

BMR-Third LLC  
c/o BioMed Realty, L.P.  
101 Main Street, 16th Floor  
Cambridge, MA 02142

July 9, 2020

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

Re: Withdrawal and Re-Submission of Zoning Amendment Petition

Dear Mayor Siddiqui, Vice Mayor Mallon, Ordinance Committee Co-Chair Carlone, Ordinance Committee Co-Chair McGovern, and Councilors Nolan, Simmons, Sobrinho-Wheeler, Toomey, and Zondervan:

On behalf of BMR-Third LLC, a subsidiary of BioMed Realty, L.P., we are pleased to re-submit for your review the enclosed rezoning petition for a proposed amendment to the Zoning Ordinance and the Zoning Map of the City of Cambridge, which, upon adoption, would result in a new Planned Unit Development (“PUD”) District CDK. As you know, on March 11, 2020 we submitted the enclosed rezoning petition to City Clerk, and the City Council referred the rezoning petition to the Planning Board and the Ordinance Committee at the March 16, 2020 City Council meeting. Due to the COVID-19 pandemic, the Planning Board cancelled its meetings for the months of April, May and early June, and has since re-commenced remote meetings on June 16, 2020. Accordingly, we are simultaneously withdrawing the March 11, 2020 PUD-CDK rezoning petition and re-submitting the enclosed rezoning petition. The enclosed rezoning petition is exactly the same as the March 11, 2020 petition other than any revised dates or references to this re-submission, as the case may be.

As you know, we have worked closely with the City to see to the stewardship of what is now branded as Canal District Kendall (formerly Kendall Square and Cambridge Research Park) since completing the acquisition of the former Lyme Properties portfolio in 2007. Specific stewardship projects include ongoing improvements to the public realm (including renovation of the plaza abutting the Broad Canal, the introduction of public art, improvements to the ice

skating rink and boat launch, a commitment to local retail, and the on-going redevelopment and dedication of Termeer Square) and the development of 450 Kendall Street. We now come to you with what we hope is the final step in finishing what Lyme Properties started in 1999 by realizing on the longstanding goal of having a significant arts and culture facility in the neighborhood. At the same time, we hope to replace the Eversource gas facility located along Third Street to make way for an iconic architectural building that enhances the public realm and the connections among surrounding open spaces. As you will see in the enclosed proposed Zoning Map amendment, the new overlay district covers the portion of the Canal District Kendall that was originally developed as Kendall Square plus the Eversource site (referred to here as the gas transfer station site, or “GTS Site,” for ease of reference).

**A. Background.** We submit this petition after soliciting extensive public feedback through community open houses, surveys, deeply engaging with the arts community, and other means to determine what type of arts and culture facility the City wants to see at 585 Third Street, the former Constellation Center site (also known as “Parcel C”). As you know, Constellation acquired the site in 2002 and spent over 15 years trying to raise the capital for a theater complex at the location. In the interim, the rest of the area within the proposed PUD-CDK has been improved to now include approximately 757,970 square feet of office and laboratory space, 75,500 square feet of retail and restaurant uses, and 465 residential units. Unfortunately, a standalone theater proved not to be economically viable on Parcel C. We acquired Parcel C in 2018, and have subsequently entered into an option agreement with Eversource that creates the possibility of combining Parcel C with the abutting GTS Site. The finite duration of the option agreement and the unique ability to relocate the GTS in coordination with a development spanning both parcels makes this a one-in-a-generation opportunity. We continue to work diligently on establishing a new location for the GTS facility, and are nearer than ever to achieving our goal, but have not yet completed that effort.

We and our affiliates are the owners of abutting first class laboratory facilities that serve as key locations for companies like Takeda, Alnylam, and Eli Lilly; the success of development on Parcel C was and is highly important to us and our shareholders. As majority owners in the association that manages the public realm of the Canal District Kendall, the public realm is also essential to us and to our tenants – both biotech and retailers alike. We are convinced that we can make a significant impact with an arts and culture facility in a way that fits into the neighborhood, is attractive to a diverse set of Cambridge residents and visitors, enhances the public realm, is economically viable, and otherwise furthers the development goals of the community, while being within the guidelines of our mission as a real estate investment company focusing on high quality life sciences space.

**B. Summary of Petition.** Our zoning petition memorializes the previously approved and constructed density at each site within the proposed PUD-CDK, and allows for additional development on Parcel C and the GTS Site to achieve the project concept described below. The proposed amendment permits a mixed use development project that is a new building containing an arts, culture, and public space component that complements the existing 465 apartments and commercial space, and, as noted above, creates incentives for incorporating the GTS Site by allowing for greater bulk and height, and public realm amenities, if the GTS Site is included. The height and floor area, under a scenario where the GTS facility is removed from Third Street,

would be 250 feet and up to 550,000 gross square feet, respectively. The proposed amendment does not grant further development potential to the existing buildings constructed within PUD-CDK.

**C. Project Concept.** Since acquiring Parcel C, we have worked tirelessly with our consultant team to unlock the full potential of the site. The renderings enclosed show the fruits of our labor. To accommodate the building and concepts shown, the proposed PUD-CDK allows us to combine Parcel C with the GTS Site and construct mixed use laboratory and office above approximately 40,000 square feet of arts, culture, and public space, all in a striking 21st-century building consistent with existing and other proposed building heights in the vicinity. This building will significantly enhance the open spaces surrounding it, and will help strengthen the pedestrian corridor that ties together Termeer Square to the north, the Broad Canal and Broad Canal Way retail to the south, and the future Volpe Center project to the west (across Third Street). All of this can be done in a manner that meets the sustainability practices of modern construction and caters to a community as economically and culturally diverse as Cambridge.

Compare the renderings of our proposed project to the existing condition, also shown in the enclosed renderings. Parcel C is the “missing tooth” in the Canal District Kendall, and the location of the GTS Site (the last remnant of an industrial zone on Third Street) exacerbates the problem from an urban planning perspective. We believe that the project facilitated by the enclosed rezoning is a massive improvement, and a welcome addition, to the Cambridge pedestrian environment.

We note that we have every intention of including the GTS Site in our proposed project. Although the ability to move the GTS facilities is not entirely within our control, we have been working continuously with Eversource and others to reach agreements that are necessary for the exercise of our option to acquire the GTS Site and move its facilities to a non-residential location. However, some details remain to be worked out and, out of an abundance of caution, we have drafted the petition allowing for the possibility that the project might not include the GTS Site by providing for a more limited scope of improvements utilizing only Parcel C to advance the vision of a community arts facility on the ground floor of a mixed use building. While not our preference because its impact would be less transformative and enriching for the neighborhood, we believe it is a viable alternative project.

**D. Benefits.** Our preferred proposed project, utilizing the GTS Site, will result in many benefits for the East Cambridge community, and the community close to PUD-CKD in particular. Those benefits, many of which will be memorialized in a commitment letter to be submitted to City Council, have an approximate value of at least Sixty Million Dollars (\$60,000,000), and include the following:

- A commitment to use reasonable efforts to relocate the existing utility facilities from the GTS Site to a non-residential location.
- An arts and culture component of 30,000 square feet, inclusive of a 250-300 seat state-of-the-art theater, if the GTS Site is included (and, in any event, arts and culture space of at least 15,000 square feet).
- 10,000 square feet of indoor all-season public space.


- Practical measures to support a diverse, inclusive, and sustainable operating model for the arts and culture component.
- No new parking.
- Use of best practices for meeting sustainability goals in areas such as energy, emissions, water, materials, urban site reuse, and landscaping.
- No new gas connection.

Our proposal is the end result of many community meetings and public presentations with neighbors, neighborhood stakeholders, and with stakeholders at City Hall, including three open houses, multiple meetings with an Arts Advisory Committee comprised of community arts advocates, a public survey, and solicitations for public comment on presentation boards that we displayed at our open houses. Key takeaways from the public process included a focus on the need for flexible performing arts spaces for small and larger productions, community arts spaces (such as classrooms for learning art and exhibit space), public gathering spaces available across all four seasons, and relocating the GTS facility away from Third Street. Our proposed zoning overlay text and map encourages achievement of these goals, with the publicly accessible facilities within and commanding the lower levels of a unique and beautiful commercial building that will provide over an acre of new landscaped area (indoors and outdoors), subject to further detailed review by the Planning Board under the contemplated special permit process.

We are excited to work with you in the formal review process for the zoning amendment and again upon submission of an application for a PUD-CDK special permit. We are committed to East Cambridge and to doing all that we can to make Canal District Kendall a shining example of the best of mixed-use transit-oriented development for the 21st century.

Very truly yours,

BMR-THIRD LLC



Salvatore Zinno  
Vice President, Development

Enclosures

The owner of land to be affected by this petition hereby petitions the City Council of the City of Cambridge to amend the Cambridge Zoning Ordinance and the Cambridge Zoning Map, both as most recently amended, as follows:

Add a new Section 13.200 to Article 13.000 of the Zoning Ordinance of the City of Cambridge as set forth in the attached document.

Amend the Zoning Map of the City of Cambridge to add a new PUD-CDK District overlaying that certain area (which includes parcels and portions of private ways) labeled as “PUD-CDK” on the attached map entitled “PUD-CDK Plan”.

### **13.200 Planned Unit Development at Canal District Kendall**

13.201 Purpose. The PUD-CDK District is intended to provide for a mixed-use district that is comprised of high quality general and technical office and labs with diverse active commercial and community uses (including retail and restaurant uses, and arts and cultural uses), all of which promote, create corridors among, and enhance the existing open space network within and surrounding the district, and provide benefits to the surrounding community through community arts and publicly accessible interior gathering space. In particular, the district facilitates strengthening the public open space connections among Termeer Square, the plaza abutting the Broad Canal, the Broad Canal, public recreation pathways leading towards the Charles River, and future open space west of Third Street. The PUD-CDK District creates incentives to (A) incorporate a high-caliber arts and culture facility that will further diversify the mix of uses within the neighborhood, and (B) remove the existing above-grade utility and industrial facilities located at the existing gas transfer station on Third Street to enhance the streetscape experience along Third Street and provide an attractive connector corridor between the district and the East Cambridge neighborhood. The parcel on which the existing gas regulator/transfer station is located is referred to herein as the “Gas Transfer Station Parcel”.

### **13.202 PUD-CDK Special Permit**

13.202.1 Eligible Development Parcel. To further the purpose of this Section 13.200, an applicant may submit a Development Proposal and obtain a special permit from the Planning Board approving a Final Development Plan for a Development Parcel located within the PUD-CDK District that, at the time of application for a PUD-CDK special permit, consists of at least 30,000 square feet in area. In addition to the foregoing, the Final Development Plan for a currently vacant or undeveloped Development Parcel under this PUD-CDK overlay zoning shall include either an Arts and Culture Center or Community Arts Facility, as further provided in Section 13.204.1(b) below.

13.202.2 PUD-CDK Special Permit Approval. The Planning Board may grant a PUD-CDK special permit approving a Final Development Plan for a Development Parcel upon finding that the Final Development Plan is consistent with the criteria set forth below, and all other criteria applicable to approval of any other special permits being sought.

13.202.3 PUD-CDK Special Permit Requirements. Within the Development Parcel the locations of the open spaces, the quantities of proposed land uses, the building envelope, and heights shall be indicated in sufficient detail that the Planning Board can reasonably assess the impact of the PUD-CDK special permit and its general consistency with the PUD-CDK Special Permit Criteria set forth in Section 13.202.4 below. At a minimum, a Development Proposal and subsequent Final Development Plan must contain the following components:

(a) *Site Development Plan:* describing how the Development Parcel is divided into use areas and their development characteristics, including potential uses and Gross Floor Area.

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

(c) *Parking and Loading Plan*: identifying the locations of all parking facilities supporting the district, long- and short-term bicycle parking facilities, and facilities for loading or other vehicular service functions serving the proposed building site, the number of new parking spaces proposed, if any, and identifying appropriate strategies for the management of parking within such parking facilities.

(d) *Connectivity Plan*: illustrating pedestrian, bicycle and vehicular circulation route connections in the district to the surrounding public transportation infrastructure outside of the Development Parcel, and approximate locations of access and egress points for each building and parking facility within the Development Parcel.

(e) *Open Space Plan*: illustrating and quantifying the areas of all open space areas utilized by the development in satisfaction of Section 13.204.5, including, without limitation, existing open space constructed under a PUD-3 special permit and pedestrian ways providing connectivity to the Broad Canal.

(f) *Ground Floor and Activation Plan*: illustrating the conceptual arrangement of functions such as retail establishments and other ground floor uses, and residential and office lobbies at the ground floor of the building(s) in the Development Parcel, as well as the locations and anticipated sizes of any Community Arts Facility or Arts and Culture Center that may be required by Section 13.204.1(b) and strategies for programming and activating such spaces.

(g) *Sustainability and Resiliency Plan*: describing: (1) how the sustainability requirements set forth in Section 13.206.2 below will be met; (2) how the proposed development will promote best practices for environmental sustainability and resiliency; and (3) how the proposed development serves nearby East Cambridge community-wide needs for emergency refuge or shelter during heat or storm emergencies in coordination with the Cambridge Climate Vulnerability Assessment dated February 2017.

(h) *Transportation Plan*: incorporating: (1) a Traffic Study as required by Section 19.20 of this Zoning Ordinance or a Transportation Assessment pursuant to Section 13.205.2; (2) a shared parking study to demonstrate that the district's parking supply can accommodate future anticipated demands at full build out; (3) a study of the impacts of increased demand on public transportation services in the East Cambridge area; (4) a description of the development's relationship to future regional rail, bus, pedestrian/bicycle and other transportation system connections in the area; and (5) a Transportation Demand Management and Mitigation program describing measures which may be incorporated by the Planning Board into a condition of a PUD-CDK special permit to offset or mitigate the development's impacts on transportation systems, including measures set forth in this Zoning Ordinance and the City's planning efforts to be linked to milestones, thresholds or performance standards.

(i) *Arts and Culture Operations Plan*: To the extent a Community Arts Facility or an Arts and Culture Center is required by Section 13.204.1(b) of this PUD-CDK overlay zoning or the proposed development project will include Arts and Culture Uses, identifies opportunities and strategies for promoting inclusive engagement of local residents and the general public, promoting intergenerational interactions through arts and culture programming, and stimulating community gatherings and interactions for extended hours throughout the day and seasons.

(j) *Local Retail Plan*: identifies opportunities and strategies for promoting retail collaboration with local independent artists for the display and/or sale of their work, crafts, or wares.

13.202.4 PUD-CDK Special Permit Criteria. In approving a Final Development Plan, the Planning Board shall consider the following objectives with respect to any new Gross Floor Area or the construction of a new building:

(a) If Section 13.204.1(b) of this PUD-CDK overlay zoning requires a Community Arts Facility or an Arts and Culture Center, such Community Arts Facility or Arts and Culture Center (i) takes into consideration the orientation of the uses, location of building entrances, pedestrian connectivity between such uses and adjacent open space areas, and the ability of such uses to promote diversity and serve all residents of the City of Cambridge; and (ii) creates a facility available for the neighborhood that supports or promotes small arts or theater organizations, independent artists, art co-working opportunities, or partnerships among the foregoing and the local community. Furthermore, the developer of such Community Arts Facility or Arts and Culture Center shall have demonstrated a commitment to establishing an arts and culture operational plan for space within the new building that will be made available for teaching, learning, rehearsing, or idea exchange.

(b) Contributes to the diversity of East Cambridge and Kendall Square through encouraging innovative uses, activities, programs, or opportunities that will be publicly accessible such as art galleries or community gathering spaces.

(c) Enhances the Third Street corridor by improving the streetscape through visible activity and publicly accessible elements within and adjacent to the ground floor if the Development Parcel includes the Gas Transfer Station Parcel; or otherwise enhances ground floor connectivity to the adjacent streetscape by use of publicly accessible interior ground floor areas or spaces if the Development Parcel does not include the Gas Transfer Station Parcel.

(d) Integrates development with new and existing open spaces physically and functionally.

(e) Enhances the pedestrian connections among Termeer Square, the plaza abutting the Broad Canal, the Broad Canal, and Third Street, and creates publicly accessible interior ground floor pathways to such areas to the extent feasible if the Development Parcel includes the Gas Transfer Station Parcel; or otherwise enhances ground floor connectivity to open space areas proximately located to the Development Parcel (e.g., Termeer Square, the plaza abutting the Broad Canal, or the



Broad Canal) by use of publicly accessible interior ground floor areas or spaces if the Development Parcel does not include the Gas Transfer Station Parcel.

(f) The developer shall have demonstrated a commitment to seeking solutions to relocate applicable above-grade utility infrastructure on the Gas Transfer Station Parcel to other appropriate locations and away from key streetscape corridors if Section 13.204.1(b) of this PUD-CDK overlay zoning requires an Arts and Culture Center.

(g) Demonstrates a commitment to seeking high quality, locally-based retail and restaurant owners or operators where such uses are part of the Final Development Plan, and promotes collaboration between any retail component and the Arts and Culture Uses that are part of the Final Development Plan.

13.202.5 Condominium Property Regime. A developer may submit a building subject to PUD-CDK to a condominium property regime. A violation of one or more conditions of a PUD-CDK special permit by one condominium unit owner (or its occupant) shall not be deemed to be a violation by another condominium unit owner (or its occupant).

13.202.6 Applicability of Requirements to Development Parcel. A violation, with respect to an individual PUD-CDK lot or ownership unit within the Development Parcel, of any provision of this Section 13.200 shall not constitute a violation with respect to any other individual PUD-CDK lot or ownership unit within the Development Parcel. A PUD-CDK special permit may specify that certain modifications to the Final Development Plan do not alter the concept of the PUD and such modifications shall be considered minor amendments under Section 12.37 of this Zoning Ordinance subject only to written approval of the Planning Board if the developer demonstrates that such modification(s): (i) constitute a reallocation or reconfiguration of Gross Floor Area among uses in the Final Development Plan or otherwise allowed in the PUD-CDK District, (ii) do not require a new type of zoning relief (other than the categories of relief previously granted for the proposed development project, whether by existing PUD special permits or otherwise), and (iii) maintain the same percentage of Minimum Open Space as approved by the PUD-CDK special permit.

13.202.7 Pre-Application Conference. In the course of preparing a development proposal for a Development Parcel, the developer shall be required to participate in at least one PUD Pre-Application Conference as established in Section 12.33 of this Zoning Ordinance. The purpose of the conference will be to discuss the conceptual alternatives for site arrangement, building massing, and public space arrangement, as well as general approaches to architectural and landscape design, and for the Planning Board to provide the developer informal feedback prior to preparing the Final Development Plan materials. As set forth in Section 12.33.2 of this Zoning Ordinance, any statement made by the Planning Board or the developer at the Pre-Application Conference shall not be legally binding. Notwithstanding Section 12.33.3 of this Zoning Ordinance, the developer shall present graphic and written materials as needed to illustrate and describe conceptual development alternatives.

13.203 **Allowed Uses within the PUD-CDK District.**

(a) Office and Laboratory Uses. All uses listed in Section 4.34 of this Zoning Ordinance.

(b) Residential Uses.

1. Multifamily dwellings.
2. Hotels or motels.

(c) Retail Business and Consumer Service Establishments.

1. Store for retail sale of merchandise provided that no manufacturing, assembly, or packaging of such merchandise shall occur on the premises.
2. Barber shop, beauty shop, laundry and dry cleaning pickup agency, tailoring shop, shoe repair, self-service laundry, or other similar consumer service establishment.
3. Theater or hall for public gatherings listed under Subsection 4.35h of this Zoning Ordinance.
4. Restaurants or other eating and drinking establishments listed in Subsection 4.35e, f, g, o, and r of this Zoning Ordinance.
5. Arts, crafts, or media studio, including print shop and photographer's studio.
6. Commercial recreation including bowling alley, skating rink, tennis center, fitness studio, or other commercial recreation establishment.

(d) Arts and Culture Uses.

1. Community Arts Uses: uses dedicated to arts creation, exhibition, and education, which may be programmed with or by community arts organizations.
2. Performing Arts Uses: a facility (e.g., forum, theater, hall, or other space), or multiple facilities operated under agreements with building ownership or management, which may be sited within a mixed-use building, providing space for music, performing arts, visual arts, and private or public gatherings or assembly.
3. All-Season Public Gathering Uses: indoor-outdoor public gathering spaces (including any gallery, hall, or other space for private and/or public gatherings or assembly, and any programmable outdoor landscaped areas), open to the general public, which may be programmed to provide educational or recreational services to the community and may or may not be accessory to Performing Arts Uses.
4. Indoor Public Gathering Uses: indoor public gathering spaces open to the general public (including any gallery, hall, or other space for private and/or public gatherings or assembly), which may be programmed to provide educational or recreational services to the community and may or may not be accessory to Community Arts Uses.

5. Together with such uses customarily accessory to any of the foregoing, such as, but not limited to, stage, backstage, rehearsal or practice, studio, classroom, storage, mechanical, dressing room, green room, lobby shop and/or store for goods and/or food and beverage, ticketing, restaurant and/or lounge or other eating and drinking establishment, community meeting space, and accessory office uses.

(e) Open Air or Drive-in Retail & Services.

1. Sales place for flowers, plants, arts and crafts, merchandise, or agricultural produce conducted partly or wholly outdoors.
2. Commercial greenhouse or warehouse.
3. Open air place of entertainment or public gatherings.

(f) Transportation, Communication, and Utility Uses. All uses listed in Section 4.32 of this Zoning Ordinance.

(g) Other Uses. any uses not listed above shall be allowed upon written determination by the Planning Board that such use is consistent with the objectives of the PUD-CDK District and is useful to support the predominant uses in the district.

13.204 **Dimensional Regulations.**

13.204.1 Permitted Gross Floor Area. The following shall be permitted within the PUD-CDK District:

(a) Existing Gross Floor Area. The Gross Floor Area that exists on a lot(s), which shall be calculated in accordance with the definition of Gross Floor Area, excluding permitted exemptions, under the Zoning Ordinance in effect at the time of adoption of this Section 13.200. The permitted, existing Gross Floor Area allocations for each lot under this PUD-CDK overlay zoning are shown in the following table:

<b>Lot</b> <small>Note: each as approximately shown on the PUD-CDK overlay zoning map of even date.</small>	<b>Street Address</b>	<b>Permitted Gross Floor Area Allocation</b>
Parcel A	675 West Kendall Street	245,125 sf
Parcel B	650 East Kendall Street	217,398 sf
Parcel C	585 Third Street	undeveloped
Parcel D	500 Kendall Street	280,021 sf
Parcel E – West	350 Third Street	357,000 sf
Parcel E – East	250 Kendall Street	135,530 sf
Parcel F	350 Kendall Street	144 sf
Parcel G	450 Kendall Street	53,000 sf

Termeer Square (f/k/a Open Space 3)	300 Athenaeum Street	2,782 sf
Gas Transfer Station Parcel	330 Third Street	n/a

(b) Required Community Arts Facility or Arts and Culture Center. The Final Development Plan for a currently vacant or undeveloped Development Parcel under this PUD-CDK overlay zoning shall include an Arts and Culture Center containing not less than 30,000 square feet of Gross Floor Area as otherwise measured under this Zoning Code comprised of Performing Arts Uses, Community Arts Uses, and All-Season Public Gathering Uses if the Planning Board allows the maximum 550,000 square feet of Gross Floor Area under Section 13.204.1(c) below. The term “Arts and Culture Center” shall mean a facility comprised of Performing Arts Uses, Community Arts Uses, and All-Season Public Gathering Uses. In all other events, the Final Development Plan shall otherwise include a Community Arts Facility containing not less than 15,000 square feet of Gross Floor Area as otherwise measured under this Zoning Code comprised of Community Arts Uses and Indoor Public Gathering Uses. The term “Community Arts Facility” shall mean a facility comprised of Community Arts Uses and Indoor Public Gathering Uses.

(c) Permitted New Gross Floor Area. Any planned Development Parcel within the PUD-CDK District that is currently vacant or undeveloped shall be permitted to have a maximum of 450,000 square feet of Gross Floor Area in the aggregate, excluding any Gross Floor Area for the Community Arts Facility as described in Section 13.204.1(b) above. However, the Planning Board, in its review of a special permit application under this Section 13.204.1(c), may allow a planned development within the PUD-CDK District to have a maximum of 550,000 square feet of new Gross Floor Area, excluding any Gross Floor Area for the Arts and Culture Center as described in Section 13.204.1(b) above, if the proposed development project will abut and/or have frontage along at least 75 linear feet of Third Street or otherwise, at the developer’s option, provide an appropriate pedestrian corridor between the existing or planned open space in the PUD-CDK District and open space to the west of Third Street.

- 13.204.2 Residential Density: There shall be no required minimum lot area for Dwelling Units in the PUD-CDK District.
- 13.204.3 Maximum Building Height: The maximum height of any building within the PUD-CDK District shall be 230 feet measured as the vertical distance from the grade of the ground adjoining the building to the top of the highest point of the roof beams of a flat roof, or the mean level of the highest gable or of the slope of a hip roof, excluding belfries, cupolas, domes, monuments, church spires, water, observation, radio and transmission towers, windmills, chimneys, smokestacks, silos, derricks, conveyors, masts, flagpoles, aerials, elevator and mechanical penthouses, water tanks, monitors, signs, air conditioning equipment, ventilators, or other roof structures or penthouses and screening therefor normally built above the roof and not used or designed to be used for human occupancy, except, however, such maximum building height may be

- increased to 250 feet if the proposed development project will abut and/or have frontage along at least 75 linear feet of Third Street or otherwise, at the developer's option, provide an appropriate pedestrian corridor between the existing or planned open space in the PUD-CDK District and open space to the west of Third Street. In addition to the foregoing, the Planning Board, in its review of a special permit application under this Section 13.204.3, may except from the calculation of the height of buildings and structures in the PUD-CDK District chimneys, water towers, air conditioning equipment, ventilators, and other necessary features appurtenant to buildings which are otherwise typically carried above roofs and are not used for human occupancy, including mechanical floors within a building where for functional or aesthetic reasons such equipment, structures, or features are on above-grade levels of the building other than the roof level or above.
- 13.204.4 Other Dimensional Requirements: There shall be no minimum lot area, no minimum lot width, no minimum frontage, and no minimum front, side or rear yard requirements for the Development Parcel or any lot within the PUD-CDK District. There shall be no minimum building setbacks or other minimum or maximum building dimensional requirements other than as provided by this Section 13.204.
- 13.204.5 Open Space: Any Final Development Plan within the PUD-CDK District shall demonstrate that, following completion of such development, there shall be not less than fifteen percent (15%) open space as defined in Article 2.000 and Section 5.22 in the PUD-CDK District except as modified below.
- 13.204.5.1 The Planning Board, in its review of any special permit application for a development containing a Community Arts Facility or an Arts and Culture Center, may consider indoor or covered pedestrian ways, decks, arcades, loggias, and gallerias appurtenant to the Community Arts Facility or Arts and Culture Center, even if located on a different Development Parcel in the PUD-CDK District, to be open space provided that the same is publicly accessible during normal business hours. The Planning Board, through its approval of a Final Development Plan, shall make a finding that there is no net-loss of open space already existing within the PUD-CDK District (other than within any previously undeveloped or vacant Development Parcel).
- 13.204.5.2 Open space, whether already existing within the PUD-CDK District or to be constructed by the developer or its affiliate, shall include, without limitation, the following: parks; plazas; lawns; landscaped areas substantially open to the sky; playgrounds; balconies; roofs developed for recreational or leisure usage; pedestrian ways such as bridges, decks, arcades, loggias, and gallerias as specified by the Planning Board; and such other areas or spaces determined, or approved, by the Planning Board to be open space.
- 13.204.6 Perimeter and Transition: Any part of the perimeter of a PUD which fronts on an existing street or Public Open Space should be so designed as to complement and harmonize with adjacent land uses with respect to scale, density, setback, bulk, height, landscaping, and screening. Development in the PUD-CDK District should provide integrated pedestrian circulation systems, particularly strong linkages between the Broad Canal and Kendall Square.

**13.205     Parking and Loading Requirements.**

13.205.1     Generally: Development in the PUD-CDK District shall conform to the off-street Parking and Loading Requirements set forth in Article 6.000, except as modified by this Section 13.205.

13.205.2     Parking:

13.205.2.1     Minimum Parking. There shall be no minimum parking requirements within the PUD-CDK District; provided, however, the Planning Board in approving a Final Development Plan may specify a minimum parking requirement based on review and analysis of Transportation Assessments and other relevant information on parking demand provided in application documents, and with the guidance of City agencies.

13.205.2.2     The Planning Board, through its approval of a Final Development Plan, shall make a finding that that the Final Development Plan provides adequate parking for the proposed uses and that the Final Development Plan does not substantially increase net-new off-street parking spaces within the PUD-CDK District.

13.205.2.3     The parking requirements of this Section 13.205.2 may be satisfied (a) anywhere in the PUD-CDK District, or if located outside of the PUD-CDK District, within 2,000 feet of the use being served, notwithstanding anything to the contrary contained in Article 6.000; and (b) in total or in part by an easement, lease agreement, occupancy agreement, license or other comparable legal instrument between the developer and the City, other public entity or private owner or consortium for use of parking spaces in the public or shared parking facilities within said area.

13.205.2.4     Notwithstanding anything to the contrary in Article 6.000, this Zoning Ordinance shall not restrict the management and assignment of parking spaces in a way that will most efficiently utilize the existing and proposed parking spaces to serve all approved uses.

13.205.2.5     Notwithstanding anything to the contrary in Section 19.20, the Planning Board may permit the Developer to substitute a Transportation Assessment in form and substance acceptable to the Traffic, Parking and Transportation Department if the Planning Board otherwise determines that the materials submitted with the Final Development Plan adequately describe the impacts of traffic and parking on the area surrounding the Development Parcel.

13.205.3     Loading: The Planning Board, in its approval of a Final Development Plan, may waive any requirements for the amount, location and design of loading facilities within the PUD-CDK District, and may permit loading facilities to be shared across various uses within the PUD-CDK District or the adjacent PUD-3 District.

13.205.4     Bicycle Parking: Bicycle parking shall be provided in accordance with Section 6.100 of this Zoning Ordinance, provided that, in accordance with Section 6.108, any of the requirements in Section 6.100 may be modified by the Planning Board through its approval of a Final Development Plan.

13.206 **Special Requirements, Standards, and Provisions Applicable to Development Authorized by the Planning Board in the PUD-CDK District.**

13.206.1 Relationship to PUD-3. The previously issued PUD-3 special permit(s) shall remain valid and in full force and effect for, and govern with respect to, all development projects constructed pursuant thereto and existing prior to the enactment date of this Section 13.200 for the PUD-CDK District, including without limitation with respect to rebuilding due to casualty. Rights granted pursuant to a PUD-CDK special permit shall be in addition to any rights previously granted under a PUD-3 special permit, and the PUD-CDK zoning shall govern with respect to such additional rights, except however any rights granted pursuant to a PUD-CDK special permit shall automatically supersede any undeveloped rights for the applicable development parcel as provided for under the PUD-3 zoning. Such undeveloped rights, and any associated outstanding obligations with respect to such rights, under a previously issued PUD-3 special permit shall be deemed automatically extinguished as of the date that the subsequent PUD-CDK special permit becomes valid and effective, and such automatic extinguishment shall be deemed to be a minor amendment of such previously issued special permit under PUD-3 under Section 12.37.2 of this Zoning Ordinance. To the extent a Development Parcel is subject to the provisions of one or more special permit(s), site plan approval(s) and/or variance(s) issued prior to the issuance date of a PUD-CDK special permit granted hereunder and the provisions of such existing approval(s) conflict or are inconsistent with the PUD-CDK special permit, the provisions of the PUD-CDK special permit shall govern.

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

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

(a) *Energy and Emissions; Steam.* A new building must conserve building energy and, to the extent practicable, reduce carbon/GHG emissions. The developer of a new building within the PUD-CDK District will evaluate the potential for implementation of net zero ready measures and on-site energy generation (which may include rooftop solar pv) within the PUD-CDK District in the context of ownership, economic viability and phasing constraints. The Developer will conduct a greenhouse gas emissions analysis for such new building and will implement energy efficiency

mitigation for such building to achieve the maximum energy reductions possible identified in such analysis. The Development Proposal for a new commercial building shall include a study, prepared by the developer, considering the feasibility of connecting the proposed building to the existing district steam system, if available.

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

(c) *Cool Roofs.* All new buildings approved in the PUD-CDK District must employ Functional Green Roofs (as such term is defined in Article 22.000 of this Zoning Ordinance), high-albedo “white” roofs, or a functionally equivalent roofing system.

(d) *Monitoring.* All new buildings in the PUD-CDK District shall be required to conform to the requirements of the Cambridge Building Energy Use Disclosure Ordinance, Chapter 8.67 of the Municipal Code.

(e) *Healthy Living and Working.* All new buildings in the PUD-CDK District shall provide people with access to daylight and enhance the visual and thermal comfort of people living within the PUD-CDK District.

(f) *Transportation.* A Final Development Plan within the PUD-CDK District shall encourage multimodal transportation, provide facilities for cyclists and provide an infrastructure to support alternative energy vehicles.

(g) *Flood Resiliency.* All new buildings must incorporate the City of Cambridge’s most up-to-date standards to address projected future flooding impacts.

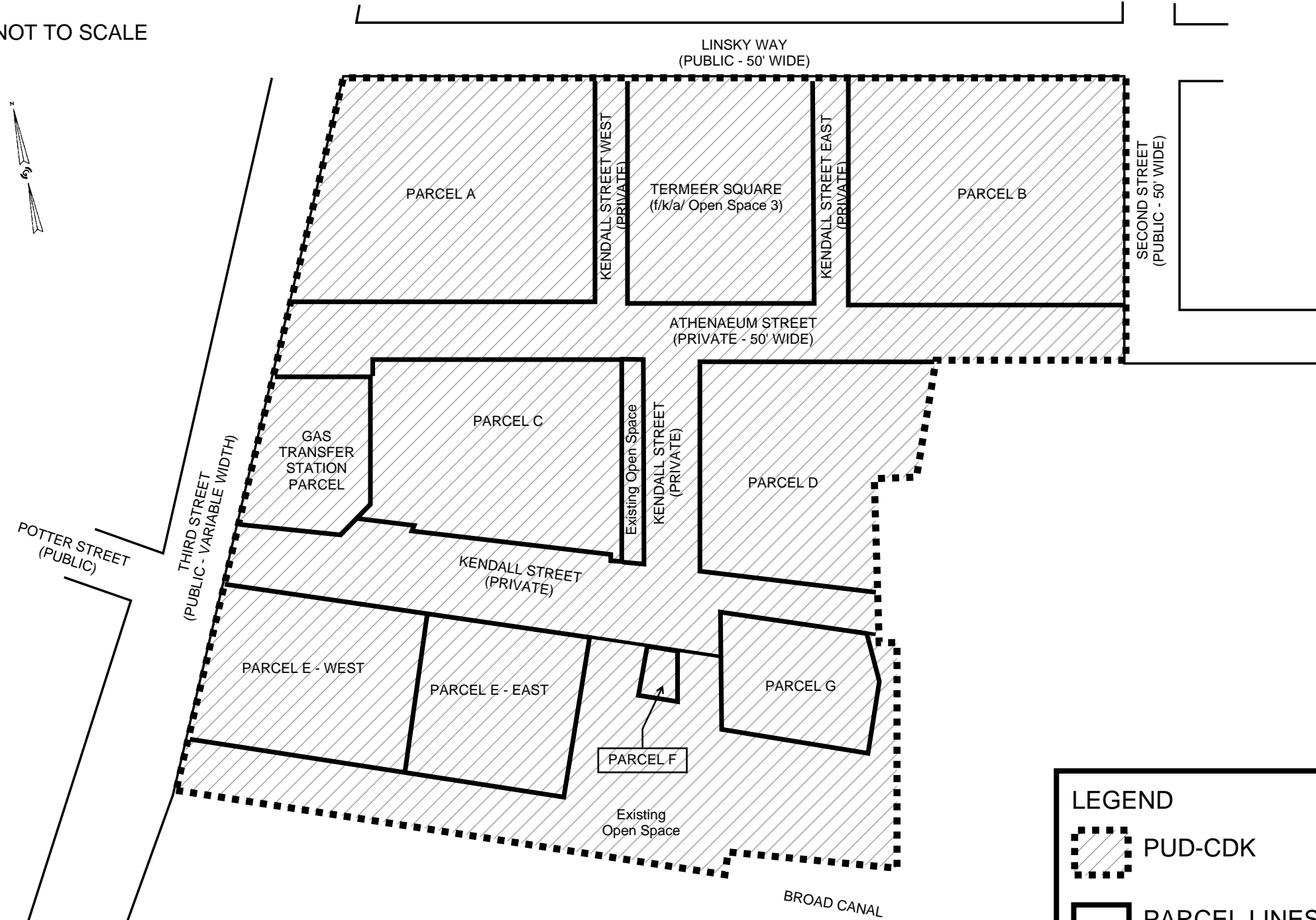
(h) *Site Cooling Strategies.* A Final Development Plan within the PUD-CDK District shall incorporate measures to reduce urban heat island effects and identify interior and exterior spaces in designated locations to act as cooling areas.

13.206.3 Letter of Commitment. The Letter of Commitment dated \_\_\_\_\_ by \_\_\_\_\_ is incorporated herein by reference and made a part of the Cambridge Zoning Ordinance and shall be binding upon \_\_\_\_\_ and its successors and assigns. To the extent the provisions of the Letter of Commitment are inconsistent with the provisions of this Section 13.200, the more stringent provisions shall govern.



# PUD-CDK PLAN

NOT TO SCALE



LEGEND

PUD-CDK

PARCEL LINES

BMR–Third LLC  
c/o BioMed Realty, L.P.  
101 Main Street, 16th Floor  
Cambridge, MA 02142

July 13, 2020

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

Re: Commitment Letter to accompany zoning amendment petition (the “**PUD-CDK Zoning**”) for PUD-CDK District (the “**PUD-CDK District**”)

Dear Mayor Siddiqui, Vice Mayor Mallon, Ordinance Committee Co-Chair Carlone, Ordinance Committee Co-Chair McGovern, and Councilors Nolan, Simmons, Sobrinho-Wheeler, Toomey, and Zondervan:

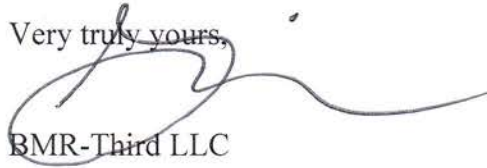
Following up on our July 9 re-submission of a petition to amend the City of Cambridge Zoning Code, we are pleased to enclose a proposed draft commitment letter that evidences our intent to move forward with specific public benefits we have described, more generally, in our pre-submission meetings with stakeholders in the community. If approved by the City Council in connection with the consideration of our petition, the letter will be executed and referenced in the final amendment.

As you know, on March 13, 2020 we submitted a draft commitment letter in connection with the March 11, 2020 rezoning petition, which was withdrawn with our re-submission of the rezoning petition on July 9. The enclosed draft commitment letter is exactly the same as the March 13, 2020 draft commitment letter other than any revised dates or references to this re-submission, as the case may be.

*[continues on following page]*

If there are any questions, the appropriate City staff are welcome to contact us ahead of any hearings on the petition. Thank you for your time and consideration.

Very truly yours,

A handwritten signature in dark ink, appearing to be 'Salvatore Zinno', written over the typed name.

BMR-Third LLC

Salvatore Zinno  
Vice President, Development

Enclosure

BMR–Third LLC  
c/o BioMed Realty, L.P.  
101 Main Street, 16th Floor  
Cambridge, MA 02142

\_\_\_\_\_, 2020

Mayor Sumbul Siddiqui  
Vice Mayor Alanna M. Mallon  
Ordinance Committee Co-Chair Dennis J. Carlone  
Ordinance Committee Co-Chair Marc C. McGovern  
City Councilor Patricia M. Nolan  
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City Councilor Timothy J. Toomey, Jr.  
City Councilor Quinton Y. Zondervan  
Cambridge City Hall  
795 Massachusetts Ave., 2nd Floor  
Cambridge, MA 02139

Re: Commitments and conditions accompanying the zoning amendment petition (the “**PUD-CDK Zoning**”) for PUD-CDK District (the “**PUD-CDK District**”) attached as Attachment A

Dear Mayor Siddiqui, Vice Mayor Mallon, Ordinance Committee Co-Chair Carlone, Ordinance Committee Co-Chair McGovern, and Councilors Nolan, Simmons, Sobrinho-Wheeler, Toomey, and Zondervan:

The purpose of this letter is to describe commitments and benefits that BMR-Third LLC (“**BMR**”), a subsidiary of BioMed Realty, L.P., is prepared to offer the City of Cambridge to facilitate and enable BMR to develop and vitalize the vacant parcel at 585 Third Street (also known as “**Parcel C**”), and, potentially, the adjacent Eversource gas regulator/transfer station site at 330 Third Street (the “**GTS Site**”) through the construction of a new mixed-use building (collectively, the “**Project**”), subject to the satisfaction of the “Conditions” set forth below. Certain commitments specifically identified below are contingent upon our ability to include the GTS Site in our development plans (e.g., as further described in the paragraph lettered “A” below).

Capitalized terms used, but not otherwise defined, herein shall have the meanings ascribed to them in Article 13.200 of the City of Cambridge Zoning Ordinance.

#### BMR’s Commitments

**A. Relocating GTS Facilities and Related Utility Infrastructure.** BMR agrees that it will use commercially reasonable efforts to (i) reach agreement with Eversource Energy and the owner of another non-residential property in the area to relocate the gas regulator/transfer

station located at the GTS Site and related utility infrastructure (collectively, the “**GTS Facilities**”) to an appropriate location for utility equipment and facilities that is reasonably acceptable to BMR, Eversource, and the City of Cambridge Community Development Department and (ii) commence, or cause to be commenced, activities necessary to facilitate such relocation following the day that PUD-CDK Zoning becomes effective beyond applicable appeals periods (and in any event prior to obtaining the first building permit for the Project), at BMR’s cost. If despite such reasonable efforts BMR is unable to cause the relocation of the GTS Facilities, BMR may elect to pursue permits and approvals for a Project located on Parcel C without the GTS Site.

**B. Arts and Culture Component.** BMR agrees that no later than the issuance of the final certificate of occupancy for the Project it shall develop a comprehensive, sustainable, and inclusive arts and culture program for the Project and associated open space areas, which program shall benefit Cambridge as a whole and include (1) an Arts and Culture Center (as defined in the proposed zoning amendment) consisting of approximately 30,000 square feet of space, if the GTS Site is included in the Project, or a Community Arts Facility (as defined in the proposed zoning amendment) of approximately 15,000 square feet of space if the GTS Site is not included, (2) the establishment of an Arts Advisory Committee that will meet at least twice a year to assist with programing, planning implementation, and developing an operating plan for arts and culture events and attracting users to the applicable facility, (3) operational support of arts and culture activities within the applicable areas of the Project by a non-profit organization (the “**Operating Entity**”), (4) the design and installation of additional public art within the open space areas of the PUD-CDK District to enhance the pedestrian connection between Third Street, the Broad Canal, and Termeer Square, and (5) an operational system that facilitates coordination with the local arts community to identify opportunities for local artists to perform, display and/or sell their work at or within the vicinity of the Project, each as further described below where applicable.

(i) **Theater/Performance Spaces.** If BMR is able to include the GTS Site in the Project, BMR agrees that upon the issuance of the final certificate of occupancy it shall provide a significant performance space containing approximately 250-300 seats within the Project (the “**Theater**”) as part of the Arts and Culture Center referenced above. The Theater space will be delivered fully fitted and equipped with appropriate seating, stage, sound, and lighting technology to support a variety of performances, and will include supporting facilities such as rehearsal space, studios, meeting space, offices, lobbies, and storage areas (“**Supporting Facilities**”). If, despite its reasonable efforts, BMR is not able to include the GTS Site in the Project, then the Project will contain smaller performance spaces with more limited Supporting Facilities within the Community Arts Facility referenced above. In any event, the operational model of the performance space, in either scenario, shall be formulated by the Operating Entity in a manner that suits the needs of local residents, community groups, small businesses, and performing arts groups.

Certain Supporting Facilities, such as rehearsal space, studies, and meeting space, will be made available when not otherwise in use for Theater or other performances in the Project, at subsidized rates, to local residents, community groups, small businesses, and arts groups for events and activities at the Project.

(ii) **Public Space.** BMR agrees that upon issuance of the final certificate of occupancy for the Project it shall provide approximately 10,000 square feet of interior public space within the Project (“**Public Space**”) (which is in addition to the Arts and Culture Center or Community Arts Facility space, as applicable, noted above), and BMR shall provide the basis for the Project to accommodate a variety of programmed educational, civic, performance, and cultural experiences coordinated by the Operating Entity throughout the year. Such experiences may include fundraisers for non-profits, indoor performances by street performers, a winter market (as further described below), educational activities, cultural activities, and similar events. Portions of the Public Space shall be available at subsidized rates to local residents, community groups, small businesses, and arts groups for events and activities. If BMR is able to include the GTS Site in the Project, such Public Space shall span the length of the building to facilitate an all-weather pedestrian connection from the west end of the site to Termeer Square and encourage the community to experience the activities available to them in the PUD-CDK District.

(iii) **Exhibit Area.** BMR agrees that upon issuance of the final certificate of occupancy for the Project it shall provide an exhibit area for community-sourced art within the Public Space, to be administered by the Operating Entity.

(iv) **Public Arts.** BMR agrees to install a second mural by a local artist on the vent shaft located along Broad Canal Way, and to seek opportunities to further incorporate the work of local artists into the open spaces described below.

(v) **Access to the Arts.** BMR will work with the Arts Advisory Committee and the Operating Entity to establish a Diversity and Inclusion Outreach Program for the performance spaces and Public Space. In addition, BMR will ensure that a minimum of two performances each year in the performance spaces are made free to Cambridge residents.

(vi) **Operational Support.** BMR will provide operational support via the Operating Entity to encourage a diverse, inclusive, and sustainable operating model for the applicable arts programs at the Project. BMR specifically agrees that the operator of the performance space shall not be required to pay for any share of the landlord’s costs attributable to real estate taxes or site-wide maintenance.

(vii) **Executive Director.** BMR agrees to provide up to \$500,000 towards the salary and benefits of an executive director retained by the Operating Entity to support the initial establishment of a sustainable operating model.

**C. Additional Open Space Within the PUD-CDK District.** BMR agrees that, on or before the issuance of the final certificate of occupancy for the Project, and provided that the Project includes the GTS Site, it shall cause a portion of Parcel C and the GTS Site located outside of the building footprint, and proximate to existing open space and pedestrian areas, to be designed as landscaped open space.

**D. Enhancement to Community Benefits in PUD-CDK District.** For the first 20 years following adoption of the PUD-CDK zoning, BMR will provide 100 free canoe and

kayaking tickets per year for local youth from the Broad Canal boat rental station and 100 free ice skating tickets (including skate rentals) per year for local youth at the ice skating rink located within the PUD-CDK District through local youth-focused organizations (in addition to the free group rentals for school groups and discounted rates already available at the facility). Similarly, local non-profits will be given the opportunity to use the ice skating facility for special events at no charge, on a schedule determined by BMR to avoid high use periods by the general public. In addition, BMR agrees that it shall host community engagement events in or within the vicinity of the PUD-CDK District on a regular basis, which events or programming shall be held at such time(s) and locations as BMR may determine and shall be open to members of the general public.

- E. Annual Winter Market.** BMR agrees to host an annual winter market event with artisans, food vendors, and music. The winter market will be a minimum of one day in length with opportunities for vendors to sell goods in the Public Space of the Arts and Culture Center, if applicable, throughout the winter season. Market opportunities will be advertised throughout Cambridge and vendor selection will give priority to Cambridge and local artisans.
- F. No New Parking.** BMR agrees to further the planning goals of the City of Cambridge by not constructing any new parking as part of the Project and taking advantage of shared parking at existing parking facilities within the PUD-CDK District. Furthermore, in the interest of making all components of the Arts and Culture Center or Community Arts Facility, as applicable, inclusive, BMR agrees that parking for events at such facilities outside of normal business hours (i.e., other than 8 a.m.-6 p.m., Monday-Friday) shall be heavily subsidized for users identified through a coordinated effort with local community groups.
- G. Sustainability.** Pursuant to the provisions of Section 13.200 of the proposed zoning amendment, BMR agrees that the Project will incorporate best practices for meeting sustainability goals in areas such as energy, emissions, water, materials, urban site reuse and landscaping. BMR proposes a comprehensive design approach to meet such goals, including through implementation of the following measures:
  - (i) Adoption of energy conservation strategies. For example, core and shell of the Project will meet the LEED framework requirements at the Gold level or better, with an emphasis on overall energy (including fossil fuels) and water reduction; and
  - (ii) Reduction of carbon emissions by eliminating fossil fuel fired equipment as is feasible and reducing total energy required, including through use of steam as an energy source and the incorporation of the following to the maximum extent practicable: high efficiency building systems; improved building envelope with reduced air infiltration; and lighting reduction through usage of LED and smart lighting controls.
- H. Setbacks/Stepbacks.** To the extent that the Project has frontage on Third Street it will not exceed 85 feet in height within 10 feet of the property line nearest Third Street.

#### Conditions to BMR's Commitments

Notwithstanding anything to the contrary in the foregoing, BMR's commitments set forth above are offered only if the following conditions (the "**Conditions**") are met:

1. The amendments to the Cambridge Zoning Ordinance set forth in Attachment A are duly adopted in the form attached hereto as Attachment A, and no challenge to the validity of the same shall have been made (or in the event of any challenge, such challenge shall have been finally resolved in favor of such validity).
2. With regard to any commitments outstanding as of the date that BMR applies for PUD and/or Article 19 Special Permits for the Project, BMR shall have received such Special Permits, including, without limitation, PUD Special Permits and Article 19 Special Permits, from the City of Cambridge Planning Board, and such other permits and approvals as may be necessary to allow for the build-out of the maximum Gross Floor Area contemplated for the Project site by and in accordance with the attached PUD-CDK Zoning, and no challenge to the validity of any such permits or approvals shall have been made (or in the event of any challenge, such challenge shall have been finally resolved in favor of such validity) and a building permit for the Project shall have been issued.

In addition to meeting the requirements and conditions of any required permits or approval for the Project (and the payment of any and all fees associated with the issuance of such permits or approvals), BMR is making these commitments and providing the other mitigation referenced above to the City to provide the City with resources to mitigate impacts that might result from the Project as a result of the rezoning and any special permit issued under PUD-CDK Zoning.

Very truly yours,

BMR-Third LLC

Salvatore Zinno  
Vice President, Development