticipated development conditions in the Development Area, it is necessary and desirable to make certain amendments to the Development Agreements as hereinafter set forth.



B. Agreement of the Parties

NOW, THEREFORE, each of the Parties, for and in consideration of the promises and the mutual obligations herein contained, and for other good and valuable consideration, the receipt and sufficiency of which is hereby severally acknowledged, does hereby covenant and agree with the other as follows:

1. Reference is made to the KSURP and to that certain Ordinance Number 1377 issued by the City of Cambridge on December 21, 2015, each of which increased the overall square feet of gross floor area available for development in the MXD District by 940,000 square feet (which such additional gross floor area is defined in said Ordinance Number 1377, and is hereinafter referred to, as “Infill GFA”), which increased the “Aggregate GFA” allowed in the MXD District to 4,273,000 square feet, and which represents all of the remaining Aggregate GFA to develop in the MXD District.

2. The Parties agree: that 926,000 square feet of the Infill GFA is located within the Development Area and is proposed for development by the Developer in one or more projects (each, an “Infill Project” and, collectively, the “Infill Projects”), that 14,000 square feet of Infill GFA is proposed for development by others, and that an additional 60,000 square feet of gross floor area that does not constitute Infill GFA is proposed for development within the Development Area by others. For the purposes of this Amendment, “Infill GFA” shall refer to the 926,000 square feet of GFA proposed for development by the Developer.

3. (A) The purchase price for the Infill GFA (the “Infill GFA Purchase Price”) shall be an amount equal to the product of (i) the number of gross square feet of Infill GFA (not including any components of the Infill Project that are excluded from the calculation of Aggregate GFA pursuant to the applicable provisions of the Zoning Ordinance) to be utilized in connection with any Infill Project as shown on an the Infill Development Concept Plan submitted by the Developer to the City of Cambridge on August 9, 2016 (the “2016 Concept Plan”) or any proposed amendments thereto subsequently submitted by the Developer pursuant to Section 14.32.2.5 of the Zoning Ordinance, as approved by the Authority, multiplied by (ii) the Per Square Foot Price (as defined in Section II of Exhibit B); provided, however, that the Infill GFA Purchase Price for the first Infill Project to be developed using the Infill GFA shall be increased by the KSTEP Costs (as hereinafter defined).

For the purposes hereof:

- (i) The Infill GFA Purchase Price shall be calculated in accordance with the formula set forth in Paragraph B(2)(a) of the Original Parcel 2 Development Agreement, as modified by Paragraph B(9) of the Amendment to Development Agreements dated January 14, 1991 (the “1991 Amendment”) as set forth in Exhibit B; provided, however, that (a) all references in such paragraphs to Parcel 2 of the Development Area shall be deemed to be references to Parcels 2, 3 or 4 of the Development Area, and (b) the Infill GFA Purchase Price shall be established as of the date of the Authority’s approval of the schematic design of the Infill Project.



- (ii) In connection with the foregoing, it is acknowledged and agreed that (x) as of the Date of this Amendment, the Per Square Foot Price for the Infill GFA for the Infill Projects shown on the 2016 Concept Plan shall be \$38.09 per square foot for those components of an Infill Project not used for Office Uses under any of the provisions of Section 14.21.2 of Article 14.000 of the Zoning Ordinance and \$76.18 per square foot those components of an Infill Project used for Office Uses under any of the provisions of said Section 14.21.2, and shall be increased as provided in Exhibit B attached to this Amendment, and (y) as of the Date of this Amendment, the Authority has approved the schematic design of the Infill Project located at 145 Broadway (formerly known as Eleven Cambridge Center).
- (iii) The “KSTEP Costs” shall be \$3,000,000, calculated as fifty (50%) percent of the lump sum KSTEP funding as set forth in that certain Kendall Square Transit Enhancement Program Memorandum of Understanding (the “MOU”), as submitted in the June 30, 2016 Notice of Project Change (EEA No. 1891). The MOU sets forth an agreement between the Authority, the Massachusetts Bay Transportation Authority, and the Massachusetts Department of Transportation for funding transit enhancements for the Development Area and the broader Kendall Square neighborhood. It being understood and agreed that the Authority shall fund the lump sum KSTEP funding as required by the MOU, and that the Developer shall have no obligation therefor beyond the payment of the KSTEP Costs as set forth herein.

For means of clarification and by way of example only, if the amount of gross square feet of Infill GFA (not including any components of the Infill Project that are excluded from the calculation of Aggregate GFA pursuant to the applicable provisions of the Zoning Ordinance) for an Infill Project is 100,000 and the Per Square Foot Price at the time of the Authority’s approval of the schematic design for such Infill Project is \$92.30 (and assuming that the Infill Project is not the first Infill Project to be developed using Infill GFA), then the Infill GFA Purchase Price for such Infill GFA will be \$9,230,000.

(B) Notwithstanding anything contained in the Development Agreements to the contrary, it is understood and agreed that the Infill GFA Purchase Price as set forth herein: (i) shall be payable by the Developer upon the issuance by the City of Cambridge of a building permit for the Infill Project and shall be documented as paid and received in accordance with this Amendment at such time; and (ii) shall be in addition to the purchase price that has already been paid by the Developer for the Individual Parcel(s) upon which the Developer shall utilize the Infill GFA (it being acknowledged and agreed that the Authority no longer holds title to any of the Individual Parcels in the Development Area upon which the Infill GFA may be utilized).

4. It is acknowledged and agreed that:

- (i) The Developer may be demolishing certain existing buildings within the Development Area and developing an Infill Project on the applicable Individual Parcels utilizing a combination of the gross floor area originally allocated to the existing buildings as reflected on the Certificates of Completion issued by the



Authority therefor (such originally allocated gross floor area being hereinafter referred to as the “Existing GFA”) and Infill GFA.

- (ii) The Developer may be redeveloping portions of existing buildings within the Development Area for uses that are excluded from the calculation of Aggregate GFA pursuant to the terms of the Zoning Ordinance and the KSURP, and utilizing the Existing GFA from such redeveloped portions within an Infill Project located elsewhere in the Development Area.
- (iii) The Developer has not yet utilized 6,043 square feet of Aggregate GFA that does not constitute Infill GFA (hereinafter referred to as “Remaining GFA”), which Developer retains the right to access in accordance with the Development Agreements.

In connection with the foregoing, and notwithstanding anything contained herein or in the Development Agreements to the contrary, the Authority hereby agrees that: (x) the Authority shall permit and document the reuse of Existing GFA (after confirming compliance with the applicable provisions of the Zoning Ordinance and the KSURP, in the case of any Existing GFA that is made available as the result of redevelopment of existing space for uses that are excluded from the calculation of Aggregate GFA) and/or Remaining GFA as part of the development of an Infill Project; (y) there shall be no additional purchase price payable by the Developer to the Authority on account of the Developer’s reuse of Existing GFA; and (z) the purchase price for any Remaining GFA shall be determined in accordance with the applicable provisions of the Development Agreements.

5. It is acknowledged and agreed that Ordinance Number 1377 requires that the review and approval of an “Infill Development Concept Plan” under Section 14.32.2 of the Ordinance and subsequent building design review of projects utilizing Infill GFA under Section 14.32.2.4 of the Ordinance shall be conducted jointly by the City of Cambridge Planning Board and the Authority in the manner consistent with the Design Review Process, Submission Requirements, and Review Factors attached as Exhibit C, which shall be deemed to replace and supersede in its entirety the Design Review, Submission Requirements, and Guidelines document attached to the Development Agreements as Exhibit C.

6. It is acknowledged and agreed that the Infill GFA will be utilized by the Developer on Individual Parcels which have previously been conveyed by the Authority to the Developer and/or its affiliates pursuant to supplemental land disposition contracts and quitclaim deeds (collectively, the “Conveyance Documents”) and that Certificates of Completion have previously been issued for the improvements constructed on such Individual Parcels. Notwithstanding anything contained in the Development Agreements or the Conveyance Documents to the contrary, the Authority and the Developer hereby agree that:

- (i) an Infill Development Concept Plan and any subsequent materials submitted by the Developer and meeting the requirements of Sections 14.32.2 and 14.73 of the Ordinance as shall be deemed to satisfy all requirements for the submission of Concept Design Plans under the Development Agreements and the Conveyance Documents; and

- (ii) the Authority’s approval of the Infill Development Concept Plan and any subsequent materials submitted by the Developer and meeting the requirements of Sections 14.32.2 and 14.73 of the Ordinance shall be deemed to satisfy any and all requirements of the Conveyance Documents that the Authority approve (x) any change in use of any amount of gross floor area in the improvements constructed on any of the Individual Parcel and (y) any reconstruction, demolition, subtraction, addition or extension to previously completed improvements; and
- (iii) the Authority shall issue a Certificate of Completion for each Infill Project at such time as the improvements have been completed in accordance with the requirements of the Infill Development Concept Plan special permit (or amendments thereto) and Exhibit C to this Amendment.

7. Except as herein amended, the Development Agreements shall remain unchanged and in full force and effect. All references to the “Parcel 3 and 4 Development Agreement” shall be deemed to be references to the Parcel 3 and 4 Development Agreement as herein amended and all references to the “Parcel 2 Development Agreement” shall be deemed to be references to the Parcel 2 Development Agreement as herein amended.

WITNESS the execution hereof under seal as of the Date of this Amendment.

CAMBRIDGE REDEVELOPMENT AUTHORITY

By: Kathleen S Born  
 Name: KATHLEEN L BORN  
 Title: Chair

BOSTON PROPERTIES LIMITED PARTNERSHIP

By: Boston Properties, Inc., its general partner  
[Signature]  
 Name: MICHAEL A. SANTALUCCIA  
 Title: SENIOR VICE PRESIDENT - DEVELOPMENT

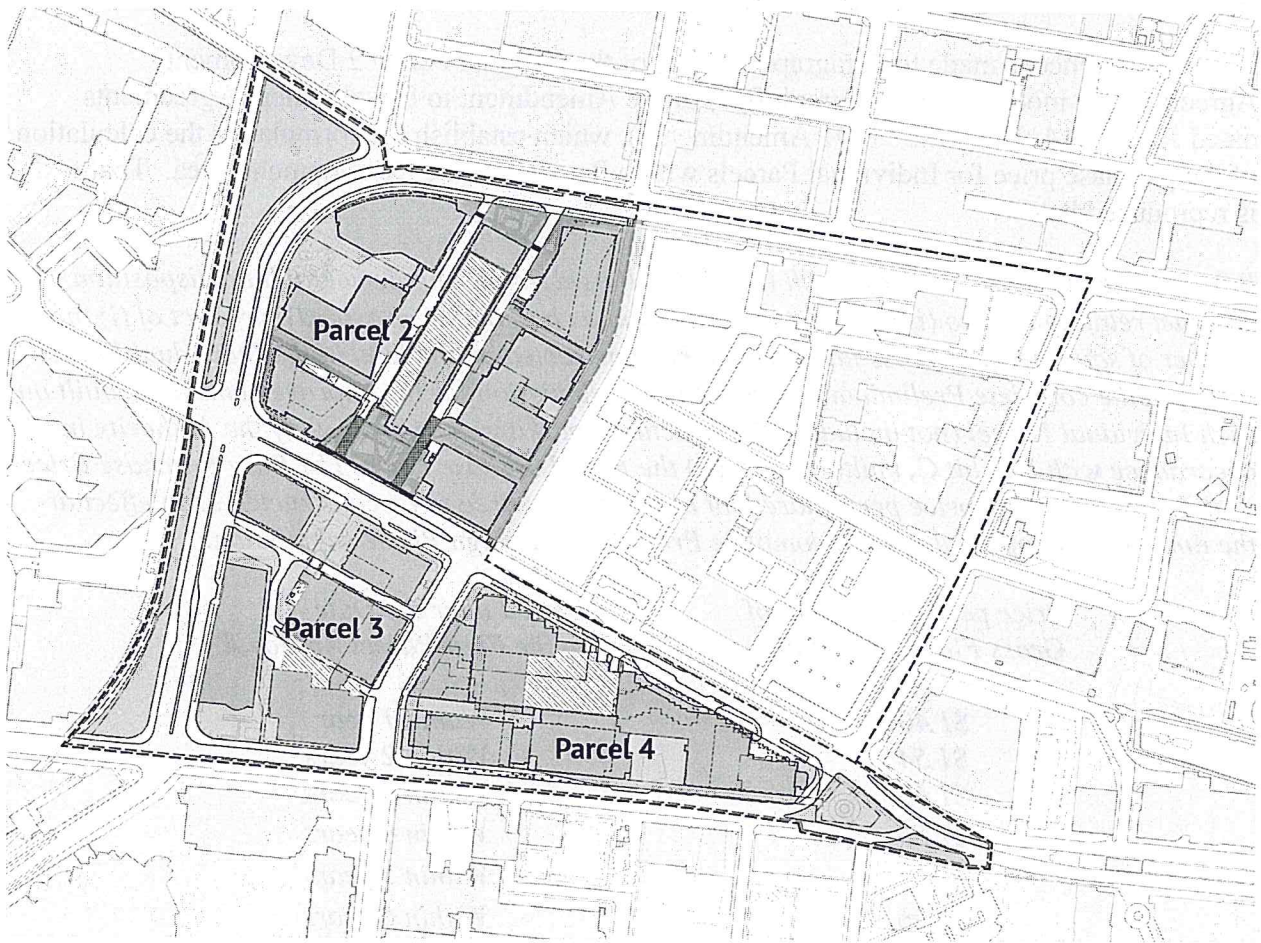
Exhibits:

- A – Plan of Development Area
- B – Calculation of Infill GFA Purchase Price
- C – Design Review, Submission Requirements, and Guidelines



EXHIBIT A

Plan of Development Area



## EXHIBIT B

Calculation of Infill GFA Purchase Price**I. Background on the Infill GFA Purchase Price**

Reference is made to Paragraph B(2)(a) of the Original Parcel 2 Development Agreement, as modified by Paragraph B(9) of the Amendment to Development Agreements dated January 14, 1991 (the "1991 Amendment"), which establish the formula for the calculation of the purchase price for Individual Parcels within Parcel 2 of the Development Area. That text is reproduced below:

*B 2 (a) The purchase price for each Individual Parcel, in the supplemental land disposition contract relating thereto (but subject to adjustment as hereinafter provided), product of (i) the number of square feet of gross floor area to be constructed on the land in the Individual Parcel shown in the complete Preliminary Design Phase submission for the improvements to be built on such Individual Parcel (not including the structured parking) as approved by the Authority in accordance with Exhibit C, multiplied by (ii) the Base Purchase Price. The Base Purchase Price shall be the following price per square foot of gross floor area to be constructed as in effect at the time of such approval of such complete Preliminary Design Phase submission:*

<i>Price per Square Foot of Gross Floor Area Built</i>	<i>Period after the Date of the First Parcel Approval</i>
<i>\$1.40</i>	<i>Within 1 year</i>
<i>\$1.54</i>	<i>Within 2 years</i>
<i>\$1.69</i>	<i>Within 3 years</i>
<i>\$1.86</i>	<i>Within 4 years</i>
<i>\$2.05</i>	<i>Within 5 years</i>
<i>\$2.26</i>	<i>Within 6 years</i>
<i>\$2.49</i>	<i>Within 7 years</i>
<i>\$2.74</i>	<i>Within 8 years</i>
<i>\$3.01</i>	<i>Within 9 years</i>
<i>\$3.31</i>	<i>Within 10 years</i>

*and an additional \$0.35 per square foot of gross floor area built (increased by 10% per year cumulatively) within each successive 1-year period thereafter.*

*In the event that the number of square feet of gross floor area constructed on the land in the Individual Parcel prior to the issuance by the Authority of a Certificate of Completion for such Individual Parcel is greater than the number of square feet of gross floor area shown as to be constructed in the complete Preliminary Design Phase submission for such Individual Parcel approved by the Authority, the Developer shall, concurrently with the issuance of such Certificate of Completion, pay to the Authority an additional sum on account of the purchase price of such Individual Parcel equal to the product of (i) the number of such additional square feet of gross floor area, and (ii) the Base Purchase Price in effect at the time of the approval by*



*the Authority of the Preliminary Design Phase submission. In the event that at any time prior to the later of (a) the sale of the last Individual Parcel to the Developer pursuant to this Agreement or (b) the expiration of the Renewal Plan, the number of square feet of gross floor area constructed or to be constructed on the land in any Individual Parcel increases or is proposed to be increased after the issuance by the Authority of a Certificate of Completion for such Individual Parcel, the Developer shall, concurrently with the filing of an application for a building permit for such increased construction or the commencement of such construction, whichever is later, pay to the Authority an additional sum on account of the purchase price of such Individual Parcel equal to the product of (i) the number of such additional square feet of gross floor area, and (ii) the Base Purchase Price in effect at the time such additional sum is payable as aforesaid.*

*Notwithstanding the foregoing, if the gross floor area constructed or to be constructed on any Parcel 2 Individual Parcel is used or is to be used as allowed within the classification of Office Uses under any of the provisions of Section 14.212 of Article 14.000 of the Cambridge Zoning Ordinance, and if the total gross floor area constructed or to be constructed for any of such Office Uses (including any development of such Uses permitted under Section 14.322(5) of said Article 14.000) thereon and on all of the Parcel 2 Development Area at the time shall exceed five hundred thousand (500,000) square feet, then the Base Purchase Price for any such Parcel 2 Individual Parcel for which a Preliminary Design Phase submission is submitted after September 1, 1995 shall be calculated such that any excess of such gross floor area over said 500,000 square feet shall have a Base Purchase Price equal to two hundred percent (200%) of the Base Purchase Price as otherwise determined pursuant to the terms of Paragraph B(2)(a) of the Original Parcel 2 Development Agreement at the time set forth in said Paragraph B(2)(a) for making such determination.*

## **II. Meaning of Above Provision as Applied to this Amendment**

As stated in the Amendment, the Parties have agreed that the formula set forth in Section I above shall apply to the calculation of the Infill GFA Purchase Price, subject to the modifications set forth in the Amendment and in this Exhibit B.

For the purpose of clarity and consistency, it is understood and agreed by the Parties that the above-referenced language results in the calculation of the payment to be made in connection with the development of an Infill Project (the "Per Square Foot Price") as per the chart included in Section III below.

As stated in the Amendment, for the first purchase of Infill GFA for any Infill Project, the Infill GFA Purchase Price shall be increased by the KSTEP Costs.

### III. Exhibit B, Table 1

#### Per Square Foot Price Table for the Remaining Years of the KSURP

##### **Infill Development GFA**

Calculation Based on Section B.2(a) of Parcel 2 Development Agreement

Development Agreement Dated April 14, 1982

Modified by 1991 Amendment to Development Agreements

Base Price	Period	Residential/Hotel/ Retail/Industrial Project GFA Price	Office / R&D Project GFA Price			
		\$ Per FAR	Initial Increment	10% Premium	Annual Increment	200% Premium
5/21/16	1 (33)	38.09	3.49	0.35	3.84	76.18
5/21/17	2	41.93	3.84	0.38	4.22	83.86
5/21/18	3	46.15	4.22	0.42	4.64	92.30
5/21/19	4	50.79	4.64	0.46	5.10	101.58
5/21/20	5	55.89	5.10	0.51	5.61	111.78
5/21/21	6	61.50	5.61	0.56	6.17	123.00
5/21/22	7	67.67	6.17	0.62	6.79	135.34
5/21/23	8	74.46	6.79	0.68	7.47	148.92
5/21/24	9	81.93	7.47	0.75	8.22	163.86
5/21/25	10	90.15	8.22	0.82	9.04	180.30
5/21/26	11	99.19	9.04	0.90	9.94	198.38
5/21/27	12	109.13	9.94	0.99	10.93	218.26
5/21/28	13	120.06	10.93	1.09	12.02	240.12
5/21/29	14	132.08	12.02	1.20	13.22	264.16
5/21/30	15	145.30	13.22	1.32	14.54	290.60



EXHIBIT C

Design Review, Submission Requirements and Guidelines

# Exhibit C:

## Design Review & Document Approval Procedures

### 1. INTRODUCTION

This **Kendall Square Urban Renewal Plan Design Review and Document Approval Procedure, (DRDAP)** sets forth the procedure for design submittals of the plans and specifications for the developments within the MXD District of the Kendall Square Urban Renewal Plan (KSURP) in the City of Cambridge (City), and the review and consideration of the developments for approval. The development will include mixed-use residential and commercial projects; public and private open spaces; and other permanent improvements. The developments will include those developed by Boston Properties (Developer); it's affiliates, and successors. The Cambridge Redevelopment Authority (CRA) and the City shall review plans and specifications to assure that they conform to the KSURP, the Cambridge Zoning Ordinance and the Cambridge Center Development Agreement (Development Agreement) by and between the Developer and the CRA. Other departments of the City will review plans and specifications for compliance with applicable City regulations.

In summary, project review and consideration for approval shall consist of three distinct components, with Building Design Review having two stages:

1. Infill Development Concept Plan (IDCP)
2. Schematic Design approval (Schematic Design)
3. Building Design Review
  - a. Design Development Documents phase (Design Development)
  - b. Construction Documents phase (Construction Documents)

Approval of any phase of the approvals process (Schematic Design, Design Development, Construction Documents) by the Authority will authorize the Developer to proceed to the next succeeding phase of the approvals process.

A summary diagram visually mapping the DRDAP process described here within may be found in Attachment 2: Standard Process Map for Building Design Review.

### 2. DEFINITIONS

Capitalized terms, unless separately defined in this DRDAP, shall have the meanings set forth in the KSURP and the Development Agreement. For the purposes of this DRDAP, when the term "CRA" is used herein, the use of such term shall mean the Cambridge Redevelopment Authority, acting in its official capacity through the CRA Board. Likewise within the DRDAP, when the term "CRA Staff" is used herein, the use of such term shall mean the CRA's Executive Director, Staff of the Cambridge Redevelopment Authority, or consultants of the CRA as designated by the Executive Director. The term "Planning Board" is used in this DRDAP whenever any determination is required to be made by the Cambridge Planning Board. For purposes of this DRDAP, when the term "CDD Staff" is used, such term shall mean the Assistant City Manager for Community Development, or staff or consultants of the Community Development Department (CDD) as designated by the Assistant City Manager. The term "days" is used to refer to all calendar days including weekends and holidays. The phrase "MXD Zoning" shall mean Article 14 of the Cambridge Zoning Ordinance.

### 3. GENERAL REVIEW SCOPE AND PROCEDURES

Each building in the MXD District utilizing Infill GFA, and associated landscaping, open space, private streetscape improvements, or other associated physical improvements, shall be subject to design approval by the CRA Board



and the Planning Board before the issuance of a building permit. The overall project review process is initiated by the CRA approval of an Infill Development Concept Plan (IDCP) and the concurrent granting of a special permit by the Planning Board under the MXD Zoning, which shall include design review procedures that run parallel to this DRDAP.

After approval of the IDCP, the design approval process continues with Schematic Design approval and then moves into Building Design Review, which is further split into two phases: Design Development and Construction Documents. No ISD building permit for vertical construction of a building utilizing Infill GFA shall be issued until the CRA Board and Planning Board have voted to approve the Schematic Design, and CRA Staff have approved the Design Development and Construction Documents according to the procedures outlined in this DRDAP. This process does not substitute for other City review procedures for the review of construction projects, but is to be closely coordinated with all City departments.

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### 3.1 SCOPE OF REVIEW

The CRA in consultation with the CDD and the Inspectional Services Department (ISD), and other City Departments shall review the IDCP, Schematic Design plans, Design Development Documents and Construction Documents, each as defined below, for conformity with any prior approvals and conditions thereof, the KSURP, MXD Zoning and the Development Agreement. The CRA's review shall include consideration of such items as the architecture and urban design, site planning, retail planning, sustainability planning, transportation and infrastructure improvements, phasing and construction staging, landscape/open space design, sound, shadow, air quality, light pollution, and wind impacts as applicable and appropriate to each submittal. The CRA shall review all plans to ensure general consistency with the State approved 2015 Environmental Impact Report (EIR) and associated 2016 Notice of Project Change (NPC) documents, including designs for any mitigation requirements from the EIR and NPC, or alternative mitigation solutions.

The continued redevelopment of the MXD District of the KSURP is a priority project for the CRA. The CRA shall review all applications for project approvals as expeditiously as possible. CRA Staff shall keep the Developer informed of the CRA's review and comments, as well as comments by CDD, other City departments, other government agencies, or community organizations consulted by the CRA. The CRA shall provide the Developer opportunities to meet and confer with the CRA staff, along with City staff, prior to CRA Board meetings, to review the specific application for project approval.

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### 3.3 COOPERATION OF THE DEVELOPER

In addition to the required information set forth in Attachment 1: Documents to be Submitted for Project Approvals attached hereto, the Developer shall submit materials and information as CRA Staff may reasonably request which are consistent with the type of documents listed in Attachment 1 and which are required to clarify a submittal provided pursuant to this DRDAP. Additionally, the Developer shall cooperate with, and participate in good faith with, design review presentations to the CRA Board, the Planning Board and to the public through workshops and/or neighborhood committees.

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### 3.4 ROLES THROUGHOUT EACH REVIEW STAGE

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#### CRA BOARD REVIEW

- Infill Development Concept Plan:
  - Initial Approval and finding of consistency with KSURP
  - Major and Minor Amendments
- Schematic Design Approval
- Signage: Approval under the KSURP and *MXD District Signage Review & Approval Process*.

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## PLANNING BOARD REVIEW

- Infill Development Concept Plan:
  - Special Permit Issuance
  - Major and Minor Amendments
- Schematic Design: Approval consistent with conditions of the IDCP Special Permit

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## CRA STAFF REVIEW

- Building Design Review:
  - Design Development: *Finding of consistency with prior CRA Board Approval of Schematic Design.*
  - Construction Documents: *Finding of consistency with prior CRA Board Approval of Schematic Design and approval of Design Development (Transmitted to Inspectional Services Department – ISD)*
  - Construction Completion: *CRA Certificate of Completion*

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## CDD STAFF REVIEW

- Building Design Review:
  - Design Development: *invitation to review with CRA Staff*
  - Construction Documents: *Certification of consistency and completeness with Special Permit*

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## CRA DESIGN REVIEW COMMITTEE

- IDCP and Schematic Design review:
  - Advisory only, no vote, no formal recommendation

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## 3.5 REVIEW OF INITIAL PROPOSALS

Prior to filing an IDCP or schematic design application for any Board approvals, the Developer shall submit to the CRA Staff preliminary maps, plans, design sketches and other data concerning the proposed project and request a pre-submission conference. Within fifteen (15) days after the receipt of such request and material, CRA Staff shall hold a conference with the Developer, and provide an invitation to CDD Staff, to discuss the proposed application.

Before bringing either IDCP Amendments or Schematic Design proposals to the CRA and Planning Board for consideration, the Developer shall bring their design proposal before the public for review and comment at a CRA Design Review Committee meeting. The Developer shall provide the CRA with sufficient presentation materials to describe its planned design submittal, using the submission materials outline described in *Attachment 1* and/or other presentation materials such as working models or conceptual studies to illustrate the building design to the Design Review Committee as recommended by CRA and City Staff.

Upon notification from the Developer of its intent to proceed with the next phase of design under the IDCP, CRA Staff will schedule CRA Design Review Committee meeting(s) to allow adequate review by CRA Board, CDD and community members before further approvals. CRA Staff will provide the CRA Board with regular updates on the design review process.



## 4 IDCP REVIEW

The IDCP is intended to demonstrate a conceptual level of detail regarding massing, circulation, infrastructure, open space, and phasing, of Infill GFA permitted by the 10<sup>th</sup> Amendment to the KSURP, and revisions to the MXD Zoning approved in 2015.

The CRA shall review the IDCP submitted for conformity with the KSURP, MXD Zoning and the Development Agreement including but not limited to KSURP Urban Design Principles; open space requirements; implementation of the housing, innovation space and, retail programs. The Developer shall submit a report regarding compliance with the mitigations identified within the previously approved 2015 EIR/2016 NPC. The CRA shall review such a report to ensure compliance with MEPA. After initial approval, the Developer shall submit any proposed amendments to the IDCP to the CRA and the City for review and consideration.

### 4.2 DOCUMENT SUBMITTAL REQUIREMENTS (IDCP)

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See Attachment 1 which lists the IDCP submittal requirements contained in the Kendall Square Urban Renewal Plan and the MXD Zoning.

### 4.3 SCOPE OF IDCP REVIEW

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The IDCP shall be approved by both the CRA and Planning Board, which must grant a special permit under the MXD Zoning to authorize the development of Infill GFA. The purpose of the IDCP is to provide a context and a conceptual district plan for existing and potential future development that allows development to proceed in a flexible manner, without requiring special permits for each building.

The IDCP is anticipated to evolve over time, thus with each subsequent development proposal, any conforming updates to the IDCP shall be submitted as needed. Amendments to the special permit may be granted as set forth below, but revisions to the IDCP shall not necessarily require amending the IDCP or special permit so long as the revisions are consistent with the initial IDCP approval and remain in conformance with the conditions of the special permit. In general, revisions to the IDCP (as opposed to Amendments discussed below) are urban design changes and refinements of either buildings and/or open spaces that would be expected to occur during Design Review. Such revisions include but are not limited to selection of proposed façade materials, fenestration patterns, retail entry locations, and minor dimensional refinements in conformance with approved design guidelines within the IDCP. Revisions shall also include building massing changes of less than five percent (5%) of key building dimensions, changes made due to LEED requirements or other legal obligations and revisions required by utilities or other third parties. Additionally, additions or modifications to the plans within IDCP in response to conditions from the initial IDCP approval shall be considered revisions under the MXD Zoning. In the event that CRA and CDD Staff determines that the proposed revisions deviate materially from the IDCP already approved, the changes will be considered an IDCP Amendment and CRA Staff will require submittal of an amended IDCP document for review by the CRA Board and then Planning Board in accordance with the provisions of the KSURP and Article 14 MXD Zoning.

### 4.4 AMENDMENTS TO THE IDCP

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After approval of the IDCP, the Developer may seek an amendment to the IDCP in response to changes in the site context within the KSURP, improvements in building technology or fluctuations in local market conditions. Upon receiving a request to modify the IDCP, CRA Staff shall make a written recommendation to the Planning Board as to whether the CRA considers the proposed changes constitute a Minor or a Major Amendments to the IDCP. CRA Staff may utilize the CRA Design Review Committee (described below) for input into this recommendation. The Planning Board shall independently make its own determination as to whether a proposed

amendment is considered a Minor or Major Amendment. Amendments may shift Infill GFA between buildings but cannot allow total development to exceed the Aggregate GFA allowed in the MXD District.

In general Minor Amendments are changes to the plan, which do not alter the concept of the IDCP in terms of density, land use, building height, or provision of open space; phasing and/or involve significant dimensional modifications. Minor amendments shall include, but not be limited to, small changes in the location and massing of buildings, design modifications of the open space plans, or reductions in commercial parking, movement of parking capacity within the project not to exceed 5% of the project approved parking, or transfer of Exempt GFA from retail programming to future phases.

If proposed changes are determined to be a Minor Amendments by the CRA Staff, the CRA may approve Minor Amendments to the previously approved IDCP, provided that the changes satisfy conditions or design requests from the previous IDCP review and approvals, and/or that the amendment meets the following conditions:

- (1) the amendment requested involves a deviation that does not constitute a material change in the development program
- (2) The amendment to the IDCP does not change the distribution of building GFA or other dimensional measure greater than five (5%) percent from the approved plans within the approved IDCP, and/or involves the use of exempt retail GFA in future phases;
- (3) the requested approval will not be detrimental to the public welfare or injurious to the property or public and private improvements in the vicinity of the project;
- (4) the grant of the approval will be consistent with the general purposes and intent of the KSURP, the Article 14 MXD Zoning and the approved IDCP; and
- (5) the publicly beneficial uses and improvements associated with the IDCP (these include but are not limited to open space, streetscape, ground floor retail, innovation space, and residential development) are not compromised by the amendment.

In accordance with the MXD Zoning, Minor Amendments to the IDCP may be first considered by the CRA Board, and then if approved, considered by the Planning Board. Minor Amendments may be considered at a joint meeting of the CRA and Planning Board and/or in conjunction with the Schematic Design review process described below.

Major Amendments represent substantial deviations from the IDCP provisions approved by the CRA and Planning Boards. Major amendments shall include, but not be limited to, large shifts in GFA or other dimensional factors (greater than 5%), changes to the mix of uses across multiple buildings, increases in height over the five (5%) percent of the approved IDCP, significant reductions of setbacks, reduction of open space provisions; significant changes in the location of buildings, open space, or parking; or changes in the circulation system. Any changes to phasing, the distribution of the approved development program, zoning conformance, public open space, district wide transportation, infrastructure, or the district retail plan require approval of the CRA Staff or Board as a Major Amendment.

IDCP Major Amendments will be processed utilizing the same process as initial IDCP approval as prescribed in the KSURP and the Article 14 MXD Zoning. CRA and CDD Staff will coordinate with the Developer to agree on content, organization and format for IDCP Major Amendment documentation. Consideration of an IDCP Major Amendment may also proceed concurrently with a Schematic Design submission.

## **5. SCHEMATIC DESIGN REVIEW**

### **5.1 INTRODUCTION**

Schematic Design documents shall be formally submitted to the CRA Board and Planning Board for review and consideration. Schematic Design documents should not be submitted for consideration until at least one CRA Design Review Committee meeting has occurred as described below in the Pre-Submittal phase. Schematic

Design documents shall present plan refinements and design details for a specific project and accompanying site and open space improvements, advancing the massing and design concepts outlined in the IDCP. Schematic Designs for buildings within the KSURP utilizing Infill GFA may be reviewed concurrently with or after the approval of an IDCP. Schematic designs are anticipated to include some IDCP revisions that should be documented in the Schematic Design submission and at the discretion of CRA Staff may be accepted as part of the review and approval process described in this section, without a separate Amendment to the IDCP document. If a Schematic Design deviates substantially from the approved IDCP, CRA Staff, in coordination with CDD Staff may determine that the Developer must also provide an Amendment to the IDCP for review and consideration as described above.

Approval of the Schematic Design by the CRA Board and Planning Board will be documented and transmitted in the form of Schematic Design approval letter from the CRA, potentially with design review conditions. If at any time during Schematic Design review, the members of the Planning Board and CRA Board do not agree on a particular issue, the CRA and CDD Staff shall convene a discussion to seek a mutually agreeable solution with the Developer and a process for consideration of the solution to be presented to the CRA Board and Planning Boards.

## 5.2 PRE-SUBMITTAL PHASE / CRA DESIGN REVIEW COMMITTEE

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The purpose of the pre-submittal phase is to facilitate an effective review process by advising and preparing the Developer and their design team prior to the formal submission of documents. CRA and CDD Staff will coordinate with the Developer to agree on content, organization and format for pre-submittal presentation materials. The CRA shall hold at least one CRA Design Review Subcommittee meeting within 45 days of the initial request from the Developer to initiate the design review process for an individual building.

For the purposes of this review process, the CRA Design Review Committee is comprised of two members of the CRA Board, CRA Staff, CDD Staff and potentially two members of the Planning Board. This body performs an interdepartmental public review of building design details with the Developer and architect in a more informal workshop setting, with the aide of scaled 3D models, illustrative drawings, and material samples. The Committee shall convene such a public meeting at least once during the Pre-Submittal phase review. The meeting(s) of the Committee will serve to further inform and refine the building design prior to submission but will be advisory only, not approving, voting or providing an official recommendation to the CRA Board and the Planning Board. Meeting notes will be taken and a summary distributed and presented to the CRA Board and Planning Board prior to their next meeting(s) to further enhance information sharing and collaboration between the two Boards.

Within 10 days of the CRA Design Review Committee meeting(s), CRA and CDD Staff will host at least one joint meeting with the Developer and their design team to review draft materials and the Committee's initial reactions. Other City Departments such as the Department of Public Works (DPW) and the Department of Traffic Parking and Transportation (TPT) may be invited as needed. During the Pre-Submittal phase, the Developer may set up individual coordination meetings with other City Departments, but must inform the CRA of the scheduling and significant outcomes of each meeting.

## 5.3 SCOPE AND TIMING OF SCHEMATIC DESIGN APPROVAL

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The CRA Staff shall review the Schematic Design for completeness and advise the Developer in writing of any deficiencies within ten (10) days following receipt of the Developer's Schematic Design submittal. In the event the CRA Staff does not so advise the Developer, the application for Schematic Design shall be deemed complete. The Developer will separately send to CDD and other City Departments submissions for Schematic Design review. The time limit for the CRA Staff review and the beginning of formal Board consideration shall be within sixty (60) days from the date the Schematic Design has been determined to be complete. Within that 60 day time frame the CRA shall arrange with CDD to hold at least one joint CRA Board / Planning Board hearing. CRA shall



take such reasonable measures necessary to comply with the time periods set forth herein, but does not have control over Planning Board scheduling.

The CRA Board shall review and consider; a) approve, b) conditionally approve c) request changes for resubmission for Schematic Design, or d) disapprove the application within the sixty (60) day period set forth above. The timeline for consideration may be extended per request of the Developer or either reviewing Board. If the CRA Board conditionally approves the Schematic Design, such approval shall set forth the concerns and/or conditions on which the CRA is granting approval. At the sole discretion of the CRA Board, the CRA Board may delegate review of conditions to the CRA Staff or the CRA Design Review Committee. If the revisions are determined by the CRA Staff to be required to be resubmitted to the CRA Board, the CRA Board shall either approve or disapprove such revisions as soon as possible, and may choose to convene a joint CRA Board / Planning Board hearing for such final approval actions on the revised submission. If permitted by the CRA and Planning Boards, ongoing resolution of conditions can be presented in the next phase of Building Design Review.

If the CRA Board requests changes for resubmission of the Schematic Design in whole or in part, the CRA Board shall set forth the reasons for such a request in the resolution adopted by CRA. If the CRA Board requests a resubmission, the time for review shall be extended to enable the Developer to cure the deficiencies specified by the CRA Board. The CRA will facilitate an informal meeting with the Developer, their design team, and CRA and CDD Staff as soon as possible to review the issues in question. The CRA shall review all revisions as expeditiously as possible. If revisions are made within the existing 60-day review period, the revisions shall permit additional review time from the original timeframe of review or within a time frame extension agreed to by the CRA and the Developer.

#### 5.4 DOCUMENT SUBMITTAL REQUIREMENTS (SCHEMATIC DESIGN)

A Schematic Design proposal shall consist of text, maps and drawings that describe how a parcel will be developed consistent with the IDCP. Each subsequent Schematic Design submission will provide the CRA with the overall development context regarding the existing and future construction within the MXD District through development tables and site plans. The Developer shall submit Schematic Design Documents, which shall include the documents and information listed in *Attachment 1* hereto. The CRA Staff may waive certain document submittal requirements if the CRA Staff determines such documents are not necessary for the specific application. Likewise additional materials may be requested by the CRA or CDD Staff in order to facilitate thorough review.

## 6. BUILDING DESIGN REVIEW

### 6.1 INTRODUCTION

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Building Design Review is split into two phases: Design Development and Construction Documents. No building permit (with the exception of related utility and project enabling permits, foundation permits and demolition permits) for vertical building construction shall be issued until the Staff has approved the Design Development and Construction Documents according to the procedures outlined in this DRDAP and *Attachment 1* (see further details on building permits in Section 7). Likewise CDD must also make a certification of consistency and completion.

The CRA Board may at their discretion require the Developer to present updates to the CRA Board during the Design Development and Construction Drawings phases if deemed necessary.

Throughout the Building Design Review process, the CRA's basis of review is primarily the KSURP, the MXD Zoning, the approved IDCP and IDCP Design Guidelines, the Development Agreement, and the 2015 EIR/2016 NPC.

### 6.2 DESIGN DEVELOPMENT PHASE

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The purpose of Design Development is to expand and develop the Schematic Design incorporating changes resulting from resolution of comments and concerns during the Schematic Design approval and to prepare drawings and other documents as to architectural, structural, mechanical and electrical systems. The CRA Staff shall review the Design Development Documents for consistency with earlier approved documents, the KSURP, Article 14 MXD Zoning and the Development Agreement. Design Development Documents will provide an additional level of refinement and detail for a specific development project and accompanying site and open space improvements.

Following the approval of the Schematic Design, Design Development Documents shall be submitted for review and receive from CRA Staff either a) approval, b) conditional approval, or c) request changes for resubmission. The Design Development approval will be documented and transmitted in the form of Design Development phase approval letters from CRA and CDD Staff, with conditions. Approval of any phase of the approvals process (Schematic Design, Design Development, Construction Documents) by the CRA will authorize the Developer to proceed to the next succeeding phase of the approvals process. If at any time a resolution between the Developer and CRA Staff on an issue of design consistency cannot be reached during the Design Development phase, the issue may be returned to both the CRA Board discussion, potentially at a joint hearing with the Planning Board.

### 6.3 SCOPE AND TIMING OF DESIGN DEVELOPMENT REVIEW

The CRA Staff shall review the Design Development Documents for completeness and general consistency with the Schematic Design and shall advise the Developer in writing of any deficiencies within ten (10) days after the receipt of the Design Development Documents. In the event CRA Staff does not so advise the Developer, the Design Development Documents shall be deemed complete.

The time limit for CRA Staff review shall be thirty (30) days from the date the Design Development Documents were determined to be complete. The CRA Staff shall take such reasonable measures necessary to comply with the time periods set forth herein. In the cases when the Design Development for multiple buildings are submitted for review simultaneously or overlapping, the timeline for review will be forty-five (45) days from the date the Design Development Documents were determined to be complete. If the Design Development does not meet the conditions outlined in prior approvals, or extensive revisions or clarifications to the Design Development are requested by the CRA or CDD, the CRA may request an extension from the Developer. The Developer and CRA Staff may agree to any extension of time necessary to allow revisions of submittals prior to a decision by the CRA Staff. CRA Staff shall review all such revisions as expeditiously as possible, within the time frame of the extension agreed to by CRA Staff and the Developer. If agreed to by CRA Staff, resolution of said conditions can be provided in the Construction Document phase of Building Design Review.

In the case of conditional approval, CRA Staff will coordinate with the Developer to review Design Development documents and address issues of concern with the Developer, but may allow the Developer to proceed to Construction Document review where such changes can be integrated into CDs. During the Design Development phase, the Developer may setup individual coordination meetings with other City Departments such as DPW and TPT, but should include the CRA if those design discussions will impact the Design Development review.

### 6.4 CONSTRUCTION DOCUMENTS PHASE

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The CRA Staff shall review the Construction Documents for consistency with earlier approved documents, the KSURP, the MXD Zoning and the Development Agreement. Construction Documents shall be submitted for review following approval of the Design Development phase, and shall be deemed by CRA Staff as either a) approval, b) conditional approval, or c) request for resubmission. Construction Documents will provide full construction level of detail for a specific development project and accompanying site and open space improvements. The purpose of this submittal is to expand and develop the Design Development Documents to their final form, prepare drawings and specifications in sufficient detail to set forth the requirements of construction

of the project and to provide for permitting. The Developer may submit plans for simultaneous ISD review of related building permits.

The CRA Staff shall review construction Documents for consistency with prior approvals within thirty (30) days following the Staff's receipt of such documents. When approved, the Construction Documents phase approval will be documented in the form of Construction Documents approval letter from CRA Staff to ISD. In the case of request for resubmission, CRA Staff will coordinate with the Developer to review Construction Documents and address issues of the CRA, in coordination with the review by CDD. If after the review period and good faith efforts by both parties, a resolution with the Developer on a Construction Document design consistency issue(s) cannot be reached during the Construction Documents phase, the project revision may be returned to the CRA Board for consideration. It is however preferable to find resolution at the staff level once the design has reached this phase of review.

## 6.5 DOCUMENT SUBMITTAL REQUIREMENTS

The Developer shall submit Design Development and Construction Documents, which shall include the materials and information listed in *Attachment 1*. CRA Staff may waive certain document submittal requirements if the CRA Staff determines such documents are not necessary for the specific application. Likewise additional materials submitted to clarify the construction documents may be requested by the CRA Staff in order to facilitate thorough review but additional material submission shall not necessarily constitute a reset of the review timeline.

## 6.6 ON-SITE EXTERIOR SAMPLE PANEL / MOCK-UP

In the Design Development or Construction Documents phase, the developer is required to submit designs of and the proposed location of the required sample panel (Mock-Up) of exterior wall and window materials to be erected on or near the proposed development site. The purpose of this Mock-Up is to illustrate the actual appearance of these materials on the site, in various natural light and weather conditions, identify architectural issues in relation to the facade construction, demonstrate the visual and aesthetic composition of materials, and their relationships to one another. As a standard condition of Construction Documents phase approval, the Mock-Up shall be constructed by the developer and reviewed by the CRA with the interpretive assistance of the Developer's design team (Mock-Up Meeting) prior to the final selection and ordering of these materials. If any issues arise during the sample panel on-site review meeting, CRA Staff will work as expeditiously as possible to resolve these issues with the Developer's design team prior to the ordering of these materials. Within ten (10) days of the Mock-Up Meeting the CRA staff will provide a written determination of its approval or any proposed material modifications.

## 6.7 REVISIONS TO PREVIOUSLY APPROVED DESIGN DOCUMENTS

Design Revisions to the previously approved Schematic Design, Design Development, or Construction Documents may only be approved if the changes do not constitute a material change in the development as approved under the Schematic Design process, and/or the changes satisfy conditions or design requests from the previous approvals. No material changes to Construction Documents are permitted after CRA Staff approval without notifying CRA Staff of the change and reason for such change. In this case, CRA Staff approval is required for the development project to proceed to completion and occupancy.

In the event that CRA and/or CDD Staff determines that such document contains changes which deviate materially from the document already approved by the CRA Board and Planning Board during the Schematic Design approval, this will be considered a substantial design revision, and CRA and CDD Staff may require submittal of amended documentation, for review by the CRA Board and Planning Board and other City departments, as needed.

## 7. PERMITTING AND COMPLIANCE



## 7.1 CITY OF CAMBRIDGE BUILDING PERMITS

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The Developer may apply for a Building Permit to commence construction from ISD upon the CRA Staff's determination that the Design Development documents are complete and generally consistent with the Schematic Design. The Building Permit *application* can be submitted before the Construction Documents for the project have been completed and submitted for approval to the CRA. The Developer however may **not** obtain a Building Permit until the Construction Documents have been approved or conditionally approved by CRA Staff.

Notwithstanding the foregoing, the Developer may also apply for and receive City permits related only to demolition, grading and excavation activities prior to the CRA Staff's approval of the Construction Documents, provided that the CRA Staff is notified of such activities prior to issuance of any City permits.

## 7.2 CRA NOTIFICATION OF CITY PERMITS

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No building permit, or any other City construction permit, including but not limited to any permits required by DPW shall be issued unless the CRA has been notified of the permit application and has confirmed compliance with this DRDAP and approvals of the CRA. Developer shall use best efforts to notify the CRA of any and all permit submissions made to the City and DPW and will work with the CRA to ensure that any concerns of consistency are addressed prior to the issuance of such any applicable permit. The Developer should continue to work closely with all other relevant City Departments such as DPW and TPT during the permitting process and should continue to inform the CRA of the scheduling and significant outcomes of each meeting.

## 7.3 SIGNAGE APPROVALS PROCESS

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The CRA Board and CRA Staff will approve exterior signage through a separate process that may run concurrently, outlined in the CRA's *MXD District Signage Review and Approval Process*.

## 7.4 CRA CERTIFICATE OF COMPLETION

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Upon building completion, the CRA shall issue a Certificate of Completion, as described in the process outlined in Development Agreement. Past approval of Construction Documents does *not* act as certification that such building, even if constructed in substantial conformance with such approval, complies with the terms of the KSURP and the Development Agreement until such a Certificate of Completion is issued by the CRA.

## 7.5 COMPLIANCE WITH OTHER LAWS

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The Developer must comply with all applicable local, state and federal laws in relation to building construction, engineering and accessibility. CRA review and/or approval of the Schematic Design Documents, Design Development Documents or Construction Documents shall not be relied upon or presented as a determination of compliance with any building codes and standards, including building engineering and structural design, or compliance with building codes or regulations, or any other applicable state or federal law or regulation relating to construction standards or requirements, including, without limitation, compliance with any local, state or federal law or regulation related to the suitability of the improvements for use by persons with physical disabilities.

# ATTACHMENT 1

## DOCUMENTS TO BE SUBMITTED FOR PROJECT APPROVALS

During each stage of the project design review process, CRA and CDD Staff and the applicant shall agree upon the necessary scale and number of copies and format (paper/digital) of the drawings for project submissions. Prior to the development team commencing work, CRA and CDD Staff and the applicant shall discuss and formally agree upon the scope of the subsequent project submissions recognizing that each project is unique and that all documents outlined herein may not be required for each project.

All plans and drawings submitted during Building Design Review shall be prepared based on accepted professional practice by an architect licensed to practice in and by the Commonwealth of Massachusetts.

### **A1.1 Infill Development Concept Plan (IDCP)**

The Infill Development Concept Plan shall include the following items in compliance with Section 14.32.2.1 MXD District of the Cambridge Zoning Ordinance:

- 1) A current development program illustrating the size, location, and uses of existing buildings at the time of submission,
- 2) A site plan for all proposed new development within the MXD Zoning District including locations of Innovation Space as described in Section 14.32.5 of the Zoning Ordinance and Active Ground Floor Uses described in Section 14.36 of the Zoning Ordinance.
- 3) A table summarizing the current and proposed future uses on building sites in the District and indicating the potential size and use (or alternate uses) of future development.
- 4) A Phasing Plan describing the anticipated timing of commercial and housing development.
- 5) A Transportation Impact Study certified by the Traffic, Parking and Transportation Department in accordance with the requirements of Section 19.24, Paragraph (2) of the Zoning Ordinance, which shall also include a parking demand analysis and a projection of proposed reliance on transit and plans to address non-automobile use.

- 6) A housing program describing the distribution of new housing units, including affordable housing units, middle income housing units, and larger family units containing two (2), three (3) or more bedrooms. The housing program shall also describe the anticipated housing tenancy (rental/home ownership) and a description of efforts to provide a mixture of tenancy types.
- 7) An open space plan depicting the size, layout and configuration of all open space within the District. This open space plan shall illustrate the open space existing in the District and open space to be developed or modified within the District and / or outside of the District in accordance with Section 14.40. The plan shall provide a narrative discussion of public programming concepts for new and existing open space. The open space plan should also describe connections between the District and the neighboring PUD-KS District.
- 8) A plan describing street and public infrastructure improvements to be undertaken in coordination with the development program, including all proposed water, stormwater and sewage facilities, which shall also be submitted to the Department of Public Works (DPW) for review.
- 9) A plan illustrating proposed building scale, height and massing, including a model and a study demonstrating the anticipated shadow, wind, noise, and light pollution impacts of all proposed buildings taller than 100 feet, and a general description of proposed mitigation measures that will be employed.
- 10) A set of urban design guidelines to be utilized in the design review process shall be included.
- 11) Proposed modifications, if any, to the development plans then approved pursuant to the Massachusetts Environmental Policy Act (MEPA) and an update on implementation of required mitigations from MEPA.
- 12) A sustainability plan describing concepts for how additional development will meet the requirements set forth in Section 14.74 of the Zoning Ordinance, including but not limited to district-wide approaches to energy, water and wastewater management, climate resiliency and waste management.
- 13) In order to effectuate the goals of promoting a vibrant retail environment and street-level activation, the Concept Plan shall include a Retail Plan to demonstrate how the project will improve and diversify the existing retail environment, create active street-level uses and attract and support the provision of local and independent businesses. Among other things, the Retail Plan shall:
  - a. Set forth target uses and users (and shall particularly target local/independent retailers and grocery store/pharmacy operators),



- b. Designate an individual responsible for implementing the plan who shall serve as a point of contact with the CRA,
- c. Describe the types of economic incentives which may be offered to tenants such as rental and fit-up allowances,
- d. Provide a street activation plan for Main Street, Broadway and Ames Street, and
- e. Identify opportunities for “start-up” retail uses at an entrepreneurial or developmental stage of business, which opportunities may, for example, be located in indoor or outdoor temporary space (such as kiosks, markets, food trucks and the like) or in leased space, or in some combination thereof.

The Infill Development Concept Plan must outline an annual reporting process to the CRA for the duration of the Kendall Square Urban Renewal Plan (KSURP) regarding the ongoing efforts on the part of the development to comply with the Retail Plan as described in Cambridge Zoning Ordinance Section 14.32.2.1 as well as the below market innovation office program described in Cambridge Zoning Ordinance Section 14.32.6(3) and mitigation commitments found in the 2015 Environmental Impact Report (EIR) and 2016 Notice of Project Change (NPC).

## **A1.2 Building Design Review**

### **A1.2.1 SCHEMATIC DESIGN PHASE**

Documents submitted at this stage in the design review will relate to schematic design level of detail for a specific project. The purpose of this submittal is to propose a specific building site design based on the IDCP, incorporating changes resulting from resolution of the CRA or City conditions, and resolution of design concerns raised and refinements requested during the IDCP approval. The Schematic Design submission for a specific project should be consistent with the prior IDCP approval and the KSURP. A Schematic Design submittal will include at minimum the following documents:

#### **A. Written Statement**

A statement of proposal shall list and quantify at minimum:

The written statement should begin with a chart with the following data points clearly delineated:

- development program including the final gross floor area calculations by use group according to the KSURP and Article 14 MXD Zoning District,
- open space areas and required open space calculations,
- floor area ratio calculations,
- vehicle and bicycle parking program and calculations,
- service and loading information (number of bays provided, uses, etc.),
- sustainability program (LEED rating),
- proposed schedule including each phase of design review, and construction including excavation/utilities/foundation, structure, and completion,
- summary of exterior materials,
- proposed structural system,
- preliminary estimate of total probable construction cost

Following the data chart described above, the following shall also be documented in a narrative and visual format:

- relationship between the proposed building and existing or proposed surroundings analyzing principles such as building form, use adjacencies, activity relationships, visual compatibility, and functional relationships.
- statement of compliance which shall include consistency with the Kendall Square Urban Renewal Plan, Article 14 of the Cambridge Zoning Ordinance, 2015 EIR / 2016 NPC, and conformity with applicable federal, state and local laws and regulations is required.
- A preliminary study demonstrating the anticipated shadow, wind, noise, and light pollution impacts of all proposed buildings taller than 100 feet, and a general description of proposed mitigation measures that will be employed.

- The complete sustainability program including at minimum a summary of LEED certification approach and resiliency plan.

## **B. Schematic Design drawings**

The Schematic Drawings shall generally include, but not be limited to:

- Isometric or perspective drawings sufficient to illustrate overall project and understand the proposed building scale, height and massing
- Site plan at appropriate scale showing all proposed land uses within the parcel and adjacent parcels; relationships of buildings with their respective uses designating public and private open spaces, terraces, landscaped areas, walkways, loading areas, streets, sidewalks, crossings, parking facilities, transit facilities, points of vehicular, pedestrian and bicycle access, and water elements. Existing and proposed new paving, planting, lighting, streets, sidewalks, and structures should be shown, both within the parcel and adjacent parcels.
- Site sections showing height relationships of those areas noted above as well as nearby buildings.
- Building plans, elevations and sections sufficient to describe the development proposal, the general architectural character, and materials proposed at appropriate scale to fully explain the concept.
- A preliminary draft proposed parcelization plan or alternative parcelization plans illustrating possible lot boundaries, vertical elevations of proposed finished grade at corners of tracts, public and private ownership, easements, and rights-of-way.

## **C. Model**

To facilitate the understanding of the impact of the specific building and site design being proposed, a 3D model of the building and site shall be submitted to the CRA, which shall be prepared at an appropriate scale indicating the exterior building



design including façade articulation, site layout, pedestrian relationship, streetscape, building landscaping and open space treatments and texture of materials. The detailed building and site model shall be inserted into a larger model encompassing adjacent areas as required by CRA Board and Staff. Facilities not under review or not yet designed may be represented in simple massing form. Additional model studies at a larger scale may be needed in order to fully understand specific proposed design details. The need for such studies will be determined at the time in consultation with the CRA Board and Staff.

#### **D. Perspectives, Sketches and Renderings**

Perspectives, sketches, and renderings, (and other appropriate illustrative materials acceptable to the CRA) as necessary to indicate the architectural character of the project and its relationship to the pedestrian level including landscaping, streetscape and adjacent open spaces, as well as viewable angles from key view points shall be submitted to the CRA.

#### **E. Façade Materials Board**

Samples of proposed façade materials and exterior colors shall be submitted to the CRA in a manner to allow reviewing staff and members of the public to clearly understand where materials are to be used on the proposed building and how they relate to each other.

### **A1.2.2 DESIGN DEVELOPMENT PHASE**

Documents submitted at the Design Development stage in design review will relate to design development level of detail for a specific project. The purpose of this submittal is to expand and develop the Schematic Design incorporating changes resulting from resolution of comments and concerns during the Schematic Design phase and to prepare drawings and other documents as to architectural, structural, mechanical and electrical systems. It is expected in this phase for the CRA to receive a complete set of Design Development drawings based on accepted professional practice.

The Design Development Document submission for a specific project should generally be consistent with the prior Schematic Design approval, and include at minimum the following documents:

**A. Design Development drawings:**

- Building relationships to landscaped areas, parking facilities, loading facilities, roads, sidewalks, crossings, mid-block connections, terraces, landscaped areas, any transit facilities, and both public and private open space areas. All proposed land uses within the subject parcel shall be designated. Existing and proposed new points of vehicular, pedestrian, and bicycle access shall be shown, indicating proposed new paving, planting, lighting, streets sidewalks and structures within the parcel and adjacent parcels.
- All utilities or service facilities which are a part of or link this project to the public infrastructure shall be shown.
- Grading plans depicting proposed finish site elevations
- Site drainage and roof drainage.
- Required connections to existing and proposed utilities.
- All existing structures adjacent the site.

**B. Building floor plans and elevations including structural system, at an appropriate scale.**

**C. Building sections showing typical cross sections at an appropriate scale, and in particular indicating street walls and adjacent open spaces, relationship of ground floor uses to pedestrian outdoor areas, and including mechanical equipment.**

**D. Open space associated with the proposed building and consistency to the existing circulation plans of the IDCP shall be fully analyzed and presented in the Schematic Design phase. Landscape design plans showing details of landscape elements including walls, fences, planting, outdoor lighting, ground surface materials. Appropriate reference to improvements in the City's right of way shall be shown.**

**E. Drawings showing structural, mechanical and electrical systems.**

- F. Materials and colors samples as they may vary from those submitted for Schematic Design approval
- G. Signage and wayfinding locations
- H. Outline specifications for materials
- I. Roof plan showing location of and screen design for all rooftop equipment, rooftop terraces or green spaces; and roof drainage
- J. Final parcelization plan or alternative parcelization plans illustrating possible lot boundaries, vertical elevations of proposed finished grade at corners of tracts, public and private ownership, easements, and rights-of-way.
- K. An updated wind tunnel model and a study demonstrating the anticipated wind impacts of all proposed buildings taller than 100 feet, and a general description of proposed mitigation measures that will be employed.

#### **A1.2.2 CONSTRUCTION DOCUMENTS PHASE**

Documents submitted at the Construction Documents stage in the design review will relate to the construction documents level of detail for a specific project. The purpose of this submittal is to expand and develop the Design Development Documents, prepare drawings and specifications in sufficient detail to set forth the requirements of construction of the project and to provide for permitting. It is expected in this phase for the CRA to receive a complete set of Construction Drawings based on accepted professional practice.

The Construction Document submission for a specific project should generally be consistent with the prior Design Development approval, and include at minimum the following documents:

- A. Full set of Construction Drawings and Specifications in sufficient detail to provide for permitting by the Inspectional Services Department.
- B. An updated final copy of the written summary document from the Schematic Design phase quantifying the development program and other required calculations should be included as well as a statement of consistency with the provisions of the Kendall Square Urban

Renewal Plan, the Article 14 MXD Zoning District, and the 2015 EIR / 2016 NPC.

- C. Initial concepts for the Construction Phasing and Management Plan including proposed staging, detours and temporary bike & pedestrian accommodations during construction should be included in the CD phase.
- D. A presentation of all exterior color schedules including samples, if appropriate, and final design drawings for all exterior signs and graphics prior to completed construction if different or updated since the Design Development set.
- E. A final digital copy of the existing conditions survey information is required for the project area in PDF and CAD format for the CRA to maintain accurate historic survey of the KSURP area.
- F. In the CD phase, the developer is required to submit designs of and the proposed location of the required sample panel (mock-up) of exterior wall and window materials to be erected on or near the site. The purpose of this sample panel is to illustrate the actual appearance of these materials on the site, in various natural light and weather conditions and architectural issues in relation to its erection and demonstrate proposed material relationships to one another. As a condition of CD phase approval, this sample panel shall be constructed by the developer and reviewed by certain members of the CRA Board and Staff prior to the final selection and ordering of these materials.

The Construction Documents shall generally be consistent with the approved Design Development Documents. The Construction Documents shall comply with the requirements of the City's Inspectional Services Department, including Site Plans and Construction Drawings and Specifications ready for permitting. CRA Staff and applicant shall continue to work to resolve any outstanding design issues, as necessary.

As a condition of CD phase approval, upon project completion and prior to issuing the CRA Certificate of Completion, the developer is required to submit, in PDF and CAD format, an updated as-built survey of the ground plane and all subsurface utilities including any building outlines, building or parking entries and exits, landscaping, sidewalk, roadway or parcel changes that were included as part of the project.



# Attachment 2: Standard Process Map for Building Design Review

## CRA Board / Planning Board

Pre-Submittal

Joint CRA/CDD Staff coordination with applicant to agree on Content, Organization and Format

CRA Design Review Committee Presentation(s)  
\*\*\*no vote taken, advisory only\*\*\*

Joint CRA/CDD staff meeting with applicant to discuss/ review draft materials and Board initial reactions. Individual meetings as needed (TP1, DPW, E&T, etc.)

**NOTE:** CRA Design Review Committee Presentations will include 2 CRA Board Members and 2 Planning Board Members present in addition to CDD and CRA Staff, the Developer and Architect.

SD Phase

Applicant formally submits Schematic Design Review Document for consideration (including proposed materials board)

Simultaneous CRA/CDD Staff review (Staff will prepare separate review memos)

Joint CRA Board / Planning Board meeting for consideration of schematic design by both boards (Optional simultaneous review of IDCP)

**NOTE:** If the schematic design is not approved at the Joint CRA Board/Planning Board meeting, CDD and CRA staff will coordinate together to meet with the Applicant to discuss outstanding design issues and set up additional meetings as necessary. The Applicant may submit additional materials as necessary.

60 Days

## CRA Staff / CDD Staff

DD Phase

Applicant submits DD documents for CRA review

CRA Staff review (invite CDD staff as well)

CRA/CDD Staff coordinate with applicant to review DD documents and address issues. Individual meetings as needed (TP1, E&T, DPW, etc.)

CRA Staff Approval with CDD Staff consultation

**NOTE:** If at any time a resolution cannot be reached during the DD phase, the issue may be returned to both the CRA Board and Planning Board for resolution.

**NOTE:** When DD phase approval is complete, the Applicant may apply for and receive a Demolition and Excavation Permit as well as a Preliminary Permit for Foundation work. The Applicant may also submit an application for a Building Permit but may not receive a Building Permit until CD phase is approved.

CD / Phase

Applicant submits CD documents for CRA and CDD Staff review (including drawings for on-site sample panel mock-up)

Simultaneous CRA/CDD Staff review

CRA/CDD Staff coordinate with applicant to review CD documents and address issues

CRA provides ISD with approval documentation

Building Permit Certification: CDD signs off on Building Permit

Applicant constructs mock-up panel on-site and hosts a joint CRA/CDD Staff mock-up review meeting

CRA and CDD Staff review on-site mock-up panel; any issues resolved as soon as possible with Developer and design team

CDD signs off on Occupancy Permit

CRA issues Certificate of Completion

21 Days