



Amended Preliminary Master Plan

Assembly Row Planned Unit Development

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Executive Summary

Street Retail, Inc., in its individual capacity and as designee of each of the following tenants in common FR Sturtevant Street, LLC, SRI Assembly Row B2, LLC, SRI Assembly Row B3, LLC, SRI Assembly Row B5, LLC, SRI Assembly Row B6, LLC, SRI Assembly Row B7, LLC, SRI Assembly Row B8, LLC, and SRI Assembly Row B9, LLC and FR Assembly Square, LLC (collectively, the “Proponent”) proposes to redevelop approximately 56.2 acres of land in the Assembly Square area of Somerville, Massachusetts (the “Project Site”) with a new transit-oriented mixed-use development (the “Project”) consisting of approximately 1,843 residential units, 2.8 million square feet (SF) of commercial uses permitted under the SZO including, but not limited to office, research & development, laboratory, medical office, manufacturing, etc., 585,000 SF of retail space (including restaurants and cinema), a health club, and an up to 170-room hotel. The Project also includes the continued use and occupancy of the retail uses at the existing building known as the Assembly Square Marketplace.

The Proponent seeks to amend the project’s Planned Unit Development Preliminary Master Plan (PUD-PMP) approved in 2006 and amended in 2010 with this application. The changes reflected in this amended plan are primarily limited to reconfiguration of certain streets and open spaces within the Project Site, re-distribution of uses within the master plan, and updates of design guidelines of remaining phases to establish the design intent for the buildings and public realm improvements within the Project Site. This amendment does not include any changes to the previously approved site plans for the Assembly Square Marketplace.

The Project is based on four key principles:

- √ ***Create a balanced mixed-use program*** | A robust mix of retail, commercial, and residential programming will create jobs, increase tax revenue, and improve the quality of life for Somerville residents. The Project’s program includes:
 - Approximately 5.7 million square feet (SF) of total development, including:
 - 2.8 million SF of commercial space (including, but not limited to office, research & development, laboratory, medical office, manufacturing, etc.)
 - 585,000 SF of retail space (including restaurants, cinema)
 - 50,000 SF Health Club
 - 1,843 residential units,



- Up to 170-room hotel,
 - Existing Assembly Square Marketplace, and
 - Approximately 10,910 parking spaces in a combination of below - and above-grade garages and on-street parking.
- √ **Transit-oriented design** | Dense, active ground floor uses and pedestrian-and bicycle-friendly streetscapes will leverage the site's transit opportunities and links to mass transit will maximize the site's appeal as a major employment center, visitor destination and residential neighborhood. The Project's highest densities are clustered around a new MBTA Orange Line station which provides direct access to downtown Boston and points north. An extension of Foley Street and a series of new pedestrian-oriented streets will provide vehicular and pedestrian access to the T station.
- √ **Focus development around new pedestrian-oriented public places** | Public open spaces, plazas and parks, together with the streetscape environment, make up the framework around which the mixed-use project is designed. The public open spaces of the Project serve as green oases, social gathering points, venues for seasonal events, natural extensions of the Mystic River Reservation, gateways to the Project, and locations for other activities such as a possible outdoor marketplace. The Project includes the following major public spaces: Sylvester Baxter Riverfront Park, Median Park, Point Park, Shared-Use Path Open Space, Partners Open Space and numerous streetscape amenities to help create a vibrant pedestrian friendly environment.
- √ **Improve access to the waterfront** | Direct pedestrian, bicycle, transit and vehicular access to an enhanced Mystic River waterfront will increase recreational opportunities for Somerville residents and visitors while restoring and improving riparian habitat. Improvements to the waterfront open space and activation of the waterfront by residents, employees and visitors within the Project Site will result in a vibrant community resource.

Construction of the Project is planned in multiple phases to be constructed over ten to fifteen years. Due to the flexible nature of the master plan and uncertainty about market demand, a detailed phasing plan cannot be accurately forecast at this time.

The Assembly Square District encompasses the area bounded by the Mystic River, the Boston City Line (excluding the property east of the Rockport/ Newburyport commuter rail line), the I-93/ Route 38 corridor and Route 28.

As described in detail in the Project Narrative section, since approval of the PUD-PMP in 2006 and the Amended PUD-PMP in 2010, the Proponent advanced and enhanced several aspects of the Project. In summary, the Proponent:

- Achieved final level approval and completed construction of Block 10 of the PUD.

- Achieved final level approval and completed construction of the Sylvester Baxter Riverfront Park.
- Achieved final level approval and began construction of Blocks 1, 2A, 2B, 3, and 4 of the PUD.
- Achieved final level approval and began construction of the North and South head houses of the MBTA Orange Line Station. Station is scheduled for completion for Fall 2014.
- Designed and constructed Phase 1B Streetscape Improvements.
- Several public open spaces have been enhanced to create more pedestrian-friendly experiences within the Project. The Point Park has been expanded to include a pedestrian-centered pavilion containing restaurant and/ or retail use. The plaza on Block 8 has been redesigned into a Median Park located between Blocks 7 and 8 which results in a pedestrian-friendly atmosphere while calming vehicular traffic.
- The Proponent acquired the property formally owned by IKEA. An SPSR-A application for a Partners Healthcare administrative office building will be filed in parallel with the filing of this Amended PUD-PMP application.
- The Proponent constructed utility and drainage improvements within the existing and future Grand Union Boulevard and within the mixed-use area to serve the future phases of the development.
- The Proponent coordinated with the MassDOT and City of Somerville to secure American Recovery and Reinvestment Act (ARRA) funding for the Assembly Square Access Improvements (ASAI) Project. The Proponent also provided design and construction documents for the ASAI project. The ASAI project consists of access improvements along the length of Grand Union Boulevard, formerly Assembly Square Drive, and at Lombardi Street, Broadway, Mystic Avenue, New Road, Foley Street, Route 28 and Middlesex Avenue. Construction of the ASAI project started in June 2010 and was completed in August 2013.
- The Proponent achieved final level approval for the 72-inch stormwater outfall. An Order of Conditions from the Somerville Conservation Commission was obtained, a 401 Water Quality Certification was obtained from the Massachusetts Department of Environmental Protection (DEP), and a Section 404/ Section 10 permit was obtained from the Army Corps of Engineers. A Chapter 91 Waterways License for the outfall was obtained from the DEP. Construction of the 72-inch stormwater outfall was completed in February 2012.
- The Proponent obtained a Sewer Extension/ Connection Permit from DEP for Phase 1 and Phase 1A which includes sewer connections for the former IKEA store Block 1, 3, 4 and 10 and a new sewer extension in Grand Union Boulevard.
- To improve sewer service to the Assembly Square area and to alleviate a longstanding utility deficiency outlined in the City's Utility Analysis Report from 2001, the Proponent completed reconfiguration of City of Somerville sewer main connections to the MWRA interceptor line within nearby North Union Street.
- Completed Sewer Mitigation projects in Ten Hills neighborhood as well as within Lombardi Street, Mystic Avenue and Broadway.

The Proponent has committed \$15 million to a series of mitigation measures as a result of state and local review and approval of the Project. One of the most significant public benefits is the Project's financial contribution to support the design and construction of a new MBTA Orange Line station to serve the Assembly Square area and the broader Somerville community, which is currently under-served by rapid transit. Furthermore, the Proponent has committed to implement numerous other transportation mitigation measures, including major intersection improvements and development of a network of pedestrian and bicycle accommodations linking Assembly Square, state parkland and abutting Somerville neighborhoods.

The Project reflects nearly nine years of consensus-building among the Proponent, the City of Somerville and active stakeholders in the community. The resulting plan envisions a vibrant, mixed-use, urban neighborhood and commercial center providing significant local and regional benefits including 19,000 new jobs, increased tax revenues, market rate and affordable housing, improved access to transportation, improvements to the regional stormwater collection system and enhanced open space amenities. The Proponent is looking forward to working closely with the City of Somerville toward the implementation of one of the largest and most exciting development projects ever proposed in the Commonwealth.

APPLICATION
 For Planning Board and Zoning Board of Appeals Approval



CITY OF SOMERVILLE
 Joseph A. Curtatone, Mayor
 Office of Strategic Planning and Community Development (OSPCD)
 City Hall . 93 Highland Avenue . Somerville, MA 02143
 617.625.6600 ext. 2500

City Clerk Stamp

Office Use: Case #	PB Date	ZBA Date	Filing Fee	Ad Fee
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Please review the application information sheet. Complete applications must be submitted to the City Clerk's Office. Failure to submit all required information is grounds for denial of the request. If this form does not provide adequate space for your response, please attach additional sheets of paper.

1. Property Information				
Street Address(es) See attached recorded deeds.	Zoning District(s) ASMD	Overlay District(s), if any PUD-A and WOD	Ward WARD 1	
Assessor's:		If there are multiple MBLs, enter the remainder in Section 7		
Map 86	Block A	Lot 1		
Please indicate the name of the individual, individuals, corporation or trust that owns the property:				
Property Owner's Name See attached signature page for all property owners.	Complete Mailing Address 1626 East Jefferson Street Rockville, MD 20852	Phone Number(s) 301.998.8100	Email dbriggs@federalrealty.com	
Please indicate the name of the individual, individuals, corporation or trust that is applying (please note that the applicant should be the intended user or developer):				
Applicant's Name Street Retail, Inc.	Complete Mailing Address 1626 East Jefferson Street Rockville, MD 20852	Phone Number(s) 301.998.8100	Email dbriggs@federalrealty.com	
Please indicate the contact information for any agent, engineer or architect that will represent this application who may represent the owner and/or applicant in this application review process:				
Agent's Name (if applicable) Attorney or Other Agent Robert A. Fishman	Complete Mailing Address 155 Seaport Boulevard Boston, MA 02210	Phone Number(s) 617.439.2204	Email rfishman@nutter.com	
Architect's Name (if applicable) Street-Works	Complete Mailing Address 181 Westchester Ave 302C Port Chester, NY 10573	Phone Number(s) 914.949.6505	Email TMount@Street-Works.com	
Engineer's Name (if applicable) Vanasse Hangen Brustlin, Inc.	Complete Mailing Address 101 Walnut Street Watertown, MA 02471	Phone Number(s) 617.924.1770	Email hhahn@vhb.com	

2. Submission Type	
Check all that apply.	
<input type="checkbox"/>	Variance
<input type="checkbox"/>	Special Permit (SP)
<input type="checkbox"/>	Special Permit with Design Review (SPD)
<input type="checkbox"/>	Special Permit with Site Plan Review (SPSR)
<input checked="" type="checkbox"/>	Planned Unit Development (PUD) – Preliminary Master Plan Submission (PMP) / Special Permit with Site Plan Review (SPSR)
<input type="checkbox"/>	Subdivision or other Site Plan Approval
<input type="checkbox"/>	Comprehensive Permit under MGL Chapter 40B – Inclusionary Housing Development (follow SPSR submission and contact the Housing Director at 617.625.6600 ext. 2560)
<input type="checkbox"/>	Revision to Special Permit (only if certificate of occupancy or final sign-off is not yet received)
<input type="checkbox"/>	Administrative Appeal
<input type="checkbox"/>	Extension of Approval

Office of Strategic Planning and Community Development
 City Hall 3rd Floor . 93 Highland Ave . Somerville, MA 02143
 617.625.6600 ext. 2500
 M-W 8:30am-4:30pm, Th 8:30am-7:30pm, F 8:30am-12:30pm

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3. Required Signatures		
NOTE: NO APPLICATION SHALL BE ACCEPTED AS COMPLETE WITHOUT THE REQUIRED SIGNATURES		
<p>Owner Signature (if the project site has more than one owner, please supply additional copies of this page if necessary): As Owner, I make the following representations:</p> <ol style="list-style-type: none"> 1) I hereby certify that I am the owner of the property at <u>See section 7 for all MBL's</u> 2) I hereby certify that the applicant named on this application form has been authorized by me to apply to develop and/or use the property listed above for the purposes indicated in this application 3) I hereby certify that the agent, engineer and/or architect listed on this application form have been authorized to represent this application before the Planning Staff, the Planning Board and/or the Zoning Board of Appeals. 4) I will permit Planning Staff to conduct site visits on my property. 5) Should the ownership of this parcel change before the board(s) have acted on this application, I will provide updated information and new copies of this signature page. <p><i>(sign here)</i> See attached signature page (Street Retail, Inc.)</p> <hr style="border: 1px solid black;"/>		
This property is owned by (check one):		
<input type="checkbox"/>	An individual	<ul style="list-style-type: none"> • attach deed • application to be signed by owner
<input type="checkbox"/>	More than one individual, or a partnership	<ul style="list-style-type: none"> • attach deed • application to be signed by all owners
<input checked="" type="checkbox"/>	A corporation or LLC	<ul style="list-style-type: none"> • attach deed and corporate articles of organization • application to be signed by an officer authorized to do so by <u>the corporation</u>
<input type="checkbox"/>	A trust	<ul style="list-style-type: none"> • attach deed and certificate of trust • application to be signed by authorized trustee
<p>Applicant Signature (if the applicant is the owner, the owner should also sign below): As Applicant, I make the following representations:</p> <ol style="list-style-type: none"> 1.) The information supplied on and with this application form is accurate to the best of my knowledge. 2.) If the current use of the property is a nonconforming use, I will furnish proof to the satisfaction of the SPGA that the nonconforming use is legal. 3.) I will make no changes to the approved project plans without the prior approval of the SPGA. 4.) If the proposed project is subject to linkage (SZO Article 15), I will sign all documents required by the Planning Staff/SPGA governing the amount and the method of payment of the linkage fee. 5.) I will return the notice sign or pay for its replacement. 6.) I will pay the fees associated with advertising the case in the newspaper and mailing notices to abutters. 7.) I hereby certify that the agent, engineer and/or architect listed on this application form have been authorized by me to represent me before the Planning Staff, the Planning Board and/or the Zoning Board of Appeals as it relates to the development and/or use of this property. <p><i>(sign here)</i> See attached signature page (Street Retail, Inc.)</p> <hr style="border: 1px solid black;"/>		
Indicate applicants relationship to owner:		
This applicant is (check one):		
<input type="checkbox"/>	An individual	<ul style="list-style-type: none"> • application to be signed by applicant
<input type="checkbox"/>	More than one individual, or a partnership	<ul style="list-style-type: none"> • application to be signed by all applicants
<input checked="" type="checkbox"/>	A corporation or LLC	<ul style="list-style-type: none"> • application to be signed by an officer authorized to do so by the corporation • attach corporate articles of organization
<input type="checkbox"/>	A trust	<ul style="list-style-type: none"> • application to be signed by authorized trustee • attach certificate of trust

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4. Applicable Section(s) of Zoning Ordinance and Prior Zoning Approvals
You may refer to the Inspectional Services Denial Letter for the section of the Zoning Ordinance cited.
See SZO 16.12 - No denial letter required for modifications to a Master Plan. Applicable Sections of Zoning Ordinance: 16.8.1, 16.8.2. Prior Zoning Approvals: PUD PMP approved by Planning Board on 12/14/06 and amended on 8/5/10.
5. Met with Planning Department Staff to review application requirements.
Yes <input checked="" type="checkbox"/> No <input type="checkbox"/> If yes, date 5/8/14
6. Met with Engineering Department Staff to review application requirements.
Yes <input type="checkbox"/> No <input checked="" type="checkbox"/> If yes, date
7. Existing Conditions Description
Briefly describe existing structure(s) and/or use(s). Include number of employees, occupants and hours of operation, if applicable.
A majority of the existing structures (industrial, commercial and abandoned railroad tracks) have been demolished as part of SPSR-A approval PB#2007-29. Additional MBLs: 67-A-2, 67-A-6, 67-A-7, 85-A-5, 85-A-8, 85-A-9, 85-A-10, 85-A-11, 85-A-12, 85-A-13, 85-A-14, 85-A-15, 85-A-16, 85-A-17, 85-A-18, 99-A-8, 99-A-13, 99-A-14, 99-A-15, 99-A-16, 99-A-17, 99-A-18. Conveyed to MBTA: 85-A-19, 99-A-10A, 99-A-19.
8. Proposal Description
A. Briefly describe any changes in the structure(s) and/or use(s). Include whom the project is intended to serve, expected number of employees, and/or occupants and hours of operation, if applicable. In the CCD or TOD districts also include the square footage that will be allocated to each use cluster and associated parking.
The proposal consists of the construction of a mixed used development within Assembly Square (the "Project"). See attached Executive Summary for further details.
B. Explain any green building practices that you are using. Please consult the Environmental Protection Agency's Residential Green Building Guide for ideas (www.epa.gov/ne/greenbuildings).
The Project incorporates low impact development techniques and green building designs. See attached Stormwater Management and Utility Design section.
C. Is the proposal for a multi-family residence of three or more units, or for a place of public accommodation? Yes <input checked="" type="checkbox"/> No <input type="checkbox"/> If yes, submit an Accessibility Narrative listed under Checklist of Required Information.
D. Are you demolishing a commercial structure or moving soil? Yes <input checked="" type="checkbox"/> No <input type="checkbox"/>
E. Identify and list any 21E reports and other environmental assessments, analysis, clean-up studies, enforcement actions and any other environmental documentation that is available for the property, including documentation on underground storage tanks. Attach copies of all identified documents. Failure to identify and attach these documents, if applicable, will result in an application being deemed incomplete.
See attached list for all existing 21E/MCP reports. Electronic copies of the listed reports are available upon request.
If you discover an underground storage tank you must call the Somerville Fire Department immediately.

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9. Zoning Data						
Refer to the SZO § 2.2 Definitions and SZO § 8 Dimensional Requirements for more information.						
Data	Existing	Proposed	Allowed	Existing or Permitted Nonconformity	New Violation	SZO Section Cited
	Fill in both columns: numbers must match those on plans and other attached documentation.		Office Use			
A. Use	Industrial & Commercial	Mixed Use				
B. # of Dwelling Units*	0 units	1,843 units				
C. Lot Area	2,915,191± (66.9± acres) square feet	2,448,951± (56.2± acres) square feet				
D. Lot Area ÷ # of Dwelling Units	N/A sf per du	1,329 sf per du				
E. Gross Floor Area of Footprints of All Buildings	635,652± square feet	1,386,691 square feet				
F. Ground Coverage (E. ÷ C.)	21.8 %	56.6 %				
G. Landscaped Area (landscaped area ÷ C.)	N/A %	27.9 %				
H. Pervious Area (pervious area ÷ C.)	N/A %	N/A %				
I. Net Floor Area** / *** (sum of all usable square feet)	635,652± square feet	5,692,486 ± square feet				
J. Floor Area Ratio (FAR) (I. ÷ C.)	0.2	2.3				
K. Building Height	1-2 stories feet	up to 250 feet				
L. Front Yard Setback	0 feet	0 feet				
M. Rear Yard Setback	0 feet	0 feet				
N. Side Yard Setback (left when you face property)	3.3 feet	0 feet				
O. Side Yard Setback (right when you face property)	8.2 feet	0 feet				
P. Street Frontage	N/A feet	N/A feet				
Q. # of Parking Spaces	1,431±	10,910				
R. # of Bicycle Parking Spaces	Unknown	As required per SPSR-A future phases				
S. # of Loading Spaces	34±	56				
* 8 or more dwelling units - determine if Inclusionary Housing, Article 13, applies ** In CCD and TOD use GROSS floor area *** 30,000+ square feet - determine if Linkage, Article 15, applies						

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10. Checklist of Required Information								
<p>This checklist will help you determine what you need to submit with this application form. Find the column for your submission type. The rows contain the number of copies of each item that you must submit and "Y" indicates include one copy. For each item check the column 'included' if you are submitting it or the 'Waiver Requested' column for items that are not applicable to your proposal. Planning Staff may contact you to submit items for which you are requesting a waiver. If your application includes more than one type, submit the greatest number of copies listed. Please submit plans and other documentation electronically on a CD, flash drive or via email in addition to hard copies noted below.</p>								
<p>Checklist key: # = # of copies Y = include 1 copy I/A = if applicable include 1 copy N/A = not applicable SPSR-A = SPSR in Assembly Sq. Mixed-Use District TOD = Transit Oriented District CCD = Corridor Commercial District †† = within 500 feet of property</p>	Variance	SP / SPD	SPSR	PUD PMP	Subdivision	Revision to SP	Included	Waiver Requested
Application Form & Supplemental Questions	3	3	3	3	3	3	<input checked="" type="checkbox"/>	<input type="checkbox"/>
Denial Letter from Inspectional Services Division – if you received one	I/A	I/A	I/A	N/A	N/A	N/A	<input checked="" type="checkbox"/>	<input type="checkbox"/>
Recorded Deed(s) to all properties involved in the project	1	1	1	N/A	1	N/A	<input checked="" type="checkbox"/>	<input type="checkbox"/>
Fees for Filing, Advertising & Abutter List. See fee schedule on application information sheet. Submit 3 separate checks or money orders payable to the City of Somerville or cash.	Y	Y	Y	Y	Y	Y	<input checked="" type="checkbox"/>	<input type="checkbox"/>
Abutter List from neighboring municipality if your property is less than 300' from the Somerville boundary. Obtain list from neighboring municipality of the property owners' names and addresses that are within 300' of your property.	I/A	I/A	I/A	I/A	I/A	I/A	<input checked="" type="checkbox"/>	<input type="checkbox"/>
<p>Site Plans See appropriate Site Plan Review Checklists: (located in forms library under Planning and Zoning and Engineering):</p> <ul style="list-style-type: none"> alterations with no change in footprint residential additions or structures with <250 sf footprint residential additions or structures with >250 sf footprint and all commercial additions or structures 	3	3	3	3	3	3		
3 hard copies at initial filing, 8-10 copies at final filing								
Elevations front, side and rear of building(s) and signage with vertical height - measure from either lowest point between building and lot line, or 15' from building, to the highest point of roof beam, deck line of a mansard roof or average height between the plate and ridge of a gable, hip or gambrel roof – and description of proposed materials and colors. Include proposed mechanical and electrical system components, exhaust / ventilation systems, transformers, and satellite dishes and method of screening	3	3	3	N/A	N/A	3	N/A	<input type="checkbox"/>
3 hard copies at initial filing, 8-10 copies at final filing								
Conceptual Floor Plans with square footage and # of units	Y	Y	Y	N/A	N/A	Y	N/A	<input type="checkbox"/>
Neighborhood Context Map showing the neighborhood in which the tract lies and any impacts upon the area (scale no less than 1"=100')	N/A	Wire-less only ††	SPS R-A only	Y	Y	N/A	<input checked="" type="checkbox"/>	<input type="checkbox"/>
Building Shadow Analysis	I/A, Y in CCD/TOD	I/A, Y in CCD/TOD	Y	Y	I/A	N/A	N/A	<input type="checkbox"/>
Traffic/Parking Analysis	3	3	3	3	3	N/A		
Traffic Study (if less than 25,000 square feet) estimate peak hour traffic volumes generated by proposed use, relation to existing volumes and projected future conditions	N/A	I/A	I/A, Y in TOD	I/A	I/A	N/A	N/A	<input type="checkbox"/>
Traffic Impact Analysis (if 25,000 square feet or more) prepared by a professional traffic engineer who is registered with the Commonwealth of Massachusetts as a professional engineer in either traffic or transportation engineering, or any individual who has been certified by the Transportation Professional Certification Board, Inc. as a Professional Traffic Operations Engineer (PTOE). No other professional registration or qualification shall substitute for this requirement	N/A	I/A	I/A, Y in TOD	I/A	I/A	N/A	<input checked="" type="checkbox"/>	<input type="checkbox"/>
Transportation Demand Management Plan	N/A	N/A	SPS R-A & TOD only	I/A	I/A	N/A	<input checked="" type="checkbox"/>	<input type="checkbox"/>
Parking Optimization Plan	N/A	N/A	TOD only	I/A	I/A	N/A	N/A	<input type="checkbox"/>

APPLICATION
For Planning Board and Zoning Board of Appeals Approval

(Checklist of Required Information Continued)	Variance	SP / SPD	SPSR	PUD PMP	Subdivision	Revision to SP	Included	Waiver Requested
<p>Checklist key: # = # of copies Y = include 1 copy I/A = if applicable include 1 copy N/A = not applicable SPSR-A = SPSR in Assembly Sq. Mixed-Use District TOD = Transit Oriented District CCD = Corridor Commercial District †† = within 500 feet of property</p>								
<p>Accessibility Narrative For multi-family residences of three or more units, and for places of public accommodation: describe the major accessibility requirements, if any, for the proposed project under federal or state law(s), as well as the applicant's strategies for meeting those requirements. If your project is exempt from any accessibility requirements due to scoping parameters in the applicable standard(s), be sure to explain how and why. Please consult the Americans with Disabilities Act (ADA), the Fair Housing Act (FHA), the regulations of the Massachusetts Architectural Access Board (MAAB), and other accessibility standards as necessary. This narrative may take the form of a brief memo, prepared by a licensed architect or code consultant.</p>	I/A	I/A	I/A	I/A	I/A	I/A	N/A	<input type="checkbox"/>
<p>LEED Worksheet (if greater than 10,000 square feet)</p>	N/A	N/A	SPS R-A & TOD only	N/A	N/A	N/A	N/A	<input type="checkbox"/>
<p>Conceptual 3-D Model of the Master Plan at 20 scale or alternate scale acceptable to the SPGA. In CCD and TOD include abutting properties.</p>	I/A	I/A	SPS R-A, CCD & TOD only	I/A	I/A	I/A	<input checked="" type="checkbox"/>	<input type="checkbox"/>
<p>Photographs of at least 8" by 10" showing the development site and surrounding parcels</p>	I/A	I/A	I/A	I/A	I/A	I/A	<input checked="" type="checkbox"/>	<input type="checkbox"/>
<p>Rendering or Computer-Simulated Photograph (from at least 2 prominent locations along the surrounding rights-of-way)</p>	N/A	Wire-less only	N/A	N/A	N/A	N/A	N/A	<input type="checkbox"/>

11-17. Supplemental Questions
Answer the supplemental questions for the permit you are seeking.

OWNER/APPLICANT

STREET RETAIL, INC., in its individual capacity and under power of attorney on behalf of FR Sturtevant Street, LLC, SRI Assembly Row B2, LLC, SRI Assembly Row B3, LLC, SRI Assembly ROW B5, LLC, SRI Assembly ROW B6, LLC, SRI Assembly ROW B7, LLC, SRI Assembly ROW B8, LLC, and SRI Assembly ROW B9, LLC (Collectively, Tenants in Common)

By: Federal Realty Investment Trust, a Maryland real estate investment trust, its sole member.

Signed:  _____

Name: DONALD T. BRIGGS

Title: S.U.P. DEVELOPMENT

APPLICATION

For Planning Board and Zoning Board of Appeals Approval

Electronic version available:
<http://www.somervillema.gov>
 Forms Library

Supplemental Questions for:

Planned Unit Developments (PUD) Preliminary Master Plan (PMP) /
 Planned Unit Developments (PUD) Special Permit with Site Plan Review (SPSR)

14. PUD PMP/SPSR Supporting Statements
Address each of the following items. Attach to application form.
<p>A. Explain if and how the proposal is compatible with the characteristics of the built and unbuilt surrounding area and land uses.</p> <p>The Project will improve on and comply with characteristics of the surrounding area and land uses as set forth by the SZO. The Project, a transit and pedestrian oriented development, provides density, active ground floor uses and pedestrian-and bicycle-friendly streetscapes which will leverage the site's transit opportunities and links to mass transit maximizing the site's appeal as a major employment center, visitor destination and residential neighborhood. Enhanced Mystic River waterfront access will increase recreational opportunities for Somerville residents and visitors while restoring and improving riparian habitat.</p>
<p>B. Explain any impacts that the proposed use, structure, or activity will have on the surrounding area from noise, light, glare, dust, smoke, or vibration.</p> <p>The Project may create limited impacts during the period of construction. Any such impacts will be minimized to the maximum extent practicable. Following construction the Project will not create adverse impacts and will be consistent with the urban use of structures and buildings.</p>
<p>C. Explain any impacts that the proposed use, structure, or activity will have on the surrounding area from emission or noxious or hazardous materials.</p> <p>The Project has completed a mesoscale analysis that evaluated the ozone precursor impacts of volatile organic compounds (VOC) and nitrogen oxides (NOx) from mobile source pollutants. Mitigation measures to reduce these impacts include, but are not limited to, physical roadway improvements, trip reduction measures via support of alternative modes of transportation, implementation of a transportation demand management (TDM) programs, and dust and emission control during construction phases.</p>
<p>D. Explain any impacts that the proposed use, structure, or activity will have on the surrounding area from pollution of waterways or ground water.</p> <p>The Project will not create adverse impacts and will incorporate all required pollution prevention measures (physical and operational) for discharges to waterways. The Project includes the construction of a new stormwater outfall that will help alleviate combined sewer overflows to the Mystic River. See attached Utility Analysis section.</p>
<p>E. Explain the impact on the public systems: sanitary sewer system, storm drainage system, public water supply, and recreational system. Document the status of Department of Environmental Management and/or other sewage permits.</p> <p>The Project will not create adverse impacts to the public systems. Proposed improvements to the public systems are discussed in the attached Utility Analysis section and include new sewer, storm drain, water, electric, gas and telecommunications infrastructure. The Department of Environmental Protection (DEP) has approved a sewer extension/connection permit for the Project (DEP Permit No. X229252).</p>
<p>F. Give a general summary of existing and proposed easements or other burdens now existing or to be placed on the property.</p> <p>The locations of all existing and proposed easements are shown in the plan set on the Existing Conditions Plans of Land, the Layout and Materials plan. Required utility easements will be coordinated with the corresponding utility when final alignments are confirmed and are not shown on the plans at this time. There will be a separate future filing of subdivision plans to create future development parcels and street rights of way.</p>
<p>G. See SZO §16.7 PUD Design Guidelines. Explain any discrepancies between your proposal and the Design Guidelines.</p> <p>The Project has been designed to be consistent with the SZO Section 16.7 PUD Design Guidelines. Project specific guidelines have been proposed to complement SZO Section 16.7. See the Design Guidelines section for further details.</p>

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H.	Explain any impacts that the proposed use, structure, or activity will have on the surrounding area from the transmission of signals that interfere with radio or television transmission.
	The Project will not create adverse impacts on radio or television transmissions. The proposed wireless (radio) fire alarm system has been requested and reviewed by the Somerville Fire Department.
I.	Explain any changes to the vehicular and pedestrian circulation patterns.
	The Project includes realignment and construction of vehicular and pedestrian patterns. All vehicular and pedestrian circulation patterns have been improved and/or coordinated within the Project and have been reviewed by such agencies as the Massachusetts Department of Transportation, Department of Conservation and Recreation, Boston Transportation Department and the Massachusetts Bay Transit Authority. See attached Transportation Narrative.
J.	Explain any measures taken to preserve and protect natural resources (such as wetlands, steep slopes, floodplains, hilltops, vegetation, sun and wind exposure). If there is any wetland, pond or surface water body on the subject property, as defined under Wetlands Protection Act, MGL Chapter 131, Sec. 40, explain the project's wetland permitting status and plans for protection of these features.
	The Project has been designed to minimize wetland impacts and comply with all applicable provisions of the Wetlands Protection Act. The design of the new stormwater outfall is currently being reviewed by the Massachusetts Department of Environmental Protection (DEP) and the U.S. Army Corps of Engineering USACE) for compliance with the Section 401 Water Quality Certification and the Section 10/404 Permit, respectively. An Order of Conditions was issued by the Somerville Conservation Commission (SCC) under DEP File Number 287- 0025 on January 24, 2008 for the work within the 100 foot buffer zone associated with the Assembly Square Drive improvements. An Order of Conditions was issued by the SCC on April 22, 2008 for geotechnical borings needed to finalize the design of the proposed outfall. An Order of Conditions was issued by the SCC on May 8, 2009 (DEP File Number 287-0028) approving the proposed stormwater outfall project with conditions.
K.	Explain the demolition and construction procedures including movement of soil, impact mitigation measures, and an estimate of the time period required for completion of the development. Please consult the Mass Department of Environmental Protection's regulations (www.mass.gov/dep/).
	The Project completion date is estimated to be in 2020 provided that construction of prior phases has already commenced and shall continue in a staged building process until such date. The movement of soil will be minimized to the maximum extent practicable and will meet all applicable state and local standards. Issues relating to demolition and construction will be addressed during the Special Permit process for each building and phase of the Project. A balanced site is unlikely due to the large amount of proposed underground garage. Any suitable soils will be reused on-site to the maximum extent practicable. Any unsuitable soils will be exported to an appropriate off-site disposal facility.
L.	Explain proposed method for solid waste disposal (how waste will be collected and stored, who will be responsible for pick-up and maintenance, recycling efforts, etc.) and for screening of disposal facilities.
	Solid waste disposal will be handled by private contractors hired by the Applicant. The disposal facilities (dumpsters and compactors) will be internal or screened accordingly. Specific measures will be detailed during the Special Permit Process.
M.	Identify any historic sites or structures on the project site, or on neighboring properties, and explain any measures to protect historic features. Note that structures over 50 years old may require Historic Preservation Commission review before demolition or substantial alteration occurs.
	Based on Historical Survey conducted by Vanasse Hangen Brustlin, Inc. in 2005 for the Yard 21 parcel, no properties included in the State or National Registers of Historic Places are located in the Project limits. Two buildings, one at 99 Foley Street and the other at 34 Sturtevant Street, were included in the Massachusetts Historical Commission's "Inventory of Historic and Archaeological Assets of the Commonwealth", however, due to extensive prior renovations that compromised each buildings's integrity, they were deemed by the MHC to be not eligible for inclusion in the National Register of Historic Places. 34 Sturtevant Street has previously been demolished.

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12.1. Planned Unit Development – Preliminary Master Plan Submission – Additional Supporting Statements
Address each of the following in order to submit a PUD Preliminary Master Plan.
A. State what the general impact of the PUD will be upon the neighborhood.
The Project will include new utility infrastructure, new pedestrian-oriented public open spaces and streets and provide pedestrian access to the Mystic River. In addition, the Project will provide a sense of place and a new MBTA station for use by others living, working or traveling to this area of Somerville. See the Project Narrative for further details.
B. Explain the landscaping and maintenance provisions for all open space and drainage areas.
Specific maintenance provisions will be detailed during the Special Permit Process. The Proponent will enter into a long term maintenance agreement with the City of Somerville to provide for the Proponent's commitments to the City in order to maintain sidewalks within the Project and to maintain the nonstandard stormwater quality structures. The City will be responsible for the maintenance of the streets, sewer, water and standard drainage structures (e.g. catch basins, manholes, pipes). The Proponent will maintain the streetscape and plaza landscaping within the Project as part of its responsibilities under the long-term maintenance agreement.
C. Explain the water supply and sewage disposal systems. For structures served by sewage disposal systems, document the status of Departmental of Environmental Management and/or other sewage permits.
The Project will provide new water supply and sewage disposal infrastructure. A sewer extension permit has been provided by the Massachusetts DEP (DEP Permit No. X229252). Future phases of the Project will require additional sewer connection permits. See the Utility Analysis section for further details.

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12.2. Special Permit with Site Plan Review for a PUD – Additional Supporting Statements
Address each of the following items in order to apply for a Special Permit with Site Plan Review for a PUD.
A. State the project's relationship to the approved PUD Preliminary Master Plan. Note the phase and any departure from the approved plan.
N/A
B. Explain the provisions for the ownership and maintenance of usable open space as appropriate.
N/A
C. Explain the deed restrictions or covenants requiring compliance of all development with the PUD master plan, and any architectural or other guidelines or standards.
N/A

REQUESTED WAIVERS

The following items are being sought for relief from the Somerville Zoning Ordinance by the Proponent:

1. Section 5.2.3.7 - Information Required for Special Permit with Site Plan Review & 16.8.2.6 - PUD Preliminary Master Plan Contents.

The Applicant is seeking a waiver from the requirement to show proposed contour elevations in two foot increments. The Applicant has previously submitted and received approval from the City Engineer for a majority of the roadways within the PUD Area; including Grand Union Boulevard, Great River Road, Artisan Way, Canal Street, Foley Street and Assembly Row north of Foley Street . Grading for the revised alignment of Revolution Drive and Assembly Row south of Foley Street will be provided in a future submission to the city. Detailed grading for each phase of the development will be addressed during the Special Permit approval process.

Current 21E/MCP Reports

Massachusetts Superlien Report, 85 Foley Street, prepared by Somerville Engineering, Inc., dated November 15, 1985

Groundwater Sampling, Phase II Investigation, 100 Foley Street, prepared by GEI Consultants, Inc., dated January 11, 1989

Documentation of Remediation and Cleanup Procedures, H.K. Porter Inc. (74 Foley Street), prepared by Weston Geophysical Corporation, dated March 1989

Additional Environmental Site Evaluation Services, 85 Foley Street, prepared by GZA dated July 3, 1991

Environmental Site Investigation Report, 74 Foley Street, prepared by Groundwater Technology, Inc., dated August 6, 1991.

Phase II Site Assessment, 100 Foley Street Site, prepared by William F. Cosulich Associates, PC. , dated September 1, 1992

Release Abatement Measure Plan, 100 Sturtevant Street, dated November 23, 1994, prepared by Comprehensive Environmental, Inc.

Addendum to the Phase II Risk Assessment, 100 Foley Street, prepared by H. Strauss Associates, Inc., dated October 10, 1994

Phase II Summary Report, 74 Foley Street, prepared by ERM-New England, Inc., dated August, 1995

Phase III - Final Remedial Response Plan, 74 Foley Street, prepared by ERM-New England, Inc., dated August 1995

Phase I Site Assessment, Method 1 Risk Characterization and Tier Classification, RTN 3-11886, dated October 30, 1995, prepared by Comprehensive Environmental, Inc.

Remedial Action Plan, 100 Foley Street, prepared by William F. Cosulich Associates, PC, dated November 1996

Remedy Implementation Plan, 100 Foley Street (RTN 3-0434), dated October 7, 1997, prepared by GeoInsight, Inc.

Phase IV Remedy Implementation Plan, 74 Foley Street, prepared by Environmental Resources Management, dated October 22, 1997

Notice of Activity and Use Limitation, Assembly Square Mall (133 Middlesex Avenue, RTN 3-14763), dated October 28, 1997

Phase II Comprehensive Site Assessment / Phase III Identification, Evaluation and Selection of Comprehensive Remedial Action Alternatives / Phase II/III Completion Statement, RTN 3-11886, dated November 3, 1997, prepared by Comprehensive Environmental, Inc.

Preliminary Site Assessment, 85 Foley Street, prepared by IES, Inc. dated April 16, 1998

Addendum to the Phase IV Remediation Implementation Plan and Status Report, 100 Foley Street, prepared by Sanborn, Head & Associates, dated October 21, 1998

Notice of Activity and Use Limitation, 74 Foley Street (RTN 3-0649), dated December 28, 1998

Response Action Outcome Statement, 74 Foley Street (RTN 3-0649), prepared by Environmental Resources Management, dated January 11, 1999

Phase IV Final Inspection Report and Completion Statement, 74 Foley Street, prepared by Environmental Resources Management, dated January 11, 1999

Response Action Plan Status Report, Assembly Square Mall – 133 Middlesex Avenue (RTN 3-14763), prepared by TRC dated July 29, 1999

First Amendment to the Activity and Use Limitation, Assembly Square Mall (133 Middlesex Avenue, RTN 3-14763), prepared by TRC dated July 29, 1999

Notice of Activity and Use Limitation, 100 Foley Street (RTN 3-0434), dated September 1, 1999

Supplemental Phase II Comprehensive Site Assessment, Revised Phase III Identification, Evaluation and Selection of Remedial Action Alternative, Revised Phase IV Remedy Implementation Plan, Phase IV Final Inspection Report, Response Action Outcome Statement, 100 Foley Street, (RTN 3-0434), prepared by: Sanborn, Head & Associates, Inc., dated September 12, 1999

Release Abatement Measure Plan, 99 Foley Street (RTN 3-18995), prepared by ENSOL dated November 1999

Immediate Response Action Completion Report, 99 Foley Street (RTN 3-18995), prepared by ENSOL dated March 2000

RAM Completion Report, 99 Foley Street (RTN 3-18995), prepared by ENSOL dated March 20, 2000.

Phase I Initial Site Investigation Report & Method 1 Risk Characterization in Support of a Class A-2 RAO (RTNs 3-18995, 3-19163 and 3-19164), 99 Foley Street, Somerville, MA, prepared by ENSOL, Inc. dated November 2000

Limited Subsurface Evaluation, 100 Sturtevant Street, dated December 27, 2000, prepared by Enstrat

Phase I Environmental Site Assessment, 43 Foley Street, dated March 26, 2001, prepared by Enstrat

Results of Indoor Air Testing, 100 Sturtevant Street, dated May 1, 2001, prepared by Enstrat

Immediate Response Action Plan, 133 Middlesex Avenue (RTN 3-21217), prepared by TRC, dated December 21, 2001

Immediate Response Action Plan, 100 Sturtevant Street (RTN 3-21377), dated March 3, 2002, prepared by Enstrat

Immediate Response Action Status Report, 100 Sturtevant Street (RTN 3-21377), dated May 3, 2002, prepared by Enstrat

Immediate Response Action Status Report, 100 Sturtevant Street (RTN 3-21377), dated November 5, 2002, prepared by Enstrat

Phase I Environmental Site Assessment, Yard 21, dated March 2003, prepared by Woodard & Curran

Immediate Response Action Status Report, 100 Sturtevant Street (RTN 3-21377), dated November 19, 2003, prepared by Enstrat

Phase I Environmental Site Assessment, 100 Sturtevant Street, dated March 7, 2005, prepared by Woodard and Curran

Phase I Environmental Site Assessment, 16-34 Sturtevant Street/43 & 65 Foley Street, dated March 7, 2005, prepared by Woodard & Curran

Environmental Site Assessment Report, Yard 21, dated June 23, 2005, prepared by Resource Control Associates, Inc.

Phase I Environmental Site Assessment, 147 Foley Street, dated December 13, 2005, prepared by Woodard & Curran

Release Abatement Measure Completion Report and Class A-2 Response Action Outcome Statement, 133 Middlesex Avenue (RTN 3-21217), prepared by Sanborn, Head and Associates, dated January 2006

Tier Classification, Phase I Initial Site Investigation Report, 43 Foley Street (RTN 3-25033), June 2006, prepared by Woodard and Curran

Second Amendment to Notice of Activity and Use Limitation, 133 Middlesex Avenue (RTN 3-14763), prepared by Sanborn, Head & Associates, dated November 2006.

Phase I Environmental Site Assessment, 123 Foley Street, dated January 2007, prepared by Woodard & Curran

Phase I Initial Site Investigation Report, Yard 21 (RTN 3-4082), dated April 2007, prepared by Woodard & Curran

Phase I Environmental Site Assessment, 74 & 100 Foley Street, dated April 2007, prepared by Woodard & Curran

Phase I ISI, 100 Sturtevant Street (RTN 3-11886), May 3, 2007, prepared by Woodard and Curran

Immediate Response Action Status Report, 100 Sturtevant Street (RTN 3-11886), May 8, 2007 prepared by Woodard and Curran

Phase II Scope of Work for Comprehensive Site Assessment, Yard 21 (RTN 3-4082), July 16, 2007 prepared by Woodard and Curran

Immediate Response Action Status Report, 100 Sturtevant Street (RTN 3-11886), August 20, 2008, prepared by Woodard and Curran

Immediate Response Action Completion Report, 100 Sturtevant Street (RTN 3-11886), September 2008 prepared by Woodard and Curran

RAM Plan 100 Sturtevant Street (RTN 3-11886), September 11, 2008, prepared by Woodard & Curran

RAM Plan 43 Foley Street, October 8, 2008 (RTN 3-25033), prepared by Woodard & Curran

Phase II CSA 100 Sturtevant Street (RTN 3-11886), October 9, 2008, prepared by Woodard & Curran

Phase III RAP 100 Sturtevant Street (RTN 3-11886), October 9, 2008, prepared by Woodard & Curran

Phase IV RIP 100 Sturtevant Street (RTN 3-11886), October 9, 2008, prepared by Woodard & Curran

H&S Plan (in support of Phase IV and RAM), October 9, 2008 prepared by Woodard and Curran

Assembly Square Storm Drain Corridor Sampling, October 13, 2008 prepared by Woodard & Curran

RAM Status Report, 100 Sturtevant Street (RTN 3-11886), January 2009 prepared by Woodard and Curran

Immediate Response Action Completion Report, 100 Sturtevant Street, Somerville, MA, RTN 3-28153, prepared by Woodard & Curran dated January 2009.

RAM Status Report, 43 Foley Street (RTN 3-25033), dated February 2009, prepared by Woodard & Curran

RAM Completion Report, 100 Sturtevant Street (RTN 3-11886), April 2009, prepared by Woodard & Curran

RAM Completion Report, 100 Sturtevant Street (RTN 3-25033), April 2009, prepared by Woodard & Curran

Immediate Response Action Completion Report, 100 Sturtevant Street, Somerville, MA, RTN 3-28311, prepared by Woodard & Curran dated April 2009.

Phase II Comprehensive Disposal Site Assessment and Response Action Outcome Statement, 43 Foley Street (RTN 3-25033) dated April 2009, prepared by Woodard & Curran

URAM, 74 Foley Street, dated August 2009, prepared by Woodard & Curran

Phase I Environmental Site Assessment, 85 Foley Street, prepared by Woodard & Curran dated September 2009

Release Abatement Measure Plan, 133 Middlesex Avenue (RTN 3-14763), prepared by Woodard & Curran dated September 2009

Notice of Activity and Use Limitation, 100 Sturtevant Street (RTN 3-11886), recorded October 7, 2009

Phase IV Final Inspection Report and Completion Statement, 100 Sturtevant Street (RTN 3-11886), dated October 2009, prepared by Woodard & Curran

Class A-3 Response Action Outcome Statement, 100 Sturtevant Street (RTN 3-11886), dated October 2009, prepared by Woodard & Curran

Release Abatement Measure Plan, 100 Sturtevant Street (RTN 3-11886), prepared by Woodard & Curran, dated November 2009

Immediate Response Action Outcome Statement and Class A-2 Response Action Outcome, 85 Foley Street (RTN 3-28781), prepared by CDW Consultants, dated November 13, 2009

Immediate Response Action Completion Report, 133 Middlesex Avenue (RTN 3-28753), prepared by Woodard & Curran dated November 24, 2009

Immediate Response Action Plan, 133 Middlesex Avenue (RTN 3-28904), prepared by Woodard & Curran dated December 2009

120-Day Release Abatement Measure Status Report, Assembly Square Mall (133 Middlesex Avenue, RTN 3-14763), prepared by Woodard & Curran, dated January 20, 2010

Release Abatement Measure Completion Report, 74 Foley Street (RTN 3-0649), prepared by Woodard & Curran, dated February 2010

Release Abatement Measure Plan, 133 Middlesex Avenue (RTN 3-28753), prepared by Woodard & Curran, dated February 2010

Immediate Response Action Plan, Yard 21 (RTN 3-28993), dated April 2010, prepared by Woodard & Curran

IRA Completion Report, 133 Middlesex Avenue (RTN 3-28904), prepared by Woodard & Curran dated June 2010

Release Abatement Measure Completion Report, 133 Middlesex Avenue – RTN 3-14763, prepared by Woodard & Curran dated July 2010

Release Abatement Measure Completion Report, 133 Middlesex Avenue – RTN 3-28753, prepared by Woodard & Curran dated July 2010

Release Abatement Measure Completion Report, Ikea Way, 100 Sturtevant Street (RTN 3-11886) prepared by Woodard & Curran dated July 2010

Phase II Comprehensive Site Assessment, Yard 21 (RTN 3-4082), prepared by Woodard & Curran dated July 2010

Phase III Remedial Action Plan, Yard 21 (RTN 3-4082), prepared by Woodard & Curran dated July 2010

Phase I Environmental Site Assessment with Subsurface Investigations, 99 Foley Street, prepared by Sanborn Head & Associates dated September 2010.

IRA Plan Modification and Status Report, RTN 3-28993 [Yard 21 Spur], prepared by Sanborn Head & associates dated November 2010

Phase I Initial Site Investigation and Tier Classification, 133 Middlesex Avenue, Somerville, Massachusetts (RTN 3-28753), prepared by Sanborn Head & Associates dated September 20, 2010

Phase I Initial Site Investigation and Tier Classification, 133 Middlesex Avenue, Somerville, Massachusetts (RTN 3-28904), prepared by Sanborn Head & Associates dated November 2010

Phase I Initial Site Investigation and Tier Classification, Somerville, Massachusetts, RTN 3-28993, prepared by Sanborn, Head & Associates, Inc., dated January 5, 2011.

Release Notification Form and Immediate Response Action (IRA) Plan, Winter Hill Yacht Club – Boat Storage Yard, 130 Foley Street, Somerville, Massachusetts (RTN 3-29665), prepared by GZA GeoEnvironmental, Inc. dated January 25, 2011.

Release Abatement Measure Plan, 74 Foley Street (Area B), Somerville, Massachusetts (RTN 3-649), prepared by Sanborn Head & Associates dated March 15, 2011

Immediate Response Action (IRA) Status Report No. 1, Winter Hill Yacht Club – Boat Storage Yard, 130 Foley Street, Somerville, Massachusetts (RTN 3-29665), prepared by GZA GeoEnvironmental, Inc. dated March 21, 2011.

Final Method 3 Human Health Risk Characterization, Future Massachusetts Department of Conservation and Recreation (DCR) Property, Somerville, Massachusetts, RTNs 3-0434, 3-0649, 3-14763, prepared by The Science Collaborative – North Shore for Sanborn, Head & Associates, Inc., dated April 2011.

Interim Status Report, Phase IA Release Abatement Measure, Assembly Row, Somerville, Massachusetts, RTNs 3-649, 3-28993, 3-434, 3-29665, 3-4082, 3-11886, and 3-14763, prepared by Sanborn, Head & Associates, Inc., dated April 12, 2011.

Immediate Response Action Status Report, RTN 28993 (Yard 21 Spur), Somerville, Massachusetts, prepared by Sanborn Head & Associates dated May 3, 2011

Release Abatement Measure Completion Report, 74 Foley Street, Somerville, Massachusetts (RTN 3-0649), prepared by Sanborn Head & Associates dated May 20, 2011.

Soil Management Plan, Assembly Row, Somerville, Massachusetts, prepared by Sanborn Head & Associates dated May 23, 2011

Notice of Intent for the Remediation General Permit, Site Remediation at 100 and 130 Foley Street, Assembly Square, Massachusetts, prepared by Sanborn, Head & Associates, Inc., May 23, 2011.

Release Abatement Measure (RAM) Plan, 100 & 130 Foley Street, Somerville, Massachusetts (RTNs 3-29665 & 3-434), prepared by Sanborn Head & Associates dated June 29, 2011

Soil Management Plan, Block 10, Portion of 133 Middlesex Avenue, Somerville, MA, RTNs 3-14763 and 3-21217, prepared by Sanborn, Head & Associates, Inc., dated July 19, 2011

Release Abatement Measure (RAM) Plan Modification, 100 & 130 Foley Street, Somerville, Massachusetts (RTNs 3-29665 & 3-434), prepared by Sanborn Head & Associates dated July 25, 2011

Immediate Response Action Plan Modification, Yard 21 Property between 99 and 85 Foley Street, Somerville, Massachusetts, RTN 3-28993, prepared by Sanborn, Head & Associates, Inc., dated August 9, 2011.

Release Abatement Measure Plan, Assembly Row, Somerville, Massachusetts, RTNs 3-649, 3-28993, 3-434, 3-29665, 3-4082, 3-11886, and 3-14763, prepared by Sanborn, Head & Associates, Inc., dated August 9, 2011.

Phase IV Remedy Implementation Plan Modification, Yard 21, Somerville, Massachusetts (RTN 3-4082), prepared by Sanborn Head & Associates dated August 17, 2011.

Immediate Response Action (IRA) Completion Report, Winter Hill Yacht Club – Boat Storage Yard, 130 Foley Street, Somerville, Massachusetts (RTN 3-29665), prepared by GZA GeoEnvironmental, Inc. dated September 20, 2011.

Notice of Termination for Remediation General Permit MAG910487, Assembly Row/100 and 130 Foley Street, Assembly Square, Somerville, Massachusetts, prepared by Sanborn, Head & Associates, Inc., dated October 27, 2011.

Release Abatement Measure Completion Report 130 & 100 Foley Street, Somerville, Massachusetts, RTNs 3-29665 & 3-434, prepared by Sanborn, Head & Associates, Inc., dated November 3, 2011.

Immediate Response Action Status Report, Yard 21 Property between 99 and 85 Foley Street, Somerville, Massachusetts, RTN 3-28993, prepared by Sanborn, Head & Associates, Inc., dated November 10, 2011.

Phase I Initial Site Investigation and Tier Classification, 130 Foley Street, Somerville, Massachusetts, RTN 3-29665, prepared by Sanborn, Head & Associates, Inc., dated November 22, 2011.

Method 3 Human Health Risk Characterization, 130 Foley Street, Somerville, MA, RTN 3-29665, prepared by The Science Collaborative – North Shore for Sanborn, Head & Associates, Inc., dated December 2011.

Release Abatement Measure Status and Remedial Monitoring Report No. 1, Assembly Row, Somerville, Massachusetts, RTNs 3-649, 3-28993, 3-434, 3-29665, 3-4082, 3-11886, and 3-14763, prepared by Sanborn, Head & Associates, Inc., dated December 19, 2011.

Activity and Land Use Limitation for DCR, Somerville, Massachusetts, RTNs 3-0434, 3-0649, and 3-14763, prepared by Sanborn, Head & Associates, Inc., recorded on December 28, 2011.

Partial Terminations for DCR, Somerville, Massachusetts, RTNs 3-0434, 3-0649, and 3-14763, prepared by Sanborn, Head & Associates, Inc., recorded on December 28, 2011.

Revised Partial Response Action Outcome Statement, Future Massachusetts Department of Conservation and Recreation (DCR) Property, Somerville, Massachusetts, RTNs 3-0434, 3-0649, and 3-14763, prepared by Sanborn, Head & Associates, Inc., dated January 27, 2012.

Post-RAO Construction RAM Plan, Assembly Row, Block 1, Somerville, Massachusetts, RTNs 3-00649 and 3-14763, prepared by Haley & Aldrich dated March 2012.

Final Method 3 Human Health Risk Characterization, Block 2, Former portions of 74 and 100 Foley Street, Somerville, Massachusetts, RTNs 3-0649 and 3-0434, prepared by The Science Collaborative – North Shore for Sanborn, Head & Associates, Inc., dated March 2012.

Final Method 3 Human Health Risk Characterization, Blocks 1, 3, 5, 6, and Streets, Former portions of 74 and 100 Foley Street and 133 Middlesex Avenue, Somerville, Massachusetts, RTNs 3-0649, 3-0434, and 3-14763, prepared by The Science Collaborative – North Shore for Sanborn, Head & Associates, Inc., dated March 2012.

Tier II Classification Extension Submittal, Yard 21, Foley Street, Somerville, Massachusetts, RTN 3-04082, prepared by Sanborn, Head & Associates, Inc., dated March 15, 2012.

Release Abatement Measure Plan, Block 10, Portion of 133 Middlesex Avenue, Somerville, Massachusetts, RTNs 3-14763 and 3-21217, prepared by Sanborn, Head & Associates, Inc., dated March 23, 2012.

Activity and Land Use Limitation for C&G Street, Somerville, Massachusetts, RTN 3-29665, prepared by Sanborn, Head & Associates, Inc., recorded on April 3, 2012.

Soil Management Plan, Block 3, Former 74 Foley Street and 133 Middlesex Avenue, Somerville, Massachusetts, RTNs 3-649, 3-14763, and 3-28753, prepared by Sanborn, Head & Associates, Inc., dated April 6, 2012.

Release Abatement Measure Plan, Block 3, Former 74 Foley Street and 133 Middlesex Avenue, Somerville, Massachusetts, RTNs 3-649, 3-14763, and 3-28753, prepared by Sanborn, Head & Associates, Inc., dated April 6, 2012.

Interim Status Report, Phase IA Release Abatement Measure, Assembly Row, Somerville, Massachusetts, RTNs 3-649, 3-28993, 3-434, 3-29665, 3-4082, 3-11886, and 3-14763, prepared by Sanborn, Head & Associates, Inc., dated April 12, 2012.

Phase IV Final Inspection Report and Completion Statement, Yard 21 Property, Somerville, Massachusetts, RTN 3-4082, prepared by Sanborn, Head & Associates, Inc., dated May 4, 2012.

Immediate Response Action Completion Report, Yard 21 Property between 99 and 85 Foley Street, Somerville, Massachusetts, RTN 3-28993, prepared by Sanborn, Head & Associates, Inc., dated May 9, 2012.

Activity and Land Use Limitation for Block 1, Somerville, Massachusetts, RTNs 3-649 and 3-14763, prepared by Sanborn, Head & Associates, Inc., recorded on May 17, 2012.

Activity and Land Use Limitation for Block 2, Somerville, Massachusetts, RTNs 3-434 and 3-649, prepared by Sanborn, Head & Associates, Inc., recorded on May 17, 2012.

Activity and Land Use Limitation for Block 4, Somerville, Massachusetts, RTNs 3-434, 3-649, and 3-29665, prepared by Sanborn, Head & Associates, Inc., recorded on May 17, 2012.

Activity and Land Use Limitation for Blocks 3, 5, 6 and Streets, Somerville, Massachusetts, RTNs 3-29665, 3-434, 3-649, and 3-14763, prepared by Sanborn, Head & Associates, Inc., recorded on May 17, 2012.

Activity and Land Use Limitation for C Street, Somerville, Massachusetts, RTNs 3-434, 3-649, and 3-29665, prepared by Sanborn, Head & Associates, Inc., recorded on May 17, 2012.

Activity and Land Use Limitation for D Street, Somerville, Massachusetts, RTN 3-434, prepared by Sanborn, Head & Associates, Inc., recorded on May 17, 2012.

Partial Termination of Notice of Activity and Use Limitation (eight documents), for RTNs 3-434, 3-649, and 3-14763, prepared by Sanborn, Head & Associates, Inc., recorded on May 17, 2012.

Phase II Comprehensive Site Assessment and Class A-3 Response Action Outcome Statement, Former 130 Foley Street, Somerville, Massachusetts, RTN 3-29665, prepared by Sanborn, Head & Associates, Inc., dated May 22, 2012.

Post-RAO Construction RAM Plan, Assembly Row, Block 4, Somerville, Massachusetts, RTNs 3-0434, 3-0649 and 3-29665, prepared by Haley & Aldrich dated June 2012.

Release Abatement Measure Status and Remedial Monitoring Report No. 2, Assembly Row, Somerville, Massachusetts, RTNs 3-649, 3-28993, 3-434, 3-29665, 3-4082, 3-11886, and 3-14763, prepared by Sanborn, Head & Associates, Inc., dated June 13, 2012.

Post-RAO Construction RAM Plan, Status Report #1, Assembly Row, Block 1, Somerville, Massachusetts, RTNs 3-00649 and 3-14763, prepared by Haley & Aldrich dated July 2012.

Release Abatement Measure Completion Report, Assembly Row Block 10, 133 Middlesex Avenue, Somerville, Massachusetts, RTNs 3-14763 and 3-21217, prepared by Sanborn, Head & Associates, Inc., dated July 16, 2012.

Immediate Response Action Completion Report and Class A-2 Response Action Outcome Statement, Portion of Block 10, 133 Middlesex Avenue, Somerville, Massachusetts, RTN 3-30834, prepared by Sanborn, Head & Associates, Inc., dated July 16, 2012.

Release Abatement Measure Status Report No. 1, Block 3, Assembly Row, Somerville, Massachusetts, RTNs 3-649, 3-14763, and 3-28753, prepared by Sanborn, Head & Associates, Inc., dated August 6, 2012.

Post-RAO Construction RAM Plan, Status Report #1, Assembly Row, Block 4, Somerville, Massachusetts, RTNs 3-0434, 3-0649 and 3-29665, prepared by Haley & Aldrich dated October 2012.

Notice of Delay Letter, Phase II Comprehensive Site Assessment, RTN 3-28753, prepared by Sanborn, Head & Associates, Inc., dated September 19, 2012.

Phase V Status Report and Remedial Monitoring Report, Yard 21 Property, Somerville, MA, RTN 3-4082, Prepared by Sanborn Head & Associates dated November 2012.

Activity and Use Limitation for RTN 3-28753, prepared by Sanborn, Head & Associates, Inc., recorded December 6, 2012.

Phase II Comprehensive Site Assessment and Class A-3 Response Action Outcome Statement, 133 Middlesex Avenue, Somerville, Massachusetts, RTN 3-28753, prepared by Sanborn, Head & Associates, Inc., dated December 10, 2012.

Release Abatement Measure Status and Remedial Monitoring Report, Assembly Row, Somerville, Massachusetts, RTNs 3-434, 3-649, 3-14763, 3-11886, 3-4082, 3-28993 and 3-29665, prepared by Sanborn, Head & Associates, Inc., dated December 18, 2012.

Post-RAO Construction RAM Plan, Status Report #2, Assembly Row, Block 1, Somerville, Massachusetts, RTNs 3-00649 and 3-14763, prepared by Haley & Aldrich dated January 2013.

Phase II Comprehensive Site Assessment and Response Action Outcome Statement, Yard 21 Property Between 85 and 99 Foley Street, Somerville, Massachusetts, RTN 3-28993, prepared by Sanborn, Head & Associates, Inc., dated January 9, 2013.

Release Abatement Measure Plan, Baxter Riverfront Park, Assembly Row, Somerville, Massachusetts, RTNs 3-0434, 3-0649, 3-14763, and 3-28904, Prepared by Sanborn Head & Associates, dated February 2013

Release Abatement Measure Plan, 133 Middlesex Avenue, Somerville, Massachusetts, RTN 3-28904, prepared by Sanborn Head & Associates dated February 2013

Release Abatement Measure Status Report No. 2, Assembly Row, Somerville, Massachusetts, RTNs 3-0649, 3-14763 and 3-28753 prepared by Sanborn, Head & Associates, Inc., dated February 6, 2013.

Soil Management Plan, Baxter Riverfront Park, Somerville, MA, prepared by Sanborn, Head & Associates, dated February 13, 2013.

Release Abatement Measure Plan, Baxter Riverfront Park, Assembly Row Project, RTNs 3-14763, 3-434, 3-649 and 3- 28904, prepared by Sanborn, Head & Associates, Inc., dated February 28, 2013.

Post-RAO Construction RAM Plan, Status Report #2, Assembly Row, Block 4, Somerville, Massachusetts, RTNs 3-0434, 3-0649 and 3-29665, prepared by Haley & Aldrich dated April 2013.

Notice of Delay Letter, Phase II Comprehensive Site Assessment, RTN 3-28904, prepared by Sanborn, Head & Associates, Inc., dated April 8, 2013.

Activity and Use Limitation for RTN 3-4082, prepared by Sanborn, Head & Associates, Inc., recorded on May 1, 2013.

Phase V Completion and Remedial Monitoring Report and Class A-3 Response Action Outcome Statement, Yard 21, Somerville, Massachusetts, RTN 3-4082 prepared by Sanborn, Head & Associates, Inc., dated May 3, 2013.

Tenant Soil Management Plan, Block 2 Pavilion, Former 74 Foley Street Portion of Block 2, Assembly Row, Somerville, MA, prepared by Sanborn, Head & Associates, dated May 9, 2013.

Soil Management Plan, Temporary Use of Inland Parcel, Assembly Row, Somerville, Massachusetts, prepared by Sanborn, Head & Associates, Inc., dated May 21, 2013.

Soil Management Plan, Assembly Row Block 2, Somerville, MA, prepared by Sanborn, Head & Associates, Inc., dated May 28, 2013.

Licensed Site Professional Opinion, Temporary Use of Inland Parcel, 100 Sturtevant Street, Somerville, Massachusetts, RTN 3-11886, prepared by Sanborn, Head & Associates, Inc., dated May 28, 2013.

Release Abatement Measure Plan, Block 2, Assembly Row, RTNs 3-649 and 3-434, prepared by Sanborn, Head & Associates, Inc., dated May 29, 2013.

Release Abatement Measure Status Report, Assembly Row, Somerville, Massachusetts, RTNs 3-0434, 3-0649, 3-14763, 3-11886, 3-4082, 3-28993 and 3-29655, prepared by Sanborn, Head & Associates, Inc., dated June 14, 2013.

Notice of Delay Letter, Phase II Comprehensive Site Assessment, RTN 3-28904, prepared by Sanborn, Head & Associates, Inc., dated June 21, 2013.

Release Abatement Measure Completion Report, 133 Middlesex Avenue, Somerville, Massachusetts, RTN 3-28904, prepared by Sanborn, Head & Associates, Inc., dated July 1, 2013.

Release Abatement Measure Status Report, Baxter Riverfront Park, RTNs 3-434, 3-649, 3-1763 and 3- 28904, prepared by Sanborn, Head & Associates, Inc., dated July 2, 2013.

Release Abatement Measure Completion Report, Block 3, Assembly Row, Somerville, Massachusetts, RTNs 3-0649, 3-14763 and 3-28753 prepared by Sanborn, Head & Associates, Inc., dated July 31, 2013.

Post-RAO Construction RAM Plan, Status Report #2, Assembly Row, Block 1, Somerville, Massachusetts, RTNs 3-00649 and 3-14763, prepared by Haley & Aldrich dated August 2013.

Release Abatement Measure Status Report, Block 2, Assembly Row, RTNs 3-649 and 3-434, prepared by Sanborn, Head & Associates, Inc., dated September 26, 2013.

Block 1 Contractor Soil Management Plan, Assembly Row, Somerville, Massachusetts, prepared by Sanborn, Head & Associates, Inc. dated October 2, 2013.

Block 2 Contractor Soil Management Plan, Assembly Row, Somerville, Massachusetts, prepared by Sanborn, Head & Associates, Inc. dated October 2, 2013.

Block 3 Contractor Soil Management Plan, Assembly Row, Somerville, Massachusetts, prepared by Sanborn, Head & Associates, Inc. dated October 2, 2013.

Block 4 Contractor Soil Management Plan, Assembly Row, Somerville, Massachusetts, prepared by Sanborn, Head & Associates, Inc. dated October 2, 2013.

Post-RAO Construction RAM Plan, Status Report #3, Assembly Row, Block 4, Somerville, Massachusetts, RTNs 3-0434, 3-0649 and 3-29665, prepared by Haley & Aldrich dated November 2013.

Release Abatement Measure Status Report, Assembly Row, Somerville, Massachusetts, RTNs 3-0434, 3-0649, 3-14763, 3-11886, 3-4082, 3-28993 and 3-29655, prepared by Sanborn, Head & Associates, Inc., dated December 13, 2013.

Phase II Comprehensive Site Assessment and Class A-2 Response Action Outcome Statement, 133 Middlesex Avenue, Somerville, Massachusetts, RTN 3-28904, prepared by Sanborn, Head & Associates, Inc., dated December 26, 2013.

Release Abatement Measure Completion Report, Baxter Riverfront Park, Assembly Row, RTNs 3-434, 3-649, 3-1763 and 3- 28904, prepared by Sanborn, Head & Associates, Inc., dated January 2, 2014.

Release Abatement Measure Completion Report, Assembly Row Block 1, RTNs 3-649 and 3-14763, prepared by Haley & Aldrich, dated January 31, 2014.

Release Abatement Measure Status Report #2, Block 2, Assembly Row, RTNs 3-649 and 3-434, prepared by Sanborn, Head & Associates, Inc., dated March 25, 2014.

Post-RAO Construction RAM Plan, Status Report #4, Assembly Row, Block 4, Somerville, Massachusetts, RTNs 3-0434, 3-0649 and 3-29665, prepared by Haley & Aldrich dated April 10, 2014.



Site Photos – Assembly Row at Assembly Square

Amended Preliminary Master Plan
Planned Unit Development Submission
Somerville, MA



At Grand Union Blvd Roundabout looking South



Site Photos – Assembly Row at Assembly Square

Amended Preliminary Master Plan
Planned Unit Development Submission
Somerville, MA



**Standing on Grand Union Blvd looking North at
Roundabout**



Site Photos – Assembly Row at Assembly Square

Amended Preliminary Master Plan
Planned Unit Development Submission
Somerville, MA



**At intersection of Grand Union Blvd. and Foley St looking
North**



Site Photos – Assembly Row at Assembly Square

Amended Preliminary Master Plan
Planned Unit Development Submission
Somerville, MA



**At intersection of Grand Union Blvd. and Foley St looking
South**



Site Photos – Assembly Row at Assembly Square

Amended Preliminary Master Plan
Planned Unit Development Submission
Somerville, MA



**At intersection of Grand Union Blvd. and Foley St looking
East**



Site Photos – Assembly Row at Assembly Square

Amended Preliminary Master Plan
Planned Unit Development Submission
Somerville, MA



**At intersection of Foley St and Assembly Row looking
Southwest**



Site Photos – Assembly Row at Assembly Square

Amended Preliminary Master Plan
Planned Unit Development Submission
Somerville, MA



**At intersection of Foley St and Assembly Row looking
Southeast**



Site Photos – Assembly Row at Assembly Square

Amended Preliminary Master Plan
Planned Unit Development Submission
Somerville, MA



On Foley Street Looking North at Block 4 & 6



Site Photos – Assembly Row at Assembly Square

Amended Preliminary Master Plan
Planned Unit Development Submission
Somerville, MA



**At intersection of Foley St and Great River Road looking
West**



Site Photos – Assembly Row at Assembly Square

Amended Preliminary Master Plan
Planned Unit Development Submission
Somerville, MA



**At intersection of Foley St and Great River Road looking
North**



Site Photos – Assembly Row at Assembly Square

Amended Preliminary Master Plan
Planned Unit Development Submission
Somerville, MA



**At intersection of Foley St and Great River Road looking
South**



Site Photos – Assembly Row at Assembly Square

Amended Preliminary Master Plan
Planned Unit Development Submission
Somerville, MA



Great River Road looking North at WHYC



Site Photos – Assembly Row at Assembly Square

Amended Preliminary Master Plan
Planned Unit Development Submission
Somerville, MA



Assembly Row Marketing Center



Site Photos – Assembly Row at Assembly Square

Amended Preliminary Master Plan
Planned Unit Development Submission
Somerville, MA



**At intersection of Grand Union Blvd. and Revolution Dr
looking South**



Site Photos – Assembly Row at Assembly Square

Amended Preliminary Master Plan
Planned Unit Development Submission
Somerville, MA



**At intersection of Grand Union Blvd. and Revolution Dr
looking North**



Site Photos – Assembly Row at Assembly Square

Amended Preliminary Master Plan
Planned Unit Development Submission
Somerville, MA



**At intersection of Grand Union Blvd. and Revolution Dr
looking Northeast**



**Standing on Grand Union Blvd. looking East at North and
South MBTA Head Houses**



Site Photos – Assembly Row at Assembly Square

Amended Preliminary Master Plan
Planned Unit Development Submission
Somerville, MA



Standing on Grand Union Blvd. looking South



**Standing on Parcel 11A looking North Towards Mixed-Use
Development**



Site Photos – Assembly Row at Assembly Square

Amended Preliminary Master Plan
Planned Unit Development Submission
Somerville, MA



At intersection of Foley St. and Middlesex Ave. looking North

Project Narrative

Overview

This Application seeks to amend the Planned Unit Development Preliminary Master Plan (PUD-PMP) for the Project approved in 2006 and amended in 2010. The changes reflected in this amended plan are primarily limited to reconfiguration of certain streets and open spaces within the Project Site, re-distribution of uses within the master plan and the incorporation of design guidelines to establish the design intent for the buildings and public realm improvements within the Project Site.

Street Retail, Inc., in its individual capacity and as designee of each of the following tenants in common FR Sturtevant Street, LLC, SRI Assembly Row B2, LLC, SRI Assembly Row B3, LLC, SRI Assembly Row B5, LLC, SRI Assembly Row B6, LLC, SRI Assembly Row B7, LLC, SRI Assembly Row B8, LLC, and SRI Assembly Row B9, LLC and FR Assembly Square, LLC (collectively, the “Proponent”) proposes to redevelop approximately 56.2 acres of land in the Assembly Square area of Somerville, Massachusetts (the “Project Site”) with a transit-oriented, mixed-use development (the “Project”) consisting of approximately 1,843 residential units, 2.8 million square feet (SF) of commercial uses permitted under the SZO including, but not limited to office, research & development, laboratory, medical office, manufacturing, etc., 585,000 SF of retail space (including, restaurants and a cinema), a health club, and an up to 170-room hotel.

The Project will also include the continued use and occupancy of the retail uses at the existing building known as the Assembly Square Marketplace. It is important to note that the existing K-Mart pre-exists the entire PUD review process; therefore, it is not subject to this Planned Unit Development Preliminary Master Plan (PUD-PMP).

The plan is based on four key principles that are consistent with the City’s long-standing goals for the Assembly Square District:

- A true mixed-use program;
- Transit-oriented planning;
- A series of new pedestrian-oriented public spaces and streets; and
- Improved access to the Mystic River.

The site design minimizes environmental impacts by locating development on previously paved and/ or otherwise disturbed land. The entire boundary of the Assembly Square District is shown on the attached Neighborhood Context Plan.

Project Progress Since the Review of the Amended PUD-PMP

Since filing the Amended Planned Unit Development Preliminary Master Plan (PUD-PMP) Application in July 2010, the Proponent advanced the Project through a variety of important steps. The following list provides a summary of the critical recent steps towards implementing the Project:

- Achieved final level approval and completed construction of Block 10 of the PUD.
- Achieved final level approval and completed construction of the Sylvester Baxter Riverfront Park.
- Achieved final level approval and began construction of Blocks 1, 2A, 2B, 3, and 4 of the PUD.
- Achieved final level approval and began construction of the North and South head houses of the MBTA Orange Line Station. Station is scheduled for completion for Fall 2014.
- Designed and constructed Phase 1B Streetscape Improvements.
- Several public open spaces have been enhanced to create more pedestrian-friendly experiences within the Project. The Point Park has been expanded to include a pedestrian-centered pavilion containing restaurant and/ or retail use. The plaza on Block 8 has been redesigned into a Median Park located between Blocks 7 and 8 which results in a pedestrian-friendly atmosphere while calming vehicular traffic.
- The Proponent acquired the property formally owned by IKEA. An SPSR-A application for a Partners Healthcare administrative office building will be filed in parallel with this Amended PUD-PMP application.
- The Proponent constructed utility and drainage improvements within the existing and future Grand Union Boulevard and within the mixed-use area to serve the future phases of the development.
- The Proponent coordinated with the MassDOT and City of Somerville to secure American Recovery and Reinvestment Act (ARRA) funding for the Assembly Square Access Improvements (ASAI) Project. The Proponent also provided design and construction documents for the ASAI project. The ASAI project consists of access improvements along the length of Grand Union Boulevard, formerly Assembly Square Drive, and at Lombardi Street, Broadway, Mystic Avenue, New Road, Foley Street, Route 28 and Middlesex Avenue. Construction of the ASAI project started in June 2010 and was completed in August 2013.
- The Proponent achieved final level approval for the 72-inch stormwater outfall. An Order of Conditions from the Somerville Conservation Commission was obtained, a 401 Water Quality Certification was obtained from the Massachusetts Department of Environmental Protection (DEP), and a Section 404/ Section 10 permit was obtained from the Army Corps of Engineers. A Chapter 91 Waterways License for the outfall was obtained from the DEP. Construction of the 72-inch stormwater outfall was completed in February 2012.
- The Proponent obtained a Sewer Extension/ Connection Permit from DEP for Phase 1 and Phase 1A which includes sewer connections for the former IKEA store Block 1, 3, 4 and 10 and a new sewer extension in Grand Union Boulevard.

- To improve sewer service to the Assembly Square area and to alleviate a longstanding utility deficiency outlined in the City’s Utility Analysis Report from 2001, the Proponent completed reconfiguration of City of Somerville sewer main connections to the MWRA interceptor line within nearby North Union Street.
- Completed Sewer Mitigation projects in Ten Hills neighborhood as well as within Lombardi Street, Mystic Avenue and Broadway.

Existing Conditions

The Project Site is bounded by the Mystic River to the north, the MBTA Orange Line to the east, Interstate 93 to the south, Middlesex Ave and Grand Union Boulevard to the west. The Project Site is an assemblage of parcels that have been previously altered and, up until recent demolition activities on site, were occupied by a variety of industrial, commercial, marina, and retail uses as well as a vacant lot and surface parking lots. The Project Site has direct access to the Middlesex Fells Parkway (Route 28) via an existing access drive. The immediate neighbors of the project site are located along Middlesex Avenue and across Middlesex Fells Parkway. Middlesex Avenue, which connects Mystic Avenue with Middlesex Fells Parkway, contains a variety of commercial uses including a La Quinta hotel, 99 Restaurant, Dunkin Donuts and office buildings. Further to the west, a residential neighborhood is located along the Middlesex Fells Parkway. The Project includes removal and reconfiguration of the existing surface parking lots on the site, the demolition of several existing industrial buildings and related improvements, including to the existing Mystic River Reservation.

Development Program

The Project has been designed to create a dynamic, 24/ 7 environment at Assembly Row with a complementary mix of commercial, retail, entertainment and residential uses. The development, situated on approximately 56.2 acres, is distributed over 11 new blocks, the Marketplace, and accessory underground and structured parking. The 56.2 acre project site does not include existing permanent highway easements or future dedicated street right-of-ways.

The Project’s building program includes:

- Approximately 5.7 million square feet (SF) of total development, including:
 - 2.8 million SF of commercial space (including, but not limited to office, research & development, laboratory, medical office, manufacturing, etc.)
 - 585,000 SF of retail space (including restaurants, and cinema)
 - 50,000 SF Health Club,
 - 1,843 residential units,
 - Up to 170-room hotel,
- Existing Assembly Square Marketplace, and
- Approximately 10,910 parking spaces in a combination of below- and above-grade garages and on-street parking.

Key Revisions since the Review of the 2010 Amended PUD-PMP

While the overall mix of uses remains the same, elements of the Project Site layout have been adjusted to improve the urban design relationship of uses, the quality of the open spaces within the site, and pedestrian and bicycle circulation. The following revisions have been made since the Project’s 2010 Amended PUD-PMP Application was filed and are depicted in plans and analysis within this application:

Changes to Development Program

Table 1-1 below depicts the previous approved development program and the current proposed program. Development program does not include the preexisting Assembly Square Marketplace.

**Table 1-1
Development Program**

	Amended PMP Aug. 2010	Current Design
Office	1,750,000 SF	2,801,333 SF
Retail (including Restaurant & Fast Food)	792,000 SF*	527,024 SF
Residential	2,100 Units	1,843 Units**
Hotel	200 Rooms	170 Rooms***
Health Club	-	50,000 SF
Cinema	60,000 SF	60,000 SF
TOTAL	5,125,000 SF	5,692,486 SF

*Includes former 340,000 SF IKEA store

** Assumes 2,149,579 SF of Residential Program

***Assumes 104,550 SF of Hotel program

Street names for the Project Approved by the City

The Proponent created new street names in conjunction with the City of Somerville. In order to provide a more accurate understanding of the Project site plan and its elements throughout this document, Table 1-2 below depicts the previous naming of the streets and the current street names.

**Table 1-2
Street Names**

Previous Street Name	Current Street Name
Assembly Square Drive	Grand Union Boulevard
A Street	Great River Road
C Street	Artisan Way
D Street	Canal Street
E Street	Foley Street
Main Street	Assembly Row
G Street	Great River Road
IKEA Way	Revolution Drive

Block 6 Building Enlargement

The size of Block 6 building has been enlarged to accommodate a larger parking garage footprint to contain shared parking for retail and offices uses of adjacent blocks while at the same time transforming Canal Street into a residential court with primary residential access.

Median Park

Under the previous design, a large pedestrian plaza, Assembly Square, was located on Block 8. Assembly Square was envisioned as a curb-less urban plaza resulting in a pedestrian-friendly atmosphere while serving to calm vehicular traffic. Similar design intent has been applied to the Median Park which will replace Assembly Square. Located between Blocks 7 and 8 along Assembly Row, the Median Park will provide a focal point for community activity on the southern end of the project site and create a vital link development at the southern end of the project and the mixed-use portion of the project.

Blocks 7 and 8 Reconfigured

The footprints of Block 7 and 8 were revised to accommodate the addition of the Median Park as well as to provide generous sidewalk widths along the north and south bound lanes of Assembly Row. In addition, the southern face of Block 8 was moved back from the proposed alignment of Revolution Drive to improve pedestrian access to the South Head House. The

development program for both Blocks will be generally the same as originally proposed.

Revolution Drive Reconfigured

The alignment and layout of Revolution Drive was changed from previous submissions to better allow parking and pedestrian access along the entire length. The previous layout included multiple loading dock access points and was not inviting to pedestrian use. The new layout is consistent with the other streets throughout the development and will incorporate similar design elements. These elements will integrate the Parcel 11A site into the larger mixed use area and provide a seamless transition of spaces and uses to attract pedestrian activity.

Former IKEA Site

The Proponent has acquired the former IKEA parcel. This amendment proposes to replace the former IKEA store with a Partners Healthcare administrative office development of as much as 1.2 million square feet, which will include office space, cafeteria, retail uses, parking garage and daycare. The Partners site plan also includes a generous landscaped open space that will be available to the public.

Parking Spaces Increased

As a result of a parking needs assessment conducted and the increased demand from the Partners Healthcare office park, the Proponent reconsidered parking needs for the Project. Previously, the Project included approximately 10,066 total parking spaces; while the current design includes approximately 10,910 total parking spaces, see Table 1-3.

**Table 1-3
Parking Summary**

	Amended PMP Aug. 2010	Current Design
Mixed-Use Structured Parking	7,468	6,639
IKEA	1,287	-
Block 10	26	26
Assembly Square Marketplace (Phase 1-AAA)	1,095	1,095
Partners Healthcare	-	2,524
Parcel 11A Retail/ Health Club	-	380
Mixed-Use On-Street Parking	190	246
TOTAL	10,066	10,910

Note: Final design of buildings and garages will determine the exact number of parking spaces.

Open Spaces and Streets

Public open spaces, plazas and parks, together with the streetscape environment, make up the framework around which the mixed-use project is designed. The public open spaces of the Project serve as green oases, social gathering points, venues for seasonal events, natural extensions of the Mystic River Reservation, gateways to the Project, and locations for other activities such as a possible outdoor marketplace. The Project Site includes approximately 17.1 acres of total open space, (of which approximately 13.0 acres is useable open space) and approximately 18.8 acres of roadway area which consists of existing permanent highway easements and future dedicated street right-of-ways. The Project includes the following major public spaces:

Sylvester Baxter Riverfront Park

The Project enhances the Mystic River Reservation by creating an almost two-acre expansion of the park. With the Proponent providing DCR with 1.8 acres of riverfront land in exchange for 1.5 acres of DCR-owned backland, pedestrians and bicyclists alike will have access to a passive and active recreation area where, previously, access to the river was barred by debris, barbed wire and overgrown vegetation. The Proponent worked with DCR to design and construct a riverfront park consistent with DCR's Master Plan for the area and complementary to and integrated with the Project. In addition to creating a new recreational area along the Mystic River, this park provides a pleasing entry into DCR's Draw 7 Park, and a critical link for pedestrian and bicycle circulation through the district.

Median Park

Located between Foley Street and Revolution Drive, Median Park is the one of the Project's signature public places. Median Park is approximately 20,000 SF. The Median Park will function as a critical link between development on the Partners' site and the mixed-use portion of the project, and with Point Park to the north, book-ending the retail and commercial activity along Assembly Row. Median Park will be activated by a diverse mix of uses around its edges, balancing softscape and hardscape, to support passive recreation use. The diverse mix of uses surrounding the park may include retail, commercial, residential, entertainment, and restaurant uses.

Point Park

Point Park is the crossroads for the pedestrian functions of Assembly Row as it meets the Sylvester Baxter Riverfront Park. Point Park is designed to accommodate outdoor markets or other activities that can operate seasonally or year round. The park will be an active space extending activity onto the street. Hardscape, designed landscape areas, and streetscape elements all contribute to a vibrant space. Approximately 21,800 SF in area, located at the northern end of Assembly Row, it will broaden the mouth of Assembly Row to improve views out to the Mystic River for pedestrians.

Access and Parking

The plan creates a balanced transportation network accommodating cars, pedestrians and bicycles including:

- **MBTA Orange Line Station:** A new MBTA Orange Line station, which will provide direct transit access to downtown Boston and points north. The Project is designed to encourage pedestrian access to the MBTA Orange Line station at two station head houses via Foley Street, Assembly Row, Revolution Drive and the shared use path paralleling the MBTA right-of-way.
- **Assembly Row:** As the spine of the mixed-use development, Assembly Row will be open to traffic, balancing cars and pedestrians. It will feature street in-line retail on both sides, with residential units and commercial space above and terminate at a plaza area along Great River Road. Between Great River Road and Artisan Way, Assembly Row is divided by the Point Park. The southbound lane is west of the Point Park. The northbound traffic flows east of the Point Park.
- **Grand Union Boulevard:** The new Grand Union Boulevard is the primary north-south access from Revolution Drive, Foley Street and the Fellsway (Route 28) to Mystic Avenue. Grand Union Boulevard is a landscaped two-lane roadway (with additional turn lanes at prominent intersections and on-street parking) accommodating bicycle lanes and pedestrian sidewalks as well as vehicular traffic. Grand Union Boulevard has been dedicated to the City and the majority of the internal streets right of ways will also be dedicated to the City of Somerville.
- **Draw 7 Park Access:** Two new roadways, Great River Road and Artisan Way, will provide improved vehicular access to the Sylvester Baxter Riverfront Park and Draw 7 Park. Assembly Row, which connects Revolution Drive and the remainder of streets to the Sylvester Baxter Riverfront Park, will also provide access to the river for transit riders and pedestrians.
- **New Street Network:** New east-west streets through the Project Site will serve as multiple points of access providing a variety of ways to move through and around the Project. The network will provide smaller blocks that benefit pedestrians but will also provide easier access for car travelers.
- **Revolution Drive/Foley Street/Great River Road:** The creation of Revolution Drive and Great River Road with an extension of Foley Street creates a loop network to provide access to the new MBTA Orange Line station. Bicycle lanes will be provided on Revolution Drive and Foley Street, creating connectivity between surrounding neighborhoods, Assembly Row and the new MBTA Orange Line station. New bicycle lanes and sidewalks will also connect to the proposed shared use path and pathways within the Mystic River Reservation. Bicycle racks will be provided throughout the Project in accordance with local zoning. The station will be located at the eastern terminus of the extension to Foley Street, while the second head house is situated at the east end of Revolution Drive.

When completed, approximately 10,910 total parking spaces (and 56 loading spaces) will be located on the project site in a combination of underground garages beneath the new buildings, spaces inside the buildings, and on- and off-street parking areas.

Massing

The Project is conceived of as a walkable urban district, with buildings built up to street to form a street-wall and sense of enclosure. The tallest buildings are clustered around the T Station to concentrate the highest density within the easiest walk to transit access. The buildings immediately around the T Station will vary from 8-23 stories. Buildings will step down as they approach the river to create a softer, lower density edge along the water – the buildings along the waterfront are 70’ to 90’ tall.

The height of proposed buildings at Assembly Row will comply with the City of Somerville Zoning Ordinance. Additionally, proposed building heights on filled private and Commonwealth tidelands will comply with Chapter 91 Waterways Regulations at 310 CMR 9.51(3)(e).

As described in greater detail in the Somerville Zoning Ordinance, the maximum building heights allowed within the Project Site are as follows (these are more restrictive than the height limits imposed by Chapter 91):

- 250 feet within 1,000 feet of T Station
- 90 feet between 250 feet and 350 feet of the bank of the Mystic River
- 70 feet between 150 feet and 250 feet of the bank of the Mystic River
- No buildings, other than "park buildings" are allowed within 150 feet of the Mystic River
- 125 feet at all other locations within the Project Site.

Table 1-3 below provides a list of the blocks of the Project, starting from the riverfront, and the range of their proposed height. Because the Somerville Zoning Ordinance requires setback distances from key points such as the MBTA Orange Line-Station, and such constraints intersect with Chapter 91 height requirements, several individual buildings may have different height limits for different portions of the building. The table below shows the proposed building heights envisioned for each block of the Project at this time. Due to the varying building heights of certain blocks, the table provides a range of building heights where appropriate.

**Table 1-3
Proposed Building Heights**

	Proposed Building Height¹
Block 1	~74 feet ³
Block 2	~62 feet ^{2,3}
Block 3	~80 feet ³
Block 4	~70 feet ³
Block 5	40 – 250 feet
Block 6	50 – 250 feet
Block 7	61 – 244 feet
Block 8	60 – 245 feet
Block 9	245 feet
Block 10	1 Story ³
Partners	60 - 230 feet

- 1 Building heights represent the top of the building and will vary based on architectural design of each individual building and any potential tower elements.
- 2 The Proponent has been granted zoning relief from the building height restriction to allow Block 2 to exceed the maximum building height of 70 feet allowed by the Waterfront Overlay District.
- 3 Approximate constructed building height.

Phasing

Following approval of the PUD-PMP in 2006, the Proponent received Special Permit with Site Plan Review -A for two initial phases: Phase 1-AAA (Existing Assembly Square Marketplace) and Phase 1-AA (IKEA store). The Proponent also amended the PUD-PMP in 2010 and received subsequent Special Permit with Site Plan Review -A approvals for Blocks 10, 1, 2A, 2B, 3 and 4, which are all presently completed or are under construction. The construction of the remaining portions of the Project is planned in phases over multiple years. The first phase of the mixed-use development was designed to include the critical mass of retail and residential uses necessary to ensure its initial success as both a retail destination and a residential neighborhood. Beginning with the first phase, Assembly Row has taken shape and the area has a sense of neighborhood. Subsequent phases will complement previously developed phases so that the Project’s growth occurs in a manner that integrates but does not interfere with the operations at previously developed phases. The effect will be that residents and visitors alike will be able to enjoy Assembly Row

from the opening of the first building, without having to wait for the development process to be complete. Although the Proponent has provided its current assumptions about phasing, actual phasing of the Project components may vary depending on market demand.

Long Term Vision

As noted above, this Project is consistent with a Long Term Vision for redevelopment of the entire Assembly Square District (ASD), contained in the 2006 Settlement Agreement between Federal Realty Investment Trust, IKEA and the Mystic View Task Force. The ASD encompasses the area bounded by the Mystic River, the Boston City Line (excluding the property east of the Rockport/ Newburyport commuter rail line), the I-93/ Route 38 corridor and Route 28.

The key goals of the Long Term Vision are:

Prioritizing commercial office and R&D development to optimize the tax base and job opportunities in Somerville - the long term vision anticipates that, overall, the district can accommodate up to 5,000,000 square feet of office space (including the 2,800,000 square feet of commercial including, but not limited to office, research & development, laboratory, medical office, manufacturing, etc.) in this Project.

Creating a transit-oriented, mixed-used development - in addition to the commercial component, the future development of the district is envisioned to accommodate up to 1,400,000 square feet of retail (including the 585,000 square feet of retail, restaurants and theatre uses included in this submission); 3,000,000 square feet of residential and 1,000,000 square feet of flex space which could accommodate some combination of commercial, hospitality and civic uses. All of these uses will be served by a new MBTA Orange Line station.

A pedestrian-oriented urban design with improved connections to the surrounding districts and incorporating significant open space amenities – the vision combines an expanded riverfront park on the Mystic River, improved access to Draw 7 Park, smaller pocket parks, green roofs and system-wide trails.