

Zoning Petition

The undersigned hereby petition the City Council of the City of Cambridge to amend the Cambridge Zoning Ordinance, as most recently amended, as follows:

1. To see if the City Council will vote to amend the Zoning Map of the City of Cambridge to identify the portion of the MXD District located between Main Street and Broadway shown on the attached sketch as "Ames Street District."

2. To see if the City Council will vote to amend Sections 14.32.1 and 14.32.2 of the Cambridge Zoning Ordinance, which currently read as follows:

14.32.1

The aggregate gross floor area (GFA) of development in the District shall not exceed two million, seven hundred and seventy three thousand (2,773,000) square feet plus two hundred thousand (200,000) square feet that shall be limited to residential uses as permitted in Section 14.21.4(1). The two hundred thousand (200,000) square feet of GFA restricted to housing use, however, may only be used in that portion of the MXD district located between Main Street and Broadway. Aggregate GFA of development in the District is at any time the sum of the GFA (as defined in Article 2.000 of this Ordinance) of all buildings (i) which are then located in the District, (ii) which are being constructed or may be constructed in the District pursuant to then effective building permits, and (iii) which, pursuant to then outstanding contracts (including options) with Cambridge Redevelopment Authority and so stated in certificates from the Authority to the Superintendent of Buildings, may be constructed in the District in the future. Notwithstanding the definition in Article 2.000 for Gross Floor Area and the provisions of Section 5.25, parking garages and accessory parking facilities shall be exempt from the requirements as to Floor Area Ratio and shall not be included in the calculation for Gross Floor Area on a lot.

14.32.2

In addition to the aggregate GFA limitation establishment in Section 14.32.1, the cumulative GFA for each of the use groups shall not exceed the respective amounts stated below, except as provided in Subsection 14.32.2(5). Cumulative GFA for a use group is at any time the sum of GFA (as defined in Article 2.000 of this Ordinance) of all portions, occupied or to be occupied by uses within such use group, of all building (i) which are then located in the District, (ii) which are being constructed or may be constructed in the District pursuant to then effective building permits, and (iii) which pursuant to then outstanding contracts (including options) with Cambridge Redevelopment Authority and so stated in certificates from the Authority and so stated in certificates from the Authority to the Superintendent of Buildings, may be constructed in the District in the future.

(1) Industrial uses permitted by Section 14.21.1 of this Article: Cumulative GFA = 770,000 square feet.

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(2) Office Uses and Biotechnology Manufacturing Uses permitted by Section 14.21.2 of this Article: Cumulative GFA = 1,305,000 square feet.

(3) Retail and consumer service uses permitted by Section 14.21.3 of this Article: Cumulative GFA = 150,000 square feet.

(4) Residential uses permitted by Section 14.21.4 of this Article:

(a) Multifamily housing: Cumulative GFA=300,000 square feet

(b) Hotel/Motel: Cumulative GFA=440,000 square feet

(5) Entertainment, recreation, institutional, transportation, communication and utility uses permitted by Sections 14.21.5, 14.21.6 and 14.21.7 and additional development of industrial, office and biotechnology manufacturing uses, retail, consumer service and hotel/motel uses exceeding the cumulative GFA limitations of paragraphs (1), (2), (3), and (4b) above: Cumulative GFA=973,000 square feet.

by deleting the language shown in *[italics and brackets]* below and adding the language shown in **bold face and underlined** below:

14.32.1

The aggregate gross floor area (GFA) of development in the District shall not exceed *[two million, seven hundred and seventy three thousand (2,773,000)]* **three million, seventy-three thousand (3,073,000)** square feet, **provided that any development in excess of two million seven-hundred and seventy three thousand (2,773,000) shall occur only within the area designated on the Zoning Map as "Ames Street District"** plus two hundred thousand (200,000) square feet that shall be limited to residential uses as permitted in Section 14.21.4(1). The two hundred thousand (200,000) square feet of GFA restricted to housing use, however, may only be used in that portion of the MXD district located between Main Street and Broadway. Aggregate GFA of development in the District is at any time the sum of the GFA (as defined in Article 2.000 of this Ordinance) of all buildings (i) which are then located in the District, (ii) which are being constructed or may be constructed in the District pursuant to then effective building permits, and (iii) which, pursuant to then outstanding contracts (including options) with Cambridge Redevelopment Authority and so stated in certificates from the Authority to the Superintendent of Buildings, may be constructed in the District in the future. Notwithstanding the definition in Article 2.000 for Gross Floor Area and the provisions of Section 5.25, parking garages and accessory parking facilities shall be exempt from the requirements as to Floor Area Ratio and shall not be included in the calculation for Gross Floor Area on a lot.

14.32.2

In addition to the aggregate GFA limitation establishment in Section 14.32.1, the cumulative GFA for each of the use groups shall not exceed the respective amounts stated below, except as provided in Subsection 14.32.2(5). Cumulative GFA for a use group is

at any time the sum of GFA (as defined in Article 2.000 of this Ordinance) of all portions, occupied or to be occupied by uses within such use group, of all building (i) which are then located in the District, (ii) which are being constructed or may be constructed in the District pursuant to then effective building permits, and (iii) which pursuant to then outstanding contracts (including options) with Cambridge Redevelopment Authority and so stated in certificates from the Authority and so stated in certificates from the Authority to the Superintendent of Buildings, may be constructed in the District in the future.

- (1) Industrial uses permitted by Section 14.21.1 of this Article: Cumulative GFA = 770,000 square feet.
- (2) Office Uses and Biotechnology Manufacturing Uses permitted by Section 14.21.2 of this Article: Cumulative GFA = 1,3605,000 square feet.
- (3) Retail and consumer service uses permitted by Section 14.21.3 of this Article: Cumulative GFA = 150,000 square feet.
- (4) Residential uses permitted by Section 14.21.4 of this Article:
 - (a) Multifamily housing: Cumulative GFA=300,000 square feet
 - (b) Hotel/Motel: Cumulative GFA=440,000 square feet
- (5) Entertainment, recreation, institutional, transportation, communication and utility uses permitted by Sections 14.21.5, 14.21.6 and 14.21.7 and additional development of industrial, office and biotechnology manufacturing uses, retail, consumer service and hotel/motel uses exceeding the cumulative GFA limitations of paragraphs (1), (2), (3), and (4b) above: Cumulative GFA=973,000 square feet.

3. To see if the City Council will vote to amend Section 14.32.3(2) of the Cambridge Zoning Ordinance by adding the sentence shown below in **bold face and underlined**:

Aggregate GFA within the District authorized by a variance issued by the Board of Zoning Appeal to exceed the District Development Limitations of Section 14.32 shall not be counted by the Superintendent of Buildings for any purpose in determining the aggregate GFA within the District or compliance with the intensity of development requirements of Article 14. The Superintendent of Buildings shall maintain a separate record of any development within the area of the MXD district designated on the Zoning Map as "Ames Street District." Development after September 30, 2010, within the area of the MXD district designated on the Zoning Map as "Ames Street District" shall be allocated first to the increment of allowable GFA in the MXD district between two million, seven hundred and seventy three thousand (2,773,000) and three million, seventy-three thousand (3,073,000) square feet (such additional 300,000 square feet of gross floor area being hereinafter referred to as the "2010 Additional GFA"), and then to any remaining GFA under two million, seven hundred and seventy three thousand (2,773,000) as authorized by the District Development Limitations of Section 14.32.

Issuance of any base building permit or certificate of occupancy for any building in the Ames Street District utilizing any portion of the 2010 Additional GFA shall be conditioned upon certification by all relevant departments of the City to the Superintendent of Buildings that the project is proceeding in accordance and compliance with all provisions of that certain "Letter of Commitment" dated August 2, 2010 given by the property owner of the Ames Street District to the City of Cambridge pertaining to the utilization of the 2010 Additional GFA.

4. To see if the City Council will vote to amend Section 14.32.4 by deleting the language shown in *[italics and brackets]* below and adding the language shown in **bold face and underlined** below:

14.32.4 Applicability of Section 19.20 *[for Residential Uses]*. Notwithstanding the provisions of Section 19.22(1), a structure, any portion of which contains residential uses as set forth in Section 14.21.4(1) above, shall be subject to the provisions of Section 19.20 – Project Review Special Permit. **In addition, notwithstanding the provisions of Section 19.22(1), any development within the area designated on the Zoning Map as the "Ames Street District" utilizing the 2010 Additional GFA under Section 14.32.3(2) above shall be subject to the provisions of Section 19.20 – Project Review Special Permit, with the exception of Section 19.21.1.**

5. To see if the City Council will vote to amend the Cambridge Zoning Ordinance by adding Section 14.44.3 to the Cambridge Zoning Ordinance to read as follows:

14.44.3 Public Open Space in Common Ownership Located Directly Across a Private Way. Public open space within the meaning of Section 14.42 held in common ownership with the lot for which open space is required, located within the District and directly across a private way from said lot, shall be counted toward satisfaction of the lot minimum open space requirements of Section 14.43. The perimeter of such public open space, less the boundary that abuts the private way, shall count toward the "total perimeter boundary of the lot" under Section 14.44.1 and "the length of the lot's common boundary on the public open space" under Section 14.44.2. The perimeter of such public open space, including the boundary that abuts the private way, shall count toward the "total boundary of the public open space" under Section 14.44.2.

This zoning petition for amendment of the Cambridge Zoning Ordinance is respectfully submitted by the owner of the land to be affected by the change, for consideration and adoption by the Cambridge City Council in accordance with the provisions of Massachusetts General Laws Chapter 40A, § 6.

B,

DRAFT

BOSTON PROPERTIES LIMITED PARTNERSHIP
c/o Boston Properties, Inc.
800 Boylston Street, Suite 1900
Boston, Massachusetts 02199

July __, 2010

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

Re: Commitments and conditions accompanying the amended zoning petition for Ames Street District of Kendall Square Urban Renewal Area (the “Ames Street Zoning”) attached hereto as Attachment A

Dear Mayor Maher, Vice Mayor Davis, Ordinance Committee Co-Chairs Seidel and Toomey, and Councilors Cheung, Decker, Kelley, Reeves and Simmons:

The purpose of this letter is to describe commitments and benefits which Boston Properties (hereinafter defined) is prepared to offer the City of Cambridge, to facilitate and enable Boston Properties’ use and development of portions of the Kendall Square Urban Renewal Area, subject to the satisfaction of the “Conditions” set forth below. All capitalized terms used herein and not otherwise defined herein shall be used with the meanings as set forth in Attachment A.

For purposes hereof, “Boston Properties” refers to the entities listed below who own the land opposite each entity’s name below, which land constitutes all of the land within the Ames Street

District, and Boston Properties Limited Partnership. The "Boston Properties Land" means any land listed below.

<u>Boston Properties Entity</u>	<u>Boston Properties Land</u>
Trustees of One Cambridge Center Trust	One Cambridge Center
Trustees of Two Cambridge Center Trust	Two Cambridge Center
Trustees of Three Cambridge Center Trust	Three Cambridge Center
BP Four CC LLC	Four Cambridge Center
BP Five CC LLC	Five Cambridge Center
BP East Garage LLC	Cambridge Center East Garage
Cambridge Center West Garage LLC	Cambridge Center West Garage 75 Ames Street

This Letter of Commitment shall be binding upon and inure to the benefit of successor owners of the Boston Properties Land.

A. Boston Properties' Commitments

1. Upon the adoption of the Ames Street Zoning, Boston Properties will contribute \$250,000.00 to the City of Cambridge (the "City") to fund neighborhood planning studies.

2. (A) Boston Properties will contribute \$300,000.00 to the City of Cambridge Scholarship Fund over a period of six (6) years (\$50,000.00 annually) commencing upon the issuance of a building permit for a development on any of the Boston Properties Land utilizing any portion of the 2010 Additional GFA (such development being hereinafter referred to as the "2010 Additional GFA Building"). It is understood and agreed that preference will be given to Area Four and Wellington Harrington residents in terms of the recipients of scholarships funded by Boston Properties' contributions under this Section 2(A).

(B) In addition to the above, Boston Properties will contribute \$100,000.00 to the East Cambridge Scholarship Fund over a period of two (2) years (\$50,000.00 annually) commencing upon the issuance of a building permit for the 2010 Additional GFA Building.

3. Boston Properties will agree to commence construction of a residential project (the "Residential Building") utilizing all or any portion of the 200,000 square feet of gross floor area restricted to housing use under Section 14.32.1 of the City of Cambridge Zoning Ordinance (the "Zoning Ordinance") within seven (7) years after the issuance of a certificate of occupancy for the 2010 Additional GFA Building. In the event that Boston Properties shall fail to commence construction of the Residential Building within such seven (7) year period, Boston Properties shall pay to the City of Cambridge the following amounts for each successive year after the seventh (7th) year that construction has not commenced:

<u>Year</u>	<u>Amount</u>
Eight (8)	\$250,000.00
Nine (9)	\$250,000.00
Ten (10)	\$350,000.00
Eleven (11)	\$350,000.00
Twelve (12)	\$400,000.00
Thirteen (13)	\$400,000.00
Fourteen (14)	\$500,000.00

In the event that Boston Properties has not commenced construction on the Residential Building within fourteen (14) years after the issuance of a certificate of occupancy for the 2010 Additional GFA Building, no further payments shall be due from Boston Properties to the City hereunder.

4. Commencing upon the issuance of a building permit for the 2010 Additional GFA Building, Boston Properties will dedicate a minimum of 20,000 square feet of gross floor area for leases ranging from 250 to 7,500 square feet of gross floor area to start-up or otherwise early stage companies, with flexible lease terms (e.g. shorter duration, lower credit requirements) consistent with reasonable market leasing practices, provided that Boston Properties owns properties within the Kendall Square Urban Renewal Area consisting of at least 1,000,000 square feet of gross floor area for Office Uses and Biotechnology Manufacturing Uses under Section 14.21.2 of the Zoning Ordinance. It is intended that such "incubator" space will attract young and entrepreneurial businesses to the Kendall Square area in the beginning stages of their development and hopefully facilitate their success and growth within the City.

5. Boston Properties will commit to commencing an improvement program on the plaza area adjacent to Two Cambridge Center and Three Cambridge Center within one year from the adoption of the Ames Street Zoning. Boston Properties will submit plans to the Community Development Department for non-binding design review, and will work in good faith with the Community Development Department to address any comments raised during the review process.

6. The 2010 Additional GFA Building will be designed in a manner consistent with the provisions of Section 19.32 of the Zoning Ordinance to have a positive relationship with its surroundings, including active space consisting of retail and consumer service stores and building lobbies that are oriented toward the street and encourage pedestrian activity on the sidewalk.

B. Conditions to Boston Properties' Commitments

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

1. The amendments to the Zoning Ordinance set forth in Attachment A are duly adopted in the form attached hereto as Attachment A, and no challenge to the validity of the same shall have been made (or in the event of any challenge, such challenge shall have been finally resolved in favor of such validity).
2. Boston Properties has obtained the zoning approvals and permits necessary for the 2010 Additional GFA Building and the Residential Building, including without limitation Article 19 approvals, and all appeals period for such zoning approvals and permits shall have expired without appeal having been made, or in the event that any appeal does occur, the outcome of said appeal shall not result in a change in the validity, or reduction in the development rights set forth in the permits and approvals. All time periods specified in this Letter of Commitment shall be tolled during the resolution of any appeal.
3. Until the 2010 Additional GFA Building has been completed, the City shall not have initiated or supported any rezoning or other ordinance changes that would have the effect of adversely affecting any of the uses or development authorized by Article 14 of the Zoning Ordinance (as amended by the Ames Street Zoning). Without limiting the generality of the foregoing, in the event of any change that adversely impacts the 200,000 square feet or gross floor area restricted to housing use under Section 14.32.1 of the City of Cambridge Zoning Ordinance, Boston Properties shall be relieved of its obligations under Section A.3 above.