



BOARD OF APPEALS
Enid Starr, Co-Chair
Jesse Geller, Co-Chair
Robert De Vries

Town of Brookline *Massachusetts*

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Patrick J. Ward, Clerk

TOWN OF BROOKLINE
BOARD OF APPEALS
CASE NO. BOA 090002

Petitioner, Children's Brookline Place LLC, applied to the Building Commissioner for permission to construct a mixed use office/medical and retail development together with an onsite parking garage. The application was denied and an appeal was taken to this Board.

On 13 November 2008 the Board met and determined that the properties affected were those shown on a schedule in accordance with the certification prepared by the Assessors of the Town of Brookline and approved by the Board of Appeals and, after continuances, fixed 26 February 2009 at 7:00 PM in the Selectmen's Hearing Room, 6th Floor, Town Hall, as the time and place of a hearing on the appeal. Notice of the hearing was mailed to the petitioner, to their attorney, to the owners of the properties deemed by the Board to be affected as they appeared on the most recent local tax list, to the Planning Board and to all others required by law. Notice of the hearing was published on 5 and 12 February 2009 in the *Brookline Tab*, a newspaper published in Brookline. Copy of said notice is as follows:

TOWN OF BROOKLINE
MASSACHUSETTS
BOARD OF APPEALS
NOTICE OF HEARING

Pursuant to M.G.L., C. 39, sections 23A & 23B, the Board of Appeals will conduct a public hearing to discuss the following case.

Petitioner: **CHILDREN'S BROOKLINE PLACE, LLC**

Location of Premises: **2 BROOKLINE PL BRKL**

Date of Hearing: **02/26/2009**

Time of Hearing: **7:00 p.m.**

Place of Hearing: **Selectmen's Hearing Room, 6th Floor**

A public hearing will be held for a variance and/or special permit from:

5.01; Table of Dimensional Requirements, footnote #1, (... entrance 20 feet from street lotline...) Variance Required.

5.06.4.d.1); Special District Regulations, (new structure in GMR-2 w/FAR greater than 2.5) Special Permit Required.

5.06.4.d.1); Special District Regulations, (new Structure in GMR-2 w/height greater than 100 feet) Special Permit Required.

5.06.4.d.2); Special District Regulations, (...reduction in number of required spaces ... w/transportation access plan ...) Special Permit Required.

5.09; Design Review, Special Permit Required.

5.31.1; Exception to Maximum Height Regulations, (substantial rooftop structure(s) that are ten feet or more above the height limit) Special Permit Required.

5.31.2; Exceptions to Maximum Height Regulations, (...Interpretation not clear due to non-typical characteristic(s) ... and will assure same standard of amenity ...) Special Permit Required.

5.43; Exceptions to yard an setback requirements, (...substitution of dimensional requirements...same level of amenity...) Special Permit Required.

5.44.4; Accessory Underground Structures, (...modification of setback requirements ... w/appropriate landscaping and screening...) Special Permit Required.

6.02.1.c; Off-Street Parking Space Regulations, (Two or more uses may provide ... In a common parking lot ... if hours are so different that lower total will provide adequately ...)

6.06.4; Off-Street Loading Requirements, (...less loading bays ... if can be demonstrated ... not all in operation at same time.) Special Permit Required.

7.00.1.b; Signs In All Districts, (... signs more than 25 feet above ground level ...) Special Permit Required.

Of the Zoning By-Law to construct an eight story, mixed five levels of below grade parking per plan

at **2-4 BROOKLINE PLACE BRKL.**

Said premise located in the GMR 2.0 (General Business and Medical Research) district.

Hearings, once opened, may be continued by the Chair to a date and time certain. No further notice will be mailed to abutters or advertised in the TAB. Questions regarding whether a hearing has been continued, or the date and time of any hearing may be directed to the Zoning

Administrator at 617-734-2134 or check meeting calendar
at: <http://calendars.town.brookline.ma.us/MasterTownCalendar/?FormID=158>.

The Town of Brookline does not discriminate on the basis of disability in admission to, access to, or operations of its programs, services or activities. Individuals who need auxiliary aids for effective communication in programs and services of the Town of Brookline are invited to make their needs known to the ADA Coordinator, Stephen Bressler, Town of Brookline, 11 Pierce Street, Brookline, MA 02445. Telephone: (617) 730-2330; TDD (617) 730-2327.

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On 26 February 2009 at the time and place specified in the notice a public hearing was held by this Board. Present at the hearing were Chairman Jesse Geller and Board members Robert DeVries and Kathryn Ham. In response to the Chairman's inquiry, the legal counsel for the Petitioner waived reading of the legal notice. The Chairman then outlined the order to be followed in the proceeding. Petitioner's proposal was presented by its attorney, Marilyn L. Sticklor of Goulston & Storrs, PC, 400 Atlantic Avenue, Boston, Massachusetts 02110.

Ms. Sticklor explained that the proposed development consists of an office building to be used for a combination of general office and medical office uses with retail space on the first floor and inside parking to be located at Two/Four Brookline Place. The lot contains 63,149 square feet consisting of two sub-parcels: (1) 57,040 square feet ground leased by Petitioner from Village Plaza Limited Partnership for a term of 99 years commencing 10 September 2008, and (2) 6,109 square feet sub-ground leased by Petitioner from Children's One Brookline Place LLC for a term of 99 years commencing 10 September 2008, which in turn is groundleased from Brookline Village II Limited Partnership. The combination of parcels qualifies as a "Lot" under the definition set out in **Section 2.12.5** of the Brookline Zoning By-Law, which specifies that "ownership" includes tenancy under a written lease, the term of which is for a period of not less than 99 years of which term there are at least 50 years remaining unexpired at the time of issuance of the special permit. The property

is currently improved by retail and office buildings, which will be demolished, and 78 parking spaces.

Ms. Stieklor noted that the property is bordered by Washington Street to the south, by Pearl Street which is a curved street to the west and north and by the One Brookline Place lot to the east. The surrounding area includes commercial properties and residential properties, including a residential development known as Brook House at 33 Pond Avenue across Washington Street. The property is located in the GMR-2.0 (General Business and Medical Research) Zoning District, which was established by Town Meeting in 2004. The One Brookline Place parcel immediately to the east of the property is also in the GMR-2.0 zoning district. The parcels across Washington Street are in the M-2.0 zoning district and the parcels across Pearl Street are in the G-2.0 District. The record grade of the property at the property line slopes down approximately four feet from the Washington Street/Pearl Street intersection (at approximately 25.5 feet above base grade) to the apex of the curve of Pearl Street (at approximately 21.6 feet above base grade), with grade variations between these elevations around the perimeter of the property.

Ms. Stieklor stated that the property is a Lot with atypical characteristics, due to the fact that it borders two streets, but one of these streets (Pearl Street) is a curved street which is continuous at a right angle around an intersection. In terms of yard requirements, this results in all of the street frontage being treated as the front yard, and it is unclear whether the lot line bordering One Brookline Place is a side lot line or a rear lot line. In terms of height requirements, based on consultation with the Building Commissioner, requirements related to height are best approximated by treating the property as a lot which fronts on two streets.

Ms. Stieklor indicated that the proposed project (the "Project") consists of an eight story building and five levels of underground parking containing 624 parking spaces. The building would

contain retail, general or medical office use or any other allowable use in the GMR-2.0 District, including parking garage use as discussed below. The building permit application indicated that the Project would have approximately 16,000 square feet of Gross Floor Area devoted to retail space and approximately 236,000 square feet of Gross Floor Area devoted to medical and general office space. The traffic and parking analyses have been based on an allocation of 16,279 square feet retail, 96,561 square feet medical office (with incidental laboratories and accessory clinical research use), and 139,659 square feet general office. However, as set forth in Petitioner's appeal, the precise mix of upper level uses will be determined by market demand and may vary from time to time. The proposal also includes the creation of a landscaped plaza, providing pedestrian access through the property from both the Brookline Village MBTA stop and Washington Street.

Ms. Sticklor observed that the redevelopment of the property is in furtherance of the goals of the *Brookline Comprehensive Plan 2005-2015* which recognizes this area as the area which could support new growth and which represents "smart growth" in terms of proximity to public transit, and is in furtherance of the *Gateway East Public Realm Plan* issued in final form in October, 2006. The Project also has the endorsement of the Planning Board set forth in the Planning Board report to the Board of Appeals, except with respect to the number of parking spaces.

Ms. Sticklor then noted that provisions concerning the GMR-2.0 District are contained in **Section 5.06.4.d** of the Zoning By-Law, and allow by special permit a maximum height of 115 feet and a maximum Floor Area Ratio ("FAR") of 4.0, as long as certain conditions are met. **Section 5.06.4.d** of the Zoning By-Law (as in effect prior to the 2008 amendment, the Zoning By-Law is referred to as the "Zoning Freeze By-Law" due to Petitioner's filing of a preliminary subdivision plan on 21 May 2008) was amended at the 27 May 2008 Town Meeting (as amended, the Zoning By-Law is sometimes referred to as the "Current Zoning By-Law") to decrease the parking

requirements applicable in the GMR-2.0 District. Specifically, the minimum parking requirement for retail use was decreased from one parking space per 350 square feet to one parking space per 400 square feet, the minimum parking requirement for medical office use was decreased from one parking space per 250 square feet (the general requirement under Article VI, which previously was not modified in the GMR-2.0 District) to one parking space per 350 square feet, and the Transit Demand Management (“TDM”) parking requirement reduction by special permit (which previously did not extend to medical office use) was extended to apply to medical office use and increased from a maximum reduction of 15% to a maximum reduction of 25%. Since the Petitioner filed a preliminary subdivision plan with the Planning Board on 21 May 2008, followed by filing a definitive subdivision plan with the Planning Board on 12 December 2008, the public hearing for which had been extended until 15 June 2009, the property is governed by the Zoning Freeze By-Law under the zoning freeze provisions of G.L. c. 40A, Section 6. However, Ms. Sticklor observed that the parking provisions under either version of **Section 5.06.4.d** impose minimum parking requirements, but that neither the Zoning Freeze By-Law nor the Current Zoning By-Law restricts the maximum number of parking spaces which can be approved by the Board.

Ms. Sticklor noted that while the Building Commissioner’s denial letter cited both variance and special permit relief for the Project, all the relief sought and needed is by special permit. The special permit sections that apply and from which relief is being sought are as follows:

Section 5.01 - Table of Dimensional Requirements, Footnote #1: If the entrance to a garage or covered vehicular passageway faces toward the street to which its driveway has access, said entrance shall be at least 20 feet from the street lot line. *Although the Building Commissioner cited this Section as requiring a variance, this requirement may be modified by special permit under Section 5.43.*

Section 5.06.4.d.1 - General Business and Medical Research (GMR): All applications for new structures in the GMR-2.0 District that exceed a FAR of 2.5 or a height of 100 feet shall be subject to the requirements of Section 5.09, Design Review, and shall require a special permit.

Section 5.06.4.d.2 of Current Zoning By-Law - General Business and Medical Research (GMR):

The number of parking spaces for applications in the GMR-2.0 District may be reduced by special permit by up to 25 percent when a Transportation Access Plan includes recognized TDM programs. *Petitioner is proposing greater than the 550 minimum required parking under the Current Zoning Code, and is not requesting a special permit under this section of the Current Zoning By-Law.*

Section 5.06.4.d.2 of Zoning Freeze By-Law - General Business and Medical Research (GMR):

The number of parking spaces for retail and general office use (but not medical office use) applications in the GMR-2.0 District may be reduced by special permit by up to 15 percent when a Transportation Access Plan includes recognized TDM programs. *If Petitioner were to proceed under the Zoning Freeze By-Law, a special permit would be required to reduce parking from 666 to 624 spaces.*

Parking Spaces	Required (current zoning)	Required (prior zoning)	Proposed	Finding under current zoning
Retail - 16,279 sf	41 (1 per 400 sf)	47 (1 per 350 sf)	41	Complies
Med. Off.- 96,561 sf	276 (1 per 350 sf)	386 (1 per 250 sf)	350	Complies
Gen. Off. - 139,659 sf	233 (1 per 600 sf)	233 (1 per 600 sf)	233	Complies
Total	550 412 (25% TDM SP)	666 or 624 (15% TDM SP)	624	Complies

Section 5.09 - Design Review: Any new structure which fronts on Washington Street, or any new non-residential use in a non-residential district with more than 10,000 square feet of Gross Floor Area or with 20 or more parking spaces, or any development in the GMR-2.0 District with a FAR greater than 2.5 or a Height greater than 100 feet, requires a special permit subject to the design review standards listed under Section 5.09.4 (a-1). *Petitioner has submitted an Impact Statement that addresses community and environmental standards.*

Section 5.31.1 - Exceptions to Maximum Height Regulations: Substantial rooftop structures such as elevator penthouses and mechanical equipment may not exceed the height limit by more than 10 feet unless a special permit is granted by the Board of Appeals. In this instance, the mechanical equipment consisting of stacks and pipes may be up to 25 feet above the building's height limit of 115 feet. *Special permit required for substantial rooftop structures exceeding the height limit by more than 10 feet or, in the alternative, a finding that the proposed rooftop stacks and pipes above 125 feet are not "substantial."*

HEIGHT

	Maximum	Proposed	Finding
Building	115 feet	115 feet or less	Complies
Rooftop structures	125 feet	140 feet	Complies/SP*

*No special permit required upon finding that the proposed rooftop stacks and pipes are not "substantial."

Section 5.31.2 - Exceptions to Maximum Height Regulations: In a situation where the interpretation of the requirements of Section 5.30 is unclear as a result of non-typical lot shape, topography, building alignment or configuration, or other characteristic, the Board of Appeals may by special permit establish maximum heights for a building or buildings or for different parts of a building which it deems will best approximate the requirements of Section 5.30 and will assure the same standard of amenity to nearby properties as would have been provided by the application of said requirements to the site in question in the absence of non-typical characteristics. *Special permit required since the lot is of non-typical shape and other characteristics.*

Section 5.43 - Exceptions to Yard and Setback Regulations: The Board of Appeals may by special permit modify the yard and setback requirements provided that such modification assures the same standard of amenity to nearby properties as would have been provided by compliance with the Zoning By-law, as measured by off-setting a reduction in the depth or area of a required yard or setback by an increase in the depth or area of another yard or setback or by the provision or preservation of a condition or a facility not otherwise required that will counterbalance such a reduction. *The yard requirements of Footnote #1 to the Table of Dimensional Requirements provide that if the entrance to a garage or covered vehicular passageway faces toward the street to which its driveway has access, said entrance shall be at least 20 feet from the street lot line. A special permit is required, because the entrance to the garage faces Pearl Street and is less than 20 feet from the street lot line. Also, Petitioner has requested a special permit confirming compliance with any yard requirements in connection with the One Brookline Place lot line since it is difficult to determine whether this is a side or rear lot line.*

Section 5.44.4 - Accessory Underground Structures: The Board of Appeals may by special permit modify the setback requirements and height limitations in Section 5.44, provided that such modification is counterbalanced by appropriate landscaping and screening to assure the same standard of amenity to nearby properties as would have been provided by compliance with the Zoning By-law. *The underground garage extends within ten feet of the lot line, and more than 50 percent of the garage is located under the landscaped open space, therefore, a special permit is required.*

UNDERGROUND GARAGE

	Required	Proposed	Finding
Front Yard Setback for Garage Entrance	20 feet	<20 feet	Special Permit
Underground Garage Setback	10 feet from any lot line	<10 feet	Special Permit
Maximum Portion of Underground Garage Under Required Landscaped Space	50 percent	>50 percent	Special Permit

Section 6.02.1.c - Off-Street Parking Space Regulations: Dual use parking is allowed by special permit if the hours or days of the week are so different that a lower total will provide adequately for all uses served by the facility. In this case, overnight resident parking will be offered during the evening hours, when the facility will not be fully utilized. *The resident parking is not required for a use on the property, because there are no residential units on the property. Within the GMR-2.0 District, residential parking is permitted for residents of lots within 1,400 feet (Use Item 22) and non-residential parking garages are permitted (Use Item 24). No special permit is required for the Project's overnight resident parking.*

Section 6.06.4 - Off-Street Loading Regulations: Where mixed uses occur, the off-street loading facility requirement shall be the sum of the requirements for the individual uses computed separately, except that the Board of Appeals by special permit may allow the requirement to be less when it can be demonstrated that the individual uses are not in operation at the same time. *The Project's number of required bays depends on the amount of Gross Floor Area dedicated to retail or restaurant uses. Six bays would be the maximum requirement, assuming 16,000 square feet of Gross Floor Area would be retail and 236,000 square feet of Gross Floor Area would be office or medical office use. This requirement could be less if a portion of the retail area is used for a restaurant. Under Section 6.06.4, where mixed uses occur, the Board of Appeals by special permit may allow for fewer loading bays than required when it is demonstrated that the individual uses are not in operation at the same time. Special permit required for proposed four loading bays.*

	Required	Proposed	Finding
Loading Bays	Up to 6 bays**	4 bays	Special Permit

****** *Assuming 16,000 square feet of Gross Floor Area would be retail and 236,000 square feet of Gross Floor Area would be office or medical office use.*

Section 7.00.1.b - Signs in all Districts: No sign or other advertising device, or part thereof, shall be more than 25 feet above ground level, except the Board of Appeals by special permit may allow signs announcing the name of an individual building to be higher than 25 feet. *Petitioner has proposed four signs, displaying the Children's Hospital Boston logo, and in some cases, the phrase "Children's Hospital Boston," at the following heights: east elevation, 121 feet; north elevation, 41.5 feet; south elevation, 121 feet; west elevation, 121 feet. The signage would range in dimensions from 5 feet, 6 inches high for the wording to 10 feet high for the logo. Special permit required.*

Ms. Stieklor made the following comments as to the special permits:

Section 5.01--Although the Building Commissioner cited this Section as requiring a variance for the garage entrance being less than 20 feet from the property line, it relates to a yard requirement and relief may be granted by special permit under **Section 5.43**.

Section 5.06.4.d.1--**Section 5.06.d** establishes special permit criteria which must be met by a project with a height in excess of 100 feet or an FAR in excess of 2.5, in addition to the special

permit criteria of **Section 9.05**, all of which are met by the Project: (1) The maximum height does not exceed 115 feet measured in accordance with Section 5.30 and the maximum FAR is approximately 3.99848 (Gross Floor Area of 252,500 SF divided by Lot Area of 63,149 SF), which is below the maximum FAR of 4.0; (2) Approximately 40% of the Lot Area is devoted to landscaped and usable open space (which does not include driveways or parking) which is greater than the required 25%; (3) All of the parking is completely below grade, which is greater than the 60% required; (4) At least 25% of the parking spaces will be offered to residents for overnight parking; and (5) 1% of the hard construction costs (exclusive of tenant fit-up) will be used for off-site improvements and mitigation and an additional \$250,000 will be contributed for a traffic signal at the intersection of Pearl Street and Brookline Avenue.

Section 5.06.4.d.2--Ms. Sticklor noted the following with respect to the number of parking spaces: (1) This section establishes the minimum required parking spaces and does not establish a ceiling on the maximum number of parking spaces; (2) The parking and traffic studies to be presented to the Board have been reviewed and approved by the Town's peer reviewer; (3) Petitioner will operate under a TDM program, and the analysis of Petitioner's parking and traffic consultants assumes the implementation of that TDM program; (4) The parking and traffic consultant analyses demonstrate that parking spaces additional to the 550 recommended by the Planning Board are warranted and will not substantially impact traffic, in particular because the medical office spaces are used throughout the day and not especially during the peak traffic hour; (5) Additional parking spaces cannot be added after the Project has been constructed; (6) Sufficient parking is required since there are risks to providing insufficient parking both to traffic and to having spillover onto streets of patrons looking for parking; (7) Petitioner must create sufficient parking in order to finance and lease the Project in the current market. Ms. Sticklor further noted

that the Project as proposed (*i.e.*, with 624 parking spaces) has an overall parking ratio of 2.5 parking spaces per 1,000 square feet of Gross Floor Area, which is a significantly lower parking ratio than comparable projects recently approved by the Board (*e.g.*, 111 Boylston Street).

Section 5.09--With respect to Design Review, Petitioner has submitted an Impact Statement that addresses community and environmental standards and the results of the Project's design review are reflected in the Planning Board report, which supports the Project.

Section 5.31.1--This section provides that "substantial" rooftop structures may not exceed the height limit by more than 10 feet. The mechanical penthouses will be within this 10-foot limit. However, because there will be stacks and pipes above this limit, Petitioner is requesting either a special permit under this Section related to the stacks and pipes, or a confirmation by the Board that stacks and pipes above the 10 foot limit are not "substantial."

Section 5.31.2--In measuring height, this section provides that where the interpretation of the requirements of **Section 5.30** is unclear as a result of non-typical lot shape, topography, building alignment or configuration, or other characteristics, the Board may establish maximum heights for a building or for different parts of a building that it deems will best approximate the requirements of **Section 5.30** and will assure the same standard of amenity to nearby properties. Petitioner requests a special permit confirming the following methodology based on consultation with the Building Commissioner: (1) The property is treated as a lot fronting two streets; (2) Under **Section 5.30.3**, where a lot fronts on two streets, a line is drawn halfway between the two streets and maximum height is measured from the record grade of each street separately; (3) The provisions of **Section 5.30.2** apply to measurements of height since the lot abuts other lots to the rear (interpreted under **Section 5.30.3** as lots across the street) which are subject to more restrictive height limitations (a maximum of 70 feet by Public Benefits Incentives special permit compared to 115 feet by special

permit for the property); (4) The provisions of **Section 5.30.2.e** apply to a building on a lot whose depth and frontage both exceed 160 feet. Grade of the natural ground contiguous to the building on each of the northern portion of the property and the southern portion of the property is not more than ten feet higher than the record grade of the street. Therefore, under Section **5.30.2.e.1**, the height of the building is measured from the mean grade of the natural ground contiguous to the building. Because the property is disturbed, there is not undisturbed natural ground contiguous to the building and the final improved grade is considered to be the “natural ground contiguous to the building”; (5) For the northern portion of the property, the mean grade of the natural ground contiguous to the building measured at 25-30 foot intervals is 23.1 feet, for a permitted building height of 138.1 feet (23.1 feet + 115 feet) or 148.1 feet with mechanical penthouse (23.1 feet + 115 feet + 10 feet). The building reaches a maximum height of not more than 135 feet in the northern portion of the lot, and the building’s mechanical penthouse screen reaches a maximum height of not more than 148.1 feet in the northern portion of the lot; (6) For the southern portion of the lot, the mean grade of the natural ground contiguous to the building measured at 25-30 foot intervals is 24.2 feet, for a permitted building height of not more than 139.2 feet (24.2 feet + 115 feet) or 149.2 feet with mechanical penthouse (24.2 feet + 115 feet + 10 feet). The building reaches a maximum height of not more than 135 feet in the southern portion of the lot, and the building’s mechanical penthouse screen reaches a maximum height of not more than 149.2 feet in the southern portion of the lot.

Section 5.43--This section provides for a special permit to modify the yard and setback requirements provided that the modification assures the same standard of amenity to nearby properties. The entrance to the garage facing Pearl Street is 6-7 feet from the street lot line which is less than the 20 feet required under Footnote #1 to the Table of Dimensional Requirements. Also, it

cannot be determined whether the lot line abutting One Brookline Place is a side or rear lot line. These reductions are counterbalanced by the approximately 40% open space, the front yards on the northern Pearl Street frontages and the Project's various other public benefits.

Section 5.44.4--This section provides that the underground garage cannot be located below more than 50% of the required Landscaped Open Space nor nearer than 10 feet to any lot line. The Board may by special permit modify these requirements provided that such modification is counterbalanced by appropriate landscaping and screening. Approximately 40% of the lot will be landscaped and usable open space, which will provide the same standard of amenity as the standard provision.

Section 6.02.1.c--Although the Planning Board noted this section related to overnight use of parking by residents of the area, Petitioner does not believe this special permit is required. The resident parking is not required for a use on the property, because there are no residential units on the property. Within the GMR-2.0 District, residential parking is permitted for residents of lots within 1,400 feet (Use Item 22) and non-residential parking garages are permitted (Use Item 24). Therefore, Petitioner requests that the Board find that use of the garage for overnight parking of residents is a permitted use, and that no special permit is required.

Section 6.06.4--The required number of loading bays cannot be determined until the precise use category of the retail/restaurant uses are determined and may range from 4 to 6 loading bays. However, the use of loading docks for the retail and restaurant use will occur at different times than the use of loading docks for the general office and medical office uses. Therefore, a special permit is requested approving 4 loading docks, which is the number required for the 236,000 square feet of office and medical office use.

Section 7.00.1.b – *Special permits are requested for 4 signs announcing the name of the building which will be higher than 25 feet.*

Charles Weinstein, Vice President for Real Estate Planning and Development, Children's Hospital Boston then gave an overview of Petitioner's goals in developing the Project. Mr. Weinstein noted that Petitioner is committed to being a good neighbor and will effectively be paying real estate taxes in connection with the Project, even though Petitioner is a not-for-profit corporation. According to Mr. Weinstein, Children's originally invested in the property to fulfill the hospital's need for a mixed-use office and medical office facility that would enhance patients' access to clinical care. Children's recognizes the high visibility of the property and appreciates the extensive input of the Town and its citizens, including during the Project's Design Advisory Team meetings, which have greatly improved the Project's design.

Mr. Weinstein noted that most, if not all, issues regarding the Project's siting, massing, height, landscaping, traffic impacts and parking had been resolved to the satisfaction of the Planning Board, the Planning Department staff and the public, with the possible exception of the number of parking spaces necessary for the Project's operation. Mr. Weinstein noted that Petitioner will be performing extensive environmental remediation in connection with the Project's construction, which will effectively require that Petitioner excavate the property to the depth of a five-story underground parking garage. Accordingly, Petitioner must incur much of the cost associated with constructing the requested 624 parking spaces. Mr. Weinstein also noted that the Project's financial viability relies on Petitioner's ability to repay the environmental remediation costs via parking revenues and on the ability to provide to tenants a parking ratio which is competitive with other similar buildings. Mr. Weinstein further stated that, even after implementing an aggressive TDM program, Petitioner's parking consultant has determined that the Project will

require at least 586 parking spaces to meet the parking needs of employees, visitors and patients, which determination has been approved by the Town's peer review consultant.

George Cole, Principal at GLC Development Resources LLC, then presented a brief overview of the property's existing condition. Mr. Cole noted that the property is currently occupied by approximately 35,000 square feet of retail and office use, with 78 parking spaces. Mr. Cole discussed the necessity for portions of the property to be excavated to approximately 56 feet below current grade and to construct a "concrete tub" sealing off groundwater flow, in order to remediate existing environmental contamination. Mr. Cole then provided a history of the Project's review by the Town, noting that the Project has been under consideration since at least 2003, has been the subject of multiple Town Meeting votes as well as extensive review by various Town agencies and the Project's Design Advisory Team, and is consistent with the *Brookline Comprehensive Plan 2005-2015* and *Brookline's Gateway East Public Realm Plan*.

A presentation was then made by Stephen Oppenheimer of Tsoi/Kobus & Associates, the Project architect. Using visual aids, Mr. Oppenheimer provided an overview of the Project's scale, massing, materials, site plan and vehicular and pedestrian circulation, noting that the Project's primary drop off area will be on the first floor of the subsurface garage. Mr. Oppenheimer noted that the Project is sensitive to the property's important location at the juncture of two urban axes, with greater height and mass following the lines of existing buildings along Washington Street but then stepping down in scale to the north, with ample public open space providing an attractive pedestrian connection from Washington Street to the Brookline Village MBTA station. Mr. Oppenheimer also highlighted the Project's various "green" building features, including a rooftop garden, vertical solar fins and a commitment to be at least "LEED Silver" certifiable, and provided an overview of the Project's first-floor retail spaces and building circulation. The Project will

feature a brick façade with large punched openings, to relate to the adjacent One Brookline Place development, which openings will contain precast spandrels, aluminum window frames, clear glass and spandrel glass. Mr. Oppenheimer reviewed renderings of the Project's rooftop mechanical equipment, which will not be visible from street level due to the proposed rooftop mechanical screen. Mr. Oppenheimer then reviewed the Project's shadow studies, which indicate only minimal increased shadows to the north of the property (along Station Street) during the Winter solstice.

Craig Halvorson of Halvorson Design Partnership, the Project's landscape architect, then described the property and the Project's landscaping design. Mr. Halvorson noted that Petitioner is proposing a unified landscape design across both the property and a portion of the adjacent lot at One Brookline Place, which maximizes the Project's open space and is possible only because an affiliate of Petitioner owns the abutting One Brookline Place parcel. Using visual aids, Mr. Halvorson discussed the Project's landscape elements, including playful spherical elements, hardscape and grassy areas, berms and various types of vegetation, which in conjunction provide a variety of usable open spaces and, consistent with *Brookline's Gateway East Public Realm Plan*, an attractive and functional pedestrian connection between Washington Street and the Brookline Village MBTA station.

Andy Hill of Walker Parking Consultants then discussed the Project's parking demand. Mr. Hill first outlined the "shared-use" method of estimating parking demand, which involves: (i) establishing the Project's base parking demand ratio; (ii) "drive ratio" adjustments, which consider the percentage of users that will drive to a building; (iii) "non-captive ratio" adjustments, which consider the percentage of users already captive to another land use in a building's vicinity; and (iv) "presence" adjustments, which consider the seasonal and daily usage patterns of each particular use within a building. Applying this methodology, Mr. Hill estimated the Project's base parking

demand at 1,163 parking spaces, which demand was reduced to 586 parking spaces after making appropriate drive ratio, non-captive ratio and presence adjustments, and then adding back in a 10% “supply factor” to account for operational inefficiencies. Mr. Hill noted that, with 586 parking spaces, the Project would have a ratio of 2.32 parking spaces per 1,000 square feet of Gross Floor Area, which is substantially lower than that provided at neighboring office/medical office developments, but appropriate given the property’s proximity to public transit and Petitioner’s proposed TDM program. Mr. Hill indicated that the TDM program is projected to be extremely effective with respect to the Project’s employees (only 37% of whom are projected to commute by vehicle, based on Petitioner’s experience in nearby facilities at which a TDM program was implemented), but less effective with respect to the Project’s patients and visitors (74% of whom are projected to drive to the property, based on Petitioner’s experience in nearby facilities). Mr. Hill also stressed that, despite the property’s proximity to public transportation, a visitor’s ability to utilize public transportation is dependent on convenient access to public transportation at the point of origin of a trip to the Project, and that, in particular, patients travelling with small children may be reluctant to utilize public transportation. Mr. Hill further observed that his parking analysis had been reviewed and approved by the Town’s peer review consultant, Beta Engineering, and by another local parking consultant, VHB Inc., although VHB, Inc. suggested the “supply factor” be increased from 10% to 15%, for a total of 636 recommended parking spaces.

Robbie Burgess of Howard Stein Hudson Associates then discussed the Project’s traffic impacts. Mr. Burgess provided an overview of the 17 intersections studied and the methodology employed, including an analysis of the existing conditions, followed by a modeling of the “No-Build” scenario (which studies the existing conditions, along with an assumed background 1% traffic increase per year for five years and the increased traffic associated with other known

proposed developments which are not constructed but which are in the process of permitting or development) and a modeling of the "Build" scenario (which studies the No-Build scenario, as impacted by the Project's estimated traffic impacts). Mr. Burgess explained that the traffic analyses modeling the "No-Build" and "Build" scenarios also studied the effect of the infrastructure improvements proposed under *Brookline's Gateway East Public Realm Plan*. By way of specific impacts, Mr. Burgess indicated that the roadways surrounding the property currently experience substantial traffic volumes and that the traffic situation will be negatively impacted under both the No Build and the Build scenarios. The Build scenario (with the proposed mitigation) presents few additional adverse traffic impacts as compared to the No Build scenario. Mr. Burgess indicated, moreover, that Petitioner's funding of the installation of a traffic signal at the intersection of Pearl Street and Brookline Avenue, which is rated "F" under the No Build scenario, will greatly improve the traffic flow from Pearl Street onto Brookline Avenue and will improve this intersection to a rating of "B". Mr. Burgess further indicated that Petitioner will be implementing an aggressive TDM program and that additional traffic mitigation could be funded by the 1% hard cost contribution to the Town. Mr. Burgess also noted that the Project's traffic analysis was based on land uses, not parking spaces, and therefore that the Project's traffic impacts would not be reduced by a reduction in the number of parking spaces, although a parking space deficit could actually increase traffic impacts (because employees, visitors and patients would circle the property in search of parking). Mr. Burgess further observed that his analysis had been reviewed, commented upon and approved by the Town's peer review consultant, Beta Engineering.

Ms. Sticklor then summarized the manner in which the Project meets the requirements of **Section 9.05** for the issuance of a special permit: (a) The property is an appropriate location for the use and structure. The property has been specifically identified in the *Brookline Comprehensive*

Plan 2005-2015 as appropriate for this type of mixed use development of this density and has been zoned as GMR-2.0, permitting the 4.0 FAR and 115-foot height; (b) The use as developed will not adversely affect the neighborhood and there will be no nuisance or serious hazard to vehicles or pedestrians. Traffic and parking studies have been performed and approved by the Town showing that the traffic generated by and parking constructed as a part of the Project as proposed will not adversely affect the neighborhood, will not be a hazard to vehicles or pedestrians and in fact will benefit the neighborhood in terms of provision of overnight parking. In addition, the structure and use proposed will benefit the neighborhood by providing open space and other public amenities as well as generate substantial sums in tax revenue and substantial sums to be used for mitigation; (c) The Project will provide adequate and proper facilities for its use; (d) The Project will not have a significant effect on the supply of housing available for low or moderate income people.

After some brief questioning, the Board adjourned the hearing and announced that a continued hearing would be held on 10 March 2009 at 7:00 PM.

The hearing reconvened on 10 March at 7:00 PM. Chairman Geller stated that the Board will visit the site on 18 March 2009 at 5:00 PM; that the Board will not be taking testimony at the site visit; and that any members of the public are welcome to attend the site visit.

Petitioner then responded to two questions posed by the Board at the 26 February 2009 hearing. First, in response to the Board's question regarding the reasons Petitioner was proposing steel construction rather than concrete construction, which allows slightly lower floor-to-floor heights, Mr. Cole explained that concrete construction would increase the Project's construction costs by approximately \$5,000,000, would increase the duration of the construction period and is less flexible in terms of future building reconfiguration. Mr. Cole stated that, for these reasons, steel construction is the most commonly-used type of construction for commercial buildings in the

Boston area. Second, in response to the Board's question regarding the shadow impacts of the rooftop mechanical screen, David Owens of Tsoi/Kobus & Associates, using visual aids demonstrated that the additional shadow created by the rooftop mechanical screen was minimal.

The following Brookline residents then spoke in support of the Project:

Don Warner, 45 Willow Crescent, Town Meeting Member and member of the Brookline Economic Development Advisory Board ("EDAB") as well as the Project's Design Advisory Team, expressed his support for the Project as "the kind of well-planned appropriate development that we need in Brookline." Mr. Warner indicated that the property is well-suited for the Project and that the Project will: (i) combine a "very good" design with green building elements; (ii) create a new public park strengthening the pedestrian connection to the Brookline Village MBTA station; (iii) activate the streetscape with additional retail space; (iv) increase business at struggling businesses elsewhere in Brookline Village; (v) provide an adequate parking ratio, with an opportunity for overnight resident parking; (vi) contribute 1% of construction costs to off-site streetscape improvements along with another \$250,000 towards traffic mitigation; (vii) have no major impact on residential neighborhoods; (viii) create both temporary and permanent jobs; and (ix) create approximately \$2,000,000 annually in Town revenues. Mr. Warner further noted that the Project has gone through an extensive, five-year planning and review process, and achieves a fair balance among the competing needs of various constituents.

Harry Robinson, Executive Director of the Town of Brookline Chamber of Commerce, expressed the Chamber's strong support for the Project and entered into the record a letter in support of the Project written by Selectmen Bob Allen and published in the *Brookline Tab*.

Tohy Raybould, 7 Elm Street, expressed her support for the Project based on her belief that Petitioner will be a good neighbor, providing high quality healthcare to Brookline's children as well

as jobs for Brookline residents, and that the Project will provide a needed economic stimulus to the local economy. Ms. Raybould further urged the Board to ensure that the Project be provided with sufficient parking.

Thomas Nally, 17 Cushing Road, EDAB member and member of the Gateway East Citizens Advisory Committee, expressed his support for the Project as an integral part of the Gateway East Plan. With respect to parking Mr. Nally noted that the Planning Board recommendation of 550 parking spaces seems to be a reasonable approach from a regulatory perspective but that an increase in the number of parking spaces provided from 550 to 624 was unlikely to have a material effect on the Project's traffic impacts, especially in light of the fact that the Project's medical office visits will be spread out through the day.

Sherry Clancy, Vice President of National Development, owner of neighboring 10 Brookline Place, expressed strong support for the Project as proposed, given the Project's attractive design and open space amenities, and indicated that National Development's consultants had reviewed and have no concerns regarding traffic issues or the Petitioner's traffic analysis. Ms. Clancy urged the Board to ensure that the Project is provided with adequate on-site parking for medical offices, so as not to negatively impact 10 Brookline Place.

Fred Levitan, prior member of the Town's Transportation Board, urged that the Board allow adequate parking in connection with the Project to ensure the Project's financial viability and eventual financial revenue for the Town. Mr. Levitan stressed the value of TDM.

Ken Lewis, EDAB member and resident of Precinct 11, cited the Project's various economic benefits to the Town and indicated that the Project is the result of a multi-year planning and review process. Mr. Lewis likewise urged that the Board allow adequate parking in connection with the Project to ensure the Project's financial viability, and noted that a Project's traffic impacts are

distinct from the amount of parking spaces to be provided. Mr. Lewis further stated that the Project's proposed parking ratio was appropriate for the building and the site, in light of the Project's proposed uses. Finally, Mr. Lewis noted that the consequences of providing too little parking (*e.g.*, jeopardizing the Project's financial viability and increasing traffic caused by visitors searching for on-street parking) outweigh the consequences of providing too much parking, and that Petitioner will be limited in its use of the parking spaces for the benefit of employees located at and visitors to the Project and restricted from using the Project for Longwood Medical Area satellite parking.

The following Brookline residents then spoke in opposition to the Project:

Craig Goldstein, Trustee of the Brook House condominium, stated that the Brook House supports the Project, but has concerns about the traffic impact, the number of parking spaces to be constructed and the use of shuttle service to the Project facilitating its use for satellite parking. Mr. Goldstein urged the Board to closely consider the Project's traffic impacts and added that he hopes Brook House will be afforded an opportunity to provide further input to address the residents' traffic, parking and shuttle service concerns.

Linda Pehlke, 48 Brown Street, Unit 2, using visual aids, challenged the methodology and several of the assumptions underlying the Project's parking study and questioned the validity of the conclusions of the Petitioner's traffic and parking consultants, in particular the number of parking spaces required for the Project and the traffic impacts. Ms. Pehlke concluded that the Petitioner's parking consultant overestimated the number of parking spaces required for the Project and the Petitioner's traffic consultants underestimated the impact of the Project and the parking spaces on traffic. Ms. Pehlke suggested that the greater number of parking spaces might result in intersection failure and suggested that the Project's parking supply could appropriately be limited to 440 parking

spaces, with implementation of a TDM program. Ms. Pehlke further stated that, in other locations such as Central Square in Cambridge, Davis Square in Somerville, the Longwood Medical Area of Boston or Arlington, a development similar to the Project would require substantially less parking than the 624 parking spaces proposed

Hugh Mattison, 209 Pond Avenue, Town Meeting Member, using visual aids, discussed the Project's permitting history and the Town's intent in adopting Article 15 at the May, 2008 Town Meeting that the property be dedicated to transit-oriented development with a reduced parking supply, in light of the property's exceptional access to public transit. Mr. Mattison reiterated Ms. Pehlke's presentation suggesting that the Project's proposed uses require only 412 parking spaces, with an appropriate TDM program, in particular given that Brookline Village is uniquely transit oriented and that a similar project in Boston's Longwood Medical Area, Somerville, Milwaukee or Seattle would provide substantially less parking than proposed for the Project. Mr. Mattison reviewed anticipated traffic impacts of the Project and further stated that the Howard Stein Hudson Associates traffic study indicates that the Project would adversely affect traffic in the vicinity of the property, and that the mitigation proposed was insufficient. Mr. Mattison noted that the traffic experts do not address service levels below grade "F." Mr. Mattison further suggested that some of the Petitioner's mitigation is for its own benefit rather than designed to reduce negative impacts and achieve true mitigation. Mr. Mattison pointed out that the conditions for a special permit provides that the use as developed will not adversely affect the neighborhood and there will be no nuisance or serious hazard to vehicles or pedestrians and urged the Board to require changes to the Project accordingly. Mr. Mattison urged that Petitioner be required to preferentially hire Brookline residents and to provide one bicycle parking space for each ten parking spaces constructed. Finally, Mr. Mattison suggested that cost savings associated with the Project's constructing less parking

than proposed be used to encourage greater pedestrian usage and alternative transportation and be dedicated to additional pedestrian amenities.

Fred Richardson, Brook House, endorsed the remarks of Ms. Pehlke and Mr. Mattison and suggested that less parking might be required because patients visiting medical offices at the Project would prefer facilities located closer to their homes rather than driving in traffic and the possibility that the eventual use might be less medical office and greater general office. Mr. Richardson expressed concern that the Project might be used as a satellite parking facility, and suggested that the Project's employee parking be limited to individuals working in the Project at least 85% of the time and that it be guaranteed that the parking facility not become a commuter parking lot in the future. Mr. Richardson also suggested that the Town implement an enforcement program against vehicles blocking intersections during peak traffic hours.

Melinda Taylor, 2 Village Way, Town Meeting Member, indicated that she sees benefits to the Project, but concurred with Ms. Pehlke's and Mr. Mattison's views that less parking and greater pedestrian and bicycle amenities would be desirable. Ms. Taylor stressed that the property is located in a mixed residential/commercial area and expressed concern over the impacts of the Project on the health, safety and mobility of Village Way's approximately 300 residents both before and after construction. Ms. Taylor also expressed a desire that the Project's parking be reasonably priced, to ensure that parking be affordable to area residents, and that the Project provide job opportunities for lower income residents.

Carolyn Caveny, 70 Pearl Street, applauded Petitioner's work. Mr. Caveny suggested, however, that particular attention be given to the residents living on Pearl Street who will be impacted by the Project and therefore and for the reasons presented prior to Ms. Caveny's comments the Board consider approving parking spaces in the 400-space range.

John Bassett, 26 Searle Avenue, Town Meeting Member and member of the Project's Design Advisory Team, noted the Project's construction impacts, the substantial number of parking spaces on Pearl Street after the Project's construction and the cost of overnight parking for residents, but stated that the Project's mitigation, public benefits and potential Brookline resident employment were reasons to continue review of the Project. Mr. Bassett suggested that the shadow impacts of the Project's mechanical rooftop penthouse should be further studied and minimized. Finally, Mr. Bassett noted that none of the individuals speaking in opposition to the Project were truly in opposition, but rather desire a better Project with more positive impacts and fewer negative impacts.

Merlice, 22 White Place, stated that the Board should not undervalue the property and should ensure that the Project serves Brookline's future well-being and goals regarding parking and urban planning, noting that the property was envisioned for and is suited to transit-oriented smart growth and development. Merlice suggested inquired about the use of One Brookline Place by the Petitioner for purposes of open space but the absence of a Master Plan giving consideration both to One Brookline Place and the Project together. Merlice also urged the Petitioner to achieve a higher LEED Certification level.

Arlene Mattison, 209 Pond Avenue, noted that she does not oppose the Project, but asked that a suburban parking standard not be applied to an urban building in a congested area, noting that the Town had approved increased density in connection with the Project, and questioned the accuracy of the methodology used in estimating the Project's traffic impacts. Ms. Mattison urged that Petitioner make a commitment to hire Brookline residents at the Project.

Edie Brickman, Brook House, Town Meeting Member, suggested that the crosswalks and bus stops near the property should be coordinated with existing traffic signals and the Project's

building entranees. Ms. Briekman further noted that Petitioner will be paying the equivalent of assessed property taxes on the property under a ground lease arrangement with the Town.

Ruthann Sneider, nearby resident, Town Meeting Member, noted the proximity to the property of several public and residential buildings and urged the Board to mitigate traffic congestion by ensuring that the Project's parking garage is consistent with the traffic capabilities of the surrounding roadway network.

Rob Daves, 9 Upland Road, President of the High Street Hill Association, Town Meeting Member, and member of the Project's Design Advisory Team, asked that the Board review the vision for the Project of Town Meeting Members and others as expressed in Article 15 and seek to minimize the Project's traffic impacts, because the Project's adverse traffic impacts might negatively affect the Town's ability to expand its tax base through future development in the area.

Arthur Conquest, 115 Tappan Street, Town Meeting Member, noted that he was not opposed to the Project, but requested that Petitioner create a written plan for hiring Brookline residents at the Project, in particular residents of Village Way and the Brookline Housing Authority properties.

Paul Saner, 462 Chestnut Hill Avenue, Town Meeting Member, EDAB member, noted that he is an avid proponent for the Project and spoke in opposition only of Petitioner's request for 624 parking spaces. Mr. Saner reviewed the history of development of the GMR zoning district under the Zoning By-Law noting that there was an emphasis by the Town to suppress parking and that medical office use and its related intensive parking demands were not contemplated for the site. Mr. Saner expressed his disappointment that Petitioner might not fully implement the full range of TDM in association with the Medical Academic and Scientific Community Organization ("MASCO") in Boston's Longwood Medical Area and questioned the Petitioner's assertions that fewer parking spaces might result in an inability to finance the Project. Mr. Saner suggested, in

light of the Project's proximity to public transit, Petitioner's ability to implement an aggressive TDM program and the need to remediate the property's existing environmental contamination, that 533 parking spaces would be appropriate for the Project given the need to balance interests.

Virginia LaPlante, 58 Welland Road, Town Meeting Member, suggested that the Board approve the Project with 440 parking spaces, in order to reduce the Project's traffic impacts and to ensure that the Project cannot be used as a satellite parking facility.

Tommy Vitolo, Town Meeting Member, Bicycle Advisory Committee member, suggested that the Board follow City of Cambridge guidelines, which require one bicycle parking space for every ten automobile parking spaces.

The Board adjourned the hearing and announced that a continued hearing would be held on 26 March 2009 at 7:00 PM, after the site visit scheduled for 18 March 2009 at 5:00 PM.

On 18 March 2009 at 5:00 PM, the Board took a site visit of the property. No public comments were taken at the site visit.

The hearing reconvened on 26 March 2009 at 7:00 PM.

Polly Selkoe, Assistant Director for Regulatory Planning, presented the comments of the Planning Board as contained in its report dated 22 January 2009, as well as proposed conditions recommended by the Planning Department, both of which are set out below. The proposed conditions as set forth below (in red-lined form) indicate the modifications suggested by the Planning Department to the Planning Board's proposed conditions, and were highlighted by Ms. Selkoe as she presented the Planning Board's and the Planning Department's proposed conditions.

The Planning Board is strongly supportive of this development proposal. The Board believes the redevelopment of this underutilized site will be an asset to Brookline and improve the appearance of this important gateway into Brookline from the east, and this goal is supported by the Gateway East Public Realm Plan. The Design Advisory Team (DAT) and the development team have worked closely together and many changes have been made to the siting, massing and elevations to address concerns of the DAT and the neighbors. The retail space and landscaped open space being

provided along Washington Street and facing Pearl Street will not only enhance the vitality of the immediate area but also have a positive impact on the economic viability of the Brookline Village commercial area.

The contemporary design is new and fresh looking and relates well to surrounding buildings in the neighborhood. The use of brick on the façade of the new building, in addition to the glass, complements the surrounding brick buildings of One Brookline Place, Brook House, Village Way, and the older buildings across the MBTA tracks on Station Street. The facades, which will appear as modified curtain walls, will maximize the building's exposure to natural light, particularly on the north side. The applicant's goal is to have a LEED certifiable silver building.

As mitigation measures to address increased traffic in the area, the applicant has agreed to make improvements to relevant intersections, implement a Traffic Demand Management Program, reduce the number of originally proposed parking spaces, provide residential overnight parking, and limit daytime parking on the site to users of the site. Additionally, as per the requirements of the GMR-2.0 special district for a building of this size, a contribution of 1% of the hard construction costs will be put toward off-site streetscape improvements and general traffic mitigation measures.

The Town's traffic consultant has reviewed the Traffic Impact Report from HSH Associates (October 2008) and the Parking Memo (7/15/08) from Walker Parking Consultants and found them satisfactory. Suggested parking and traffic mitigation measures have been included as conditions below.

Therefore, the Planning Board recommends approval of the proposal and the submitted plans entitled "Children's Brookline Place, Brookline, Massachusetts, prepared by TKA Architects dated 4/10/08, subject to the following conditions:

1. Uses in this building are limited to retail, general office and medical office as such terms are used in Section 5.06.4.d.2.2 and accessory uses. The Planning and Community Development Director (or his designee) shall be notified of any significant modifications to the allocation of uses. If the changes in use proportions increase the parking required for the building under Brookline Zoning By-Law by more than 15%, the Director of Transportation/Engineering and the Planning and Community Development Director (or his designee) shall review and may require a revision of the TDM plan in view of the changes in transportation demand brought about by any changes in use proportions. However, in no event shall more than ~~550~~586 parking spaces, not including parking spaces to be used for shuttle buses or car-sharing services such as Zip-Car, be provided without modification of the permit by the Board of ~~Appeal~~Appeals.
2. Prior to the issuance of a demolition permit, the ~~applicant~~Applicant shall designate a person or organization to serve as ~~their~~its community coordinator. That person or organization shall work with the Director of Planning & Community Development (or his designee) to assist existing retail tenants in identifying potential new locations within the Town of Brookline.
3. Prior to the issuance of a demolition permit, a final construction management plan, including identification of any specimen trees that will be dug and relocated offsite with the permission of the Tree Warden, parking locations for construction vehicles, hours of

construction and materials delivery, noise mitigation, staging areas, security fencing, pedestrian pathways, location of portable toilets, rodent control, erosion and sediment control, airborne particle control, air quality and other environmental monitoring, emergency contact information, and the name and contact information for a community coordinator provided by the project proponent shall be submitted for review and approval by the Director of Transportation/Engineering, after input from the Health Director and Conservation Agent/Tree Warden. The construction management plan shall also include the manner of treatment of trees to be preserved or to be removed within the public way abutting the site. A copy of the approved plan shall be submitted in paper and electronic form to the Planning & Community Development Department such that it can be posted on the Planning & Community Development Department's website.

4. Prior to the issuance of a building permit, final elevations for the building, indicating façade design, colors, materials, windows, rooftop details, penthouse configuration and screening, signage, and placement of utilities for HVAC and transformers, and an on-site mock-up shall be submitted for the review and approval of the Planning Board.
5. Prior to the issuance of a building permit, floor plans indicating anticipated uses to the extent known shall be submitted for the review and approval of the Planning & Community Development Director (or his designee).
6. Prior to the issuance of a building permit, final site and landscaping plans, including plant types and sizes; fencing; exterior lighting; location of utilities and bicycle parking facilities, hardscape materials and furniture shall be submitted for the review and approval of the Planning & Community Development Director (or his designee). Landscaping plans for a portion of the adjacent lot at One Brookline Place shall also be submitted for review and approval of the Planning & Community Development Director (or his designee) with the recognition that these plans and landscaping not included within the site may be modified by the owner of One Brookline Place in the future in any manner permitted under the Zoning By-Law.
7. Prior to the issuance of a building permit, a drainage plan shall be submitted for review and approval of the Director of Traffic/Engineering.
8. ~~Prior to the release of a building permit for the above-ground portion of the building by the Building Commissioner~~ At the completion of the perimeter foundation walls, an as-built foundation plan shall be certified by a registered professional engineer or surveyor to be in accordance with the approved site plan ~~and~~ shall be submitted for review and approval by the Building Commissioner. If the as-built foundation is found to be non-compliant with the approved site plan, the Building Commissioner shall stop above-grade construction activities until such time the foundation is brought into compliance with the approved site plan.
9. Up to two temporary construction and/or development sign(s), each no greater than 50 square feet, may be erected on site during the construction and initial leasing period, with the design subject to the review and approval of the Director of Planning & Community

Development (or his designee), who shall also have the authority to determine that the initial leasing period has ended when most of the building is occupied.

10. Prior to the issuance of a building permit, the ~~applicant~~Applicant shall submit to the Building Commissioner for review and approval for conformance to the Board of Appeals decision: 1) a final site plan, stamped and signed by a registered engineer or land surveyor, including fencing, grading, and location of utilities; 2) final building elevations including exterior signage generally as indicated on the application plans, stamped and signed by a registered architect; 3) final floor plans, stamped and signed by a registered architect; 4) evidence that the Board of Appeals decision has been recorded at the Registry of Deeds.
11. Prior to the issuance of a building permit, the ~~applicant~~Applicant shall provide evidence to the satisfaction of the Building Commissioner and Director of Planning & Community Development that the building is a LEED certifiable Silver Building or higher rating via the provision of a LEED scoring sheet. The construction of the building consistent with these plans shall be confirmed prior to the issuance of a Certificate of Occupancy.
12. ~~No~~The garage may be constructed as shown on the plans. However, no more than 550~~586~~parking spaces, not including parking spaces to be used for shuttle buses or car-sharing services such as Zip-Car, shall be available for automobile use in the garage. If the applicant's parking consultant, working with the Town's Director of Transportation/Engineering, recommends a reasonable lower number of parking spaces, but not less than 412 spaces, to the Board of Appeals, the Planning Board would support that revised maximum as part of the final permit. No increase of the number of parking spaces ~~above 550~~to be used above 586 parking spaces, not including parking spaces to be used for shuttle buses or car-sharing services such as Zip-Car, shall be allowed unless the Board of Appeals determines amends this Decision after determination at a public hearing that such an increase is warranted and will not substantially increase the traffic impact.
13. A minimum of twenty-five percent of ~~constructed~~parking spaces available for use shall be offered to residents for overnight parking at market-competitive rates. These spaces shall be available at a minimum from 8 pm. to 8:30 a.m. week days and all day Saturdays and Sundays. If the ~~applicant~~Applicant chooses to provide more parking spaces for overnight use, these minimum hours of availability shall not apply to these additional spaces. Additionally, if the ~~applicant~~Applicant wishes to provide parking on weekends and holidays and during weekdays after 6 p.m. and before 1 a.m. for users of area businesses, such as restaurants, this shall be allowed subject to the review and approval of the Director of Transportation/Engineering.
14. No satellite parking shall be allowed, except as indicated in condition #13 above. Satellite parking is defined as parking used by persons working a majority of their time at another location(s), who are not visiting the building.
15. Prior to the issuance of a building permit, a ~~Traffic~~Transportation Demand Management (TDM) plan shall be reviewed and approved by the Director of Transportation/Engineering

and the Planning & Community Development Director (or his designee) and prior to the issuance of the Certificate of Occupancy, shall be implemented. The TDM shall:

- a. Include a parking garage lay-out plan showing no more than ~~550~~586 parking spaces available for use, not including parking spaces to be used for shuttle buses or car-sharing services such as Zip-Car, and companion table showing locations, numbers, and users of different types of parking spaces, including, but not limited to: compact, full car, handicap, drop-off, van, ~~zip-car~~ car-sharing services such as Zip-Car and employee, visitor, resident overnight, loading and ambulance spaces.
- b. Include a requirement for employee vehicle identification parking stickers or tags.
- c. Outline parking rates for employees, visitors, and residential overnight parkers.
- d. Indicate how and where information will be provided and displayed (including the lobby) on all public and other transit options to 2 Brookline Place, with an explanation of which services are for employees only, which are open to the public in general, and the percentage of employees using different modes of transit.
- e. Provide a 50% public transit employee annual subsidy program and sale of MBTA transit passes on-site.
- f. Provide shuttle service, at a minimum, to locations in the Longwood Medical Area so long as the building is operated by Children's Hospital Boston.
- g. Provide other transit programs, such as MASCO's "Three for Free" (try public transit for three months for free), a "Guaranteed Ride Home" for employees who use alternative transportation modes.
- h. Provide an employee tax benefit program through the Federal Transit Administration allowing employers to receive a tax deduction for providing transit subsidies and allowing employees to use pre-tax income to pay for transit expenses.
- i. Provide for and maintain adequate bicycle parking facilities equivalent to not less than 10% of the parking spaces available for use (viz. not less than 59 bicycle parking facilities as long as not more than 586 parking spaces are available for use), sheltered from the weather, and shower facilities for all employees who may choose to bicycle to work.
- j. Provide other tools as appropriate to reduce single-occupant vehicle travel to and from the site.
- ~~k. Encourage staggered work hours for employees of the building.~~

16. Prior to ~~the~~ the issuance of the Certificate of Occupancy, the ~~applicant~~ Applicant shall designate a traffic and parking coordinator to work with the Director of

Transportation/Engineering and the Planning & Community Development Director (or his designee) to ensure on-going implementation of all TDM-related efforts. The coordinator shall allow access to the parking garage by the Town for review of the TDM plan implementation, coordinate and publicize all TDM-related efforts to building tenants, and shall coordinate with the Town to mitigate any impacts during construction of the Gateway East plan. An Annual Report shall be provided by the ~~applicant~~ Applicant's traffic and parking coordinator, subject to the review and approval of the Director of Engineering/Transportation and the Planning & Community Development Director (or his designee) by July 1st of every year for five years, and then at the discretion of the Transportation Director and Planning & Community Development Director (or his designee). The annual report shall include updated information on all of the items in the approved TDM plan (see condition #15 above), traffic counts and analysis of traffic operations and queuing on affected intersections, if requested by the Town, and recommendations for improving mitigating measures. If deemed necessary by the Town, the ~~applicant~~ Applicant shall provide funding not to exceed \$5,000 every two years to fund Town review of the TDM plan implementation. Any successors in interest shall also be required to provide this reporting to the Town.

17. Prior to the issuance of the Certificate of Occupancy, 1% of the hard costs of constructing the proposed building and underground parking structure (exclusive of tenant fit-up) shall be spent by the Applicant, or given to the Town, for physical transportation mitigation measures and off-site streetscape improvements, such as, but not limited to, intersection improvements, lighting, street furniture and widening sidewalks, subject to the review and approval of the Planning Board or its designee. ~~The estimated cost of construction (exclusive of tenant fit-up) and any~~ Any physical off-site improvements to be constructed by the ~~applicant~~ Applicant shall be presented by the ~~developer~~ Applicant and approved by the Planning & Community Development Director (or his designee) and the Director of Transportation and Engineering. These improvements shall be used primarily for the Gateway East improvements or such improvements as prove feasible to improve circulation and the public realm in the Route Nine corridor in Brookline Village. The Applicant's obligation with respect to construction of off-site improvements shall be subject to approval by the various Town boards, commissions and department heads with jurisdiction over such off-site areas. The Applicant shall complete the improvements to the extent possible or provide the funds to the Town for expenditure by the Town prior to the issuance of the Certificate of Occupancy, and the balance of funds that are unspent and uncommitted to the completion of these improvements at the time of the issuance of the Certificate of Occupancy shall be paid to the Town.
18. Prior to the issuance of the ~~Certificate of Occupancy Building Permit~~, and in addition to the 1% of hard construction costs listed above, the ~~developer agrees to~~ Applicant shall fund \$250,000 towards the signalization and timing of the intersection of Brookline Avenue and Pearl Street. These improvements should include: a new traffic signal controller and necessary signal equipment to ensure full signal coordination at the Brookline Avenue/Washington Street intersection, interconnections and wiring, and a spare conduit from this intersection to the Pearl Street/Washington intersection terminating at a 12"x12" pull box.

19. ~~Prior to the issuance of the Certificate of Occupancy~~Provided that the Brookline Avenue/Pearl Street traffic light work is performed directly by Applicant (rather than by the Town with use of funds provided by Applicant), the Brookline Avenue/Pearl Street traffic light shall be operational prior to the issuance of the Certificate of Occupancy. The Applicant's obligations under Condition #18 and this condition with respect to the Brookline Avenue/Pearl Street traffic light shall be subject to approval by the various Town boards, commissions and department heads with jurisdiction over such traffic signal.
20. Prior to the issuance of the Certificate of Occupancy, the ~~applicant~~Applicant shall provide signage requiring right hand turn only at the exit to the garage and other appropriate signage and pedestrian safety devices at the garage and service vehicle entries, and maintenance of optimal site lines at entries.
21. Within 60 days of the issuance of the Certificate of Occupancy, ~~the applicant~~ shall complete the restoration of Pearl Street to its prior condition. The Applicant shall also install that would include on Pearl Street any traffic calming features, as part of the 1% fee, to improve traffic safety operations in accordance with plans as shall be agreed upon by the Town~~Director of Engineering/Transportation and the Planning & Community Development Director (or his designee) and Applicant.~~
22. ~~Prior to the issuance of the Certificate of Occupancy, the Applicant shall establish a permanent employee program for outreach to Brookline residents substantially consistent with the Brookline Residents Permanent Employment Program attached hereto as Exhibit A.~~
23. Prior to the issuance of the Certificate of Occupancy, complete as-built plans certified by a registered architect as in compliance with the approved plans shall be prepared and filed with the Building Commissioner.

The Planning Board recommends 550 parking spaces for the Project.

Michael Shepard, the Building Commissioner, expressed support for the Project, noting that the Building Department was comfortable that all necessary zoning relief had been applied for and could be obtained by special permit. The Building Department agreed with Petitioner that no special permit is necessary for shared use parking under Section 6.02.1.c. Mr. Shepard recommended that the Board approve the Project with a maximum of 586 parking spaces, especially in light of the fact that additional parking cannot be added if it is determined post-construction that more parking is in fact necessary.

Ken Ho of Beta Group, Inc., the Town's peer review consultant, presented the results of his

review of Petitioner's traffic and parking studies. Mr. Ho first stated that the role of a peer review consultant is to ensure that a proponent's consultants have complied with applicable industry standards, and that a peer review consultant is bound to uphold such industry standards. According to Mr. Ho, the material elements of Petitioner's traffic study, including the 17 intersections studied, the traffic count methodology, the trip generation assumptions, the traffic analysis (which considered the traffic network as a unified system and accounted for the planned Gateway East infrastructure improvements), were all acceptable and consistent with industry standards. Mr. Ho further opined that the proposed mitigation is adequate, and further noted that the new traffic signal at the intersection of Pearl Street and Brookline Avenue should be coordinated with the traffic signal at the intersection of Brookline Avenue and Washington Street and that some of the Project's mitigation funding should be dedicated to upgrading other related traffic signals. Mr. Ho concluded that Petitioner's traffic analysis was overall professional, satisfactory and consistent with industry standards.

Mr. Ho next opined that Petitioner's parking study was likewise acceptable. Mr. Ho noted that the Project's gross parking demand is 1,163 parking spaces, which is reduced to 533 parking spaces under the shared parking analysis. Mr. Ho noted that the 10% supply factor is necessary given the complexity of the shared parking analysis. In summation, Mr. Ho concurred with the 586 parking spaces recommended by Petitioner's parking study, which study Mr. Ho concluded was professional and consistent with industry standards.

In response to questions from the Board, Mr. Ho stated that traffic problems at the relevant intersections are greatly the result of the use of antiquated technology and that traffic conditions in the vicinity of the property could be improved by upgrading the traffic signal equipment at three of the relevant intersections. Mr. Ho felt that the Mass Highway Department would likely be willing

to work in coordination with the Town regarding efforts to upgrade the traffic flow along Route 9/Washington Street. Mr. Ho further concluded that: (i) there were no other methodologies Petitioner should have utilized that would likewise have been acceptable, and that Beta would have performed the traffic analysis as Petitioner did; (ii) the alternative methodologies proposed by the Project's opponents were inferior to the methodologies utilized by Petitioner; (iii) he does not recommend any other mitigation; (iv) with or without the planned Gateway East infrastructure improvements, signal upgrades and coordination are key to the proper functioning of the traffic network; (v) an additional light at Pearl Street and Washington Street, as contemplated by the Gateway East Plan, would require additional fine tuning and design.

In response to questions raised by the Board at the site visit, Mr. Owens then presented a refined shadow study demonstrating that the shadow impacts of the Project's proposed rooftop mechanical screen were negligible, and displayed the Project's site plan as superimposed over an aerial view of the property's existing condition.

Ms. Sticklor, on behalf of Petitioner, responded to certain issues raised by the Town and members of the public. Ms. Sticklor reiterated the Project's substantial public benefits, that the Project will implement a TDM program similar to that implemented by MASCO, including shuttle bus service, that the overnight parking will be provided to residents at market competitive rates and that, although the Project can commit to being certifiable at a "LEED" rating of Silver, the Project will target a higher LEED rating.

Mr. Cole then provided an overview of the Project's proposed construction mitigation plan, including: (i) ongoing review of the construction mitigation plan with Town officials and the larger community; (ii) monthly construction mitigation meetings with neighbors; (iii) a 24-hour construction activities hot line; (iv) a Community Liaison official to coordinate construction issues;

(v) efficient scheduling of the construction activities; (vi) state of the art controls for odor, air quality and noise; (vii) regular cleaning of the surrounding streets and sidewalks, and complete barricading of the construction areas; (viii) monitoring of neighboring properties to identify detrimental impacts; (ix) recycling of construction and demolition waste, to the greatest extent possible; and (x) a TDM program for construction workers and staff. Mr. Cole also reviewed the Project's environmental remediation plan and noted that a parking space reduction will not affect the Project's construction impacts because environmental conditions require that the property be excavated to the depth necessary for construction of a five-level subsurface garage.

Ms. Sticklor then responded to certain technical points regarding Petitioner's traffic and parking studies. Ms. Sticklor stressed that Petitioner's traffic and parking studies assumed the implementation of a successful TDM program. Responding to comments by some members of the public Ms. Sticklor stated that the Project does not impose a suburban level of parking, in that the proposed parking ratio is substantially lower than that required for a similar Project in neighboring suburban communities, such as Burlington, Newton or Waltham, and is consistent with allowed parking ratios applicable in Central Square, Cambridge, Davis Square, Somerville and Arlington. Ms. Sticklor also noted that the Project's cumulative parking ratio between 2.32 parking spaces per 1,000 square feet and 2.5 parking spaces per 1,000 square feet, is substantially lower than that existing at, or approved in connection with, nearby similar properties such as 111 Boylston Street (with a ratio of 3.62/1,000 square feet), 830 Boylston Street (with a ratio of 5.64/1,000 square feet), 850 Boylston Street (with a ratio of 4.76/1,000 square feet), the Brook House commercial uses (with a ratio of 4.73/1,000 square feet) and One Brookline Place (with a ratio of 3.73/1,000 square feet). Ms. Sticklor further noted that an inability of the Project to provide sufficient off-street parking for its projected demand would be inconsistent with the goal set out in Section 6.00.2 of the

Zoning By-Law, that “all structures and land uses eventually be provided with sufficient offstreet parking space to meet the needs of persons employed at or making use of such structures or land uses.”

Ms. Sticklor then addressed the impact of the necessary environmental remediation on the Project’s financial viability, noting that the Project’s cost per parking space increases as the number of parking spaces decreases, due to the required excavation previously discussed by Mr. Cole. Ms. Sticklor then introduced into the record letters provided by Petitioner’s financing and leasing advisors, Colliers Meredith & Grew, McCall & Almy and Cushman & Wakefield, all of which concluded that it will be difficult to finance and lease the Project with substantially less than 624 parking spaces.

In conclusion, Ms. Sticklor reiterated that Petitioner meets the standards of Section 9.05 for a special permit. The *Brookline Comprehensive Plan 2005-2015*, the Town Meeting, the Planning Board, EDAB and the Project’s Project Review Team have each identified the property as an appropriate one for a development of the proposed bulk and density, and Town Meeting, the Planning Board, EDAB and the Project’s Project Review Team each have recommended approval of the Project, and the Project has numerous benefits to the neighborhood. Ms. Sticklor noted that Petitioner needs to provide sufficient parking to support its uses and customer base and to make the Project leasable and financeable. Ms. Sticklor indicated that, although Petitioner will implement TDM measures, Petitioner is not applying for a special permit for reduction of the parking requirement on the basis of implementation of TDM measures, since Petitioner does not feel that “it can be demonstrated to the Board” that a TDM special permit reduction is “warranted” to reduce parking below 586.

Ms. Sticklor then reiterated that although the Zoning By-Law provides for a minimum

number of required parking spaces, it does not impose a maximum on the number of parking spaces which can be provided. Petitioner believes it has shown that the Project with 624 parking spaces would increase the financial viability of the Project; that 624 parking spaces was the number on which the traffic study was based, and that 624 parking spaces would still provide the Project with a lower parking ratio than comparable buildings in Brookline. Petitioner recognizes, however, that its parking expert has determined that only 586 parking spaces are required. Therefore, Ms. Sticklor urged the Board to approve the Project under the Current Zoning By-Law, which would give the Board the ability to limit parking to 586 spaces, and requested withdrawal without prejudice of the provisions of Petitioner's application which proceeded under the Zoning Freeze By-Law. This allows the Board to restrict the use of the number of spaces below 624 and, in any case, to impose a condition requiring implementation of TDM measures. Since Petitioner is not requesting a special permit to reduce parking below the 550 minimum, Ms. Sticklor suggested that the Board was required to approve not less than the 550 minimum required spaces under the Current Zoning By-Law.

In conclusion, Mr. Weinstein stated that Petitioner entered into an agreement with the Town: (i) that will result in the Town's ownership of the fee interest in the property and a 95-year ground lease by Petitioner as ground lessee with the Town as ground lessor (with an option to extend the term for an additional 95 years) and which provides to the Town a ground lease rental stream equivalent to taxes otherwise due and payable to the Town (assuming a full tax obligation without reduction or exemption) based upon the fully assessed real estate value of Petitioner's improvements and the property; and (ii) that ensures that the existing underground contamination will be cleaned up at Petitioner's expense. Mr. Weinstein noted that this will be a very important Project for the economic well-being of Brookline for many generations, that Petitioner will be

developing a building with “first class” office, medical office and retail space, and that Petitioner has agreed to spend millions creating a beautifully landscaped open space for the entire community and (as required under the Zoning By-Law, only in the GMR-2.0 District) to devote 1% of the Project’s hard construction costs to off-site streetscape improvements and transportation mitigation, both of which measures will enhance the Town’s important Gateway East initiative.

Mr. Weinstein noted that, when Petitioner did its underwriting and due diligence regarding its acquisition of the property, Petitioner relied on its ability to build the minimum number of parking spaces that was then specified in the Zoning By-Law for the GMR-2.0 District, which also conformed to the Massachusetts Department of Public Health’s suggested parking ratios. According to Mr. Weinstein, Petitioner knew that in order to attract first class medical practices to the property, Petitioner needed to provide adequate parking and, given the property’s existing environmental contamination, Petitioner also needed to spend extensive dollars on environmental clean up. These circumstances resulted in a confluence of factors, whereby Petitioner could build the amount of parking necessary for the Project and afford the earthwork needed for the environmental cleanup. Petitioner’s best estimate at that time was that 624 parking spaces would be adequate to service the parking needs of the Project.

Mr. Weinstein noted that the warrant article that singled out and reduced the parking requirements for the GMR-2.0 District was introduced in 2008 after Petitioner’s acquisition of the property. Although Petitioner did not oppose the warrant article, Petitioner stated that it would rely on expert consultants to reach a conclusion, based on empirical evidence, as to the right quantity of parking for the Project. Those experts have recommended between 586 to 636 spaces, after implementation of an aggressive TDM program, which conclusion was approved by the Town’s peer review consultant.

Mr. Weinstein concluded that without adequate parking in the range of 586 to 624 spaces, the reality of these recessionary times is that the Project is extremely difficult to lease, and fewer parking spaces could render the Project completely unfinanceable. In summary, Mr. Weinstein urged the Board to consider all aspects of the history of the property and the benefits that will flow to the Town as a whole from the Project.

The Board adjourned the hearing and announced that a continued hearing would be held on 16 April 2009 at 7:30 PM, at which time the Board began deliberations.

Board Member DeVries noted that the Project presents a significant opportunity for the Town (including substantial revenues for the Town and Brookline Village businesses), which comes with significant impacts. Board Member DeVries stated that the Board should approve the Project, but the issue is how the associated impacts are resolved, noting that the Project features a “wonderful design,” with great landscaping, and that the underground parking is a substantial amenity. With respect to the Project’s height and shadow impacts, Board Member DeVries stated that the rooftop mechanical screen should be allowed, because the increased screen height’s shadow impacts are outweighed by the negative design impacts of rooftop mechanicals that are visible from street level. With respect to parking, Board Member DeVries noted that the Board had many different numbers, and suggested an approval for 586 parking spaces, including spaces for Zip-Car or a similar car sharing service. Board Member Ham then stated that Board Member DeVries had outlined the issues well, and that Board Member Ham felt additional discussion was necessary regarding the appropriate parking ratio.

Chairman Jesse Geller then observed that all relief requested could be granted by special permit, and that Petitioner has clearly offered amenities sufficient to merit the grant of a special permit. With respect to height, Chairman Geller stated that the rooftop pipes and stacks that exceed

125 feet in height are not “substantial” and therefore do not require zoning relief. Chairman Geller accepted Petitioner’s calculation of base elevation under Section 5.31.2 of the Zoning By-Law and stated that the mechanical rooftop screen is an elegant solution (especially given that the associated shadow impacts are insignificant) and is preferable to visible pipes and stacks. Chairman Geller also stated that special permits under Section 5.43 and Section 5.44 of the Zoning By-Law are warranted based upon the counterbalancing amenities to be provided, and that relief under Section 6.02.1.c is unnecessary. Chairman Geller stated that a special permit under Section 6.06.4 is warranted, subject to it being demonstrated that the affected individual uses are not in operation at the same time and the special permit’s conditions, and that a special permit under Section 7.01.b is also warranted. With respect to the requirements of Section 9.05 of the Zoning By-Law, Chairman Geller stated that the parking and traffic analyses are substantially speculative, but that too much parking will have an impact on traffic and too little parking may have a potentially greater impact; necessitating a fine balance. Chairman Geller noted that the Board is constrained by the Zoning By-Law and can therefore approve the Project only with not less than the minimum number of parking spaces mandated by the Zoning By-Law, being 550 or more parking spaces, absent specific provision in the Zoning By-Law for reduction. Chairman Geller noted that the Board may reduce the number of parking spaces pursuant to a special permit under Section 5.06.4.d.2 but that, such relief, requires the Petitioner’s application therefor and that Petitioner has not requested such relief.

Chairman Geller then stated that all requirements of Section 5.09 and Section 9.05 of the Zoning By-Law had clearly been satisfied, with additional consideration appropriate regarding Section 9.05.1.b and 9.05.1.c, requiring, respectively, that the use as developed will not adversely affect the neighborhood and that there will be no nuisance or serious hazard to vehicles or pedestrians. In considering these provisions, Chairman Geller noted that the Board should rely on

the Town's peer review consultant, who concurs with Petitioner's analysis (as confirmed by Chairman Geller's specific questions). Chairman Geller therefore recommended that the Board approve the Project with a total of 586 parking spaces, as recommended by the Town's peer review consultant.

Board Member DeVries and Board Member Ham concurred. The Board having considered the foregoing information, having reviewed the plans and the relief required, fully supports the Project, and approves the Project subject to the conditions set out below. The Board likewise unanimously grants Petitioner's request to withdraw, without prejudice, the portion of Petitioner's appeal based on the zoning freeze.

With respect to the required special permits under Section 5.06.4.d.1, Section 5.06.4.d.2, Section 5.09, Section 5.31.1, Section 5.31.2, Section 5.43 (including without limitation, under Section 5.01, Footnote #1), Section 5.44.4, Section 6.06.4 and Section 7.00.1.b of the Zoning By-Law, the Board makes the following findings pursuant to Section 9.05, and other relevant provisions, of the Zoning By-Law:

1. The property is an appropriate location for the Project.

The property is located in a general business and medical research zoning district, and the Project's uses and dimensions are all permitted under the Zoning By-Law by special permit. The Project was contemplated at a conceptual level in the *Brookline Comprehensive Plan 2005-2015* and the October 2006 *Gateway East Public Realm Plan*. The Project's uses and dimensions are compatible with the property's neighboring uses, and the property is situated in close proximity to a major vehicular transportation artery and well-served by public transportation.

2. The Project will not adversely affect the neighborhood.

The Project will enhance the neighborhood by creating an attractive new building that will activate the streetscape with lively retail and restaurant uses, and provide substantial landscape amenities. Approximately 40% of the Project's Lot Area will be landscaped and usable open space. All of the Project's parking spaces will be provided below grade and not less than 25% of the Project's parking spaces will be made available at market rates to neighboring residents for overnight parking. 1% of the Project's hard construction costs (exclusive of tenant fit-up) will be devoted to off-site streetscape improvements. The Project has satisfied the Major Impact Project review requirements set forth in **Section 5.09.3.b.** Additionally, as confirmed by the Town's peer review consultant, the Project's traffic impacts will be acceptably mitigated.

3. There will be no nuisance or serious hazard to vehicles or pedestrians.

The Project will include adequate off-street parking, with a safe means of ingress and egress. As confirmed by the Town's peer review consultant, the Project's traffic impacts will be acceptably mitigated. The Project's construction management plan will minimize construction impacts to the surrounding neighborhood. The Project will be designed and operated to comply with all state and local noise ordinances.

4. Adequate and appropriate facilities will be provided for the proper operation of the Project.

The Project will be provided with parking, sanitary, life safety and other facilities of high-quality in compliance with applicable building and health codes, and the Project's construction management plan will minimize construction impacts to the surrounding neighborhood.

5. The Project will not have a significant adverse effect on the supply of housing available for low and moderate income people.

All of the property's current or proposed uses are commercial in nature. The Project will therefore have no effect on the supply of housing available for low and moderate income people.

6. Additional conditions and reasons relating to the construction of a new structure in the GMR-2.0 District

As required under **Section 5.06.4.d.1** of the Zoning By-Law: (i) the Project is no more than 115 feet in Height, as defined in Section 2.08.3 of the Zoning By-Law, and has a FAR of 4.0, as defined in **Section 5.20** of the Zoning By-Law; (ii) approximately 40% (in excess of the required 25%) of the Project's Lot Area will be devoted to landscaped and usable open space; (iii) 100% (in excess of the required 60%) of the Project's required parking spaces will be provided completely below grade; (iv) at least 25% of the Project's parking spaces will be offered to residents for overnight parking; and (v) 1% of the Project's hard construction costs (exclusive of tenant fit-up) will be devoted to off-site streetscape improvements and undertaking transportation mitigation measures.

7. Additional conditions and reasons relating to Community Impact and Design Review

The Project meets the community impact and design review standards set forth in **Section 5.09.4** of the Zoning By-Law. Specifically, as noted in the Project's Impact Statement and in the Planning Board's Major Impact Project report, the Project's design incorporates each of the Community and Environmental Impact and Design Standards of **Section 5.09.4** regarding the preservation of trees and landscape, the relation of buildings to the environment, streetscape and neighborhood, open space, circulation, stormwater drainage, utility service, advertising features, special features, safety and security, heritage, microclimate and energy efficiency. The Project has been subject to review by a Design Advisory Team. Petitioner has made modifications to the

Project to incorporate comments received from the Planning Board, the Project's Design Advisory Team and the larger community.

9. Additional conditions and reasons related to the height of rooftop structures

As required under **Section 5.31.1** of the Zoning By-Law, the Project's rooftop mechanicals are concealed and/or screened from public view to the greatest extent feasible and the Project's rooftop penthouse is no more than 10 feet above the applicable 115-foot height limit, as permitted under **Section 5.31.1**. The Project's limited rooftop structures (consisting of stacks and pipes) that exceed the applicable 115-foot height limit by up to 25 feet, are not "substantial" as that term is used in **Section 5.31.1**.

10. Additional conditions and reasons related to height

As a result of non-typical lot topography and other characteristics (specifically, the unique curvature of Pearl Street, the irregular grade of the property, and the Project's alignment and configuration) the application of **Section 5.30** of the Zoning By-Law relating to the measurement of height is unclear. In an effort to approximate the requirements of **Section 5.30**, Petitioner has separated the property into two zones (one fronting on Pearl Street and the other fronting on Washington Street) and calculated the mean grade of the current existing ground within each such zone, consistent with the requirements of **Section 5.30.2.c.1** and **Section 5.30.3** of the Zoning By-Law. These calculations result in a base elevation of approximately 23.1 feet within the northern portion of the lot and a base elevation of approximately 24.2 feet within the southern portion of the lot, and the Project complies with the Zoning By-Law's height regulations as measured from these base elevations. The Project accordingly provides the same standard of amenity to nearby properties as would be provided by the application of **Section 5.30** in the absence of the non-typical characteristics.

11. Additional conditions and reasons related to yard and setback regulations

Application of the relevant yard and setback regulations to the Project is unclear due to the property's irregular shape, the unique curvature of Pearl Street, the Project's alignment and configuration, and uncertainty regarding which lot lines constitute the property's Front Lot Line(s), Side Lot Line(s) and Rear Lot Line(s), if any. The Project's yards and setbacks (including the garage entrance setback) will, however, assure the same standard of amenity to nearby properties as would have been provided by compliance with the regulations of the Zoning By-Law. In particular, approximately 40% of the Project's Lot Area will be landscaped and usable open space, clustered along the northern and eastern sides of the property (creating yards and setbacks in those areas greater than required under the Zoning By-Law), which will establish a pedestrian passage from Washington Street to the Brookline Village Station across Pearl Street, while concentrating the building's mass at the corner of Pearl Street and Washington Street. The Project will accordingly off-set any reduction in the depth or area of any required yard or setback by an increase in the depth or area of another yard or setback, and provide public benefits not otherwise required that more than compensate for any yard or setback reduction.

12. Additional conditions and reasons related to underground structures

Although the Project's parking garage will extend under more than 50% of the Project's required landscaped and usable open space and/or within 10 feet of one or more lot lines, the Project's landscaping and screening assure a higher standard of amenity to nearby properties than would normally be provided by a comparable Project with a smaller underground footprint. The Project will create a landscaped pedestrian connection from Washington Street to Pearl Street and the Brookline Village Station.

13. Additional conditions and reasons related to loading requirements for mixed uses

The Project will include four loading bays, consistent with **Table 6.02** of the Zoning By-Law's requirement for the Project's medical office, office and restaurant use. The Project may, however, include as much as 16,279 square feet of local or general retail use, which under **Table 6.02** would require a fifth and possibly sixth loading bay. Such local or general retail use may have delivery patterns substantially different from (*i.e.*, not be in operation at the same time as) the Project's medical office, office and restaurant use. Accordingly, a reduction in the loading bay requirements for as much as 16,279 square feet of local or general retail, in addition to the Project's other medical office, office and restaurant use, is appropriate, provided that the loading facilities for the retail uses are not in operation at the same time as the loading facilities for the Project's medical office, office and restaurant uses.

14. Additional conditions and reasons related to building identification signage

The Project will include four building identification signs (one on each side of the building) displaying the Children's Hospital Boston logo and, in certain locations, the phrase "Children's Hospital Boston." These signs will reach the following maximum heights: east elevation - 121 feet, north elevation - 41 feet, 6 inches, south elevation - 121 feet, and west elevation - 121 feet. The Project's building identification signs are to identify the Project as a Children's Hospital Boston-owned building..

Therefore, the Board voted unanimously to grant the requested special permits under **Section 5.06.4.d.1, Section 5.06.4.d.2, Section 5.09, Section 5.31.1, Section 5.31.2, Section 5.43, Section 5.44.4, Section 6.06.4 and Section 7.00.1.b** of the Zoning By-Law, subject to the following conditions. The Board further found that the Project's garage entrance setback, of less than 20 feet from the property line, relates to a yard requirement and relief may be granted by special permit under **Section 5.43** (per the above) and that no relief is required under **Section 6.02.1.c**, because

there are no residential units on the property which impose independent parking requirements, and the garage use for overnight parking of area residents is a permitted use.

1. Uses in this building are limited to retail, general office and medical office as such terms are used in **Section 5.06.4.d.2** and accessory uses. The Planning and Community Development Director (or his designee) shall initially be notified of and approve any significant modifications to the allocation of uses. If the proposed changes in use proportions increase the parking required for the building under Brookline Zoning By-Law by more than 15%, the Director of Transportation/Engineering and the Planning and Community Development Director (or his designee) shall review and approve such changes and may require a revision of the TDM plan in view of the changes in transportation demand brought about by any changes in use proportions. However, in no event shall more than 586 parking spaces be provided without modification of the permit by the Board of Appeals.
2. Prior to the issuance of a demolition permit, the Applicant shall designate a person or organization to serve as its community coordinator. That person or organization shall work with the Director of Planning & Community Development (or his designee) to assist existing retail tenants in identifying potential new locations within the Town of Brookline.
3. Prior to the issuance of a demolition permit, a final construction management plan, including identification of any specimen trees that will be dug and relocated offsite with the permission of the Tree Warden, parking locations for construction vehicles, hours of construction and materials delivery, noise mitigation, staging areas, security fencing, pedestrian pathways, location of portable toilets, rodent control, erosion and sediment control, airborne particle control, air quality and other environmental monitoring, emergency contact information, and the name and contact information for a community coordinator provided by the Project proponent shall be submitted for review and approval by the Director of Transportation/Engineering, after input from the Health Director and Conservation Agent/Tree Warden. The construction management plan shall also include the manner of treatment of trees to be preserved or to be removed within the public way abutting the site. A copy of the approved plan shall be submitted in paper and electronic form to the Planning & Community Development Department such that it can be posted on the Planning & Community Development Department's website.
4. Prior to the issuance of a building permit, final elevations for the building, indicating façade design, colors, materials, windows, rooftop details, penthouse configuration and screening, signage, and placement of all mechanical, electrical and plumbing systems and components shall be submitted for review and approval of the Planning Board. An on-site mock-up shall be submitted for the review and approval of the Planning Board after the building permit is issued but before the materials are ordered.
5. Prior to the issuance of a building permit, floor plans indicating anticipated uses to the extent known shall be submitted for the review and approval of the Planning & Community Development Director (or his designee).
6. Prior to the issuance of a building permit, final site and landscaping plans, including plant types and sizes; fencing; exterior lighting; location of utilities and bicycle parking facilities,

hardscape materials and furniture shall be submitted for the review and approval of the Planning & Community Development Director (or his designee). Landscaping plans for a portion of the adjacent lot at One Brookline Place shall also be submitted for review and approval of the Planning & Community Development Director (or his designee) with the recognition that these plans and landscaping not included within the site may be modified by the owner of One Brookline Place in the future in any manner permitted under the Zoning By-Law.

7. Prior to the issuance of a building permit, a drainage plan shall be submitted for review and approval of the Director of Traffic/Engineering.
8. At the completion of the perimeter foundation walls, an as-built foundation plan certified by a registered professional engineer or surveyor to be in accordance with the approved site plan shall be submitted for review and approval by the Building Commissioner. If the as-built foundation is found to be non-compliant with the approved site plan, the Building Commissioner shall stop above-grade construction activities until such time the foundation is brought into compliance with the approved site plan.
9. Up to two temporary construction and/or development sign(s), each no greater than 50 square feet, may be erected on site during the construction and initial leasing period, with the design subject to the review and approval of the Director of Planning & Community Development (or his designee), who shall also have the authority to determine that the initial leasing period has ended when 80% of the building is occupied.
10. Prior to the issuance of a building permit, the Applicant shall submit to the Building Commissioner for review and approval for conformance to the Board of Appeals decision: 1) a final site plan, stamped and signed by a registered engineer or land surveyor, including fencing, grading, and location of utilities; 2) final building elevations including exterior signage generally as indicated on the application plans, stamped and signed by a registered architect; 3) final floor plans, stamped and signed by a registered architect; 4) evidence that the Board of Appeals decision has been recorded at the Registry of Deeds.
11. Prior to the issuance of a building permit, the Applicant shall provide evidence to the satisfaction of the Building Commissioner and Director of Planning & Community Development that the building is a LEED certifiable Silver Building or higher rating via the provision of a LEED scoring sheet. The construction of the building consistent with these plans shall be confirmed prior to the issuance of a Certificate of Occupancy for the main building lobby.
12. The garage may be constructed as shown on the plans. However, no more than 586 parking spaces shall be available for vehicular use in the garage. No increase of the number of parking spaces to be used above 586 parking spaces shall be allowed unless the Board of Appeals amends this Decision after determination at a public hearing that such an increase is warranted and will not substantially increase the traffic impact.
13. A minimum of twenty-five percent of parking spaces available for use shall be offered to residents for overnight parking at market-competitive rates. These spaces shall be available at a minimum from 8 p.m. to 8:30 a.m. week days and all day Saturdays and Sundays. If the Applicant chooses to provide more parking spaces for overnight use, these minimum hours

of availability shall not apply to these additional spaces. Additionally, if the Applicant wishes to provide parking on weekends and holidays and during weekdays after 6 p.m. and before 1 a.m. for users of area businesses, such as restaurants, this shall be allowed subject to the review and approval of the Director of Transportation/Engineering.

14. No satellite parking shall be allowed, except as indicated in condition #13 above. Satellite parking is defined as parking used by persons working a majority of their time at another location(s), who are not visiting the building.
15. No less than thirty (30) days prior to the anticipated date of issuance of the building permit for the main building lobby, a Transportation Demand Management (TDM) plan shall be reviewed and approved by the Director of Transportation/Engineering and the Planning & Community Development Director (or his designee) and, no less than 30 days prior to the anticipated date of issuance of the Certificate of Occupancy for the main building lobby, shall be implemented. The TDM shall:
 - a. Include a parking garage lay-out plan showing no more than 586 parking spaces available for use and companion table showing locations, numbers, and users of different types of parking spaces, including, but not limited to: compact, full car, handicap, drop-off, van, car-sharing services such as Zip-Car and employee, visitor, resident overnight, loading and ambulance spaces.
 - b. Include a requirement for employee vehicle identification parking stickers or tags.
 - c. Outline parking rates for employees, visitors, and residential overnight parkers.
 - d. Indicate how and where information will be provided and displayed (including the lobby) on all public and other transit options to 2 Brookline Place, with an explanation of which services are for employees only, which are open to the public in general, and the percentage of employees using different modes of transit.
 - e. Provide a 50% public transit employee annual subsidy program and sale of MBTA transit passes on-site.
 - f. Provide shuttle service, at a minimum, to locations in the Longwood Medical Area so long as the building is operated by Children's Hospital Boston, any affiliate of Children's Hospital Boston, or any other member or participant in the Longwood Medical Area.
 - g. Provide other transit programs, such as MASCO's "Three for Free" (try public transit for three months for free), a "Guaranteed Ride Home" for employees who use alternative transportation modes. The Applicant will use best reasonable commercial efforts to include access to satellite parking facilities either currently operated by MASCO or to be established by MASCO.
 - h. Provide an employee tax benefit program through the Federal Transit Administration allowing employers to receive a tax deduction for providing transit subsidies and allowing employees to use pre-tax income to pay for transit expenses.
 - i. Provide for and maintain adequate bicycle parking facilities equivalent to not less than 10% of the parking spaces available for use (viz. not less than 59 bicycle

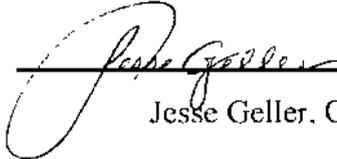
parking facilities as long as not more than 586 parking spaces are available for use), sheltered from the weather, and shower facilities for all employees who may choose to bicycle to work.

- j. Provide other tools as appropriate to reduce single-occupant vehicle travel to and from the site.
 - k. Encourage staggered work hours for employees of the building.
16. No less than 30 days prior to the anticipated date of issuance of the Certificate of Occupancy for the main building lobby, the Applicant shall designate a traffic and parking coordinator to work with the Director of Transportation/Engineering and the Planning & Community Development Director (or his designee) to ensure on-going implementation of all TDM-related efforts. The coordinator shall allow access to the parking garage by the Town for review of the TDM plan implementation, coordinate and publicize all TDM-related efforts to building tenants, and shall coordinate with the Town to mitigate any impacts during construction of the Gateway East plan. An Annual Report shall be provided by the Applicant's traffic and parking coordinator, subject to the review and approval of the Director of Engineering/Transportation and the Planning & Community Development Director (or his designee) by July 1st of every year for five years, and thereafter at the discretion of the Transportation Director and Planning & Community Development Director (or his designee). The annual report shall include updated information on all of the items in the approved TDM plan (see condition #15 above), traffic counts and analysis of traffic operations and queuing on affected intersections, if requested by the Town, and recommendations for improving the TDM plan and other mitigating measures. If deemed necessary by the Town, the Applicant shall provide funding not to exceed \$5,000 every two years to fund Town review of the TDM plan implementation. Any successors in interest shall also be required to provide this reporting to the Town.
17. Prior to the issuance of the Certificate of Occupancy for the main building lobby, 1% of the hard costs of constructing the proposed building and underground parking structure (exclusive of tenant fit-up) shall be spent by the Applicant, or given to the Town, for physical transportation mitigation measures and off-site streetscape improvements, such as, but not limited to, intersection improvements, lighting, street furniture and widening sidewalks, subject to the review and approval of the Planning Board or its designee. Any physical off-site improvements to be constructed by the Applicant shall be presented by the Applicant and approved by the Planning & Community Development Director (or his designee) and the Director of Transportation and Engineering. These improvements shall be used primarily for the Gateway East improvements or such improvements as prove feasible to improve circulation and the public realm in the Route Nine corridor in Brookline Village. The Applicant's obligation with respect to construction of off-site improvements shall be subject to approval by the various Town boards, commissions and department heads with jurisdiction over such off-site areas. The Applicant shall, at the discretion of the Town, complete the improvements to the extent possible or provide the funds to the Town for expenditure by the Town prior to the issuance of such Certificate of Occupancy, and the balance of funds that are unspent and uncommitted to the completion of these improvements at the time of the issuance of such Certificate of Occupancy shall be paid to the Town.

18. Prior to the issuance of a building permit, and in addition to the 1% of hard construction costs listed above, the Applicant shall fund \$250,000 towards the signalization and timing of the intersection of Brookline Avenue and Pearl Street. These improvements should include: a new traffic signal controller and necessary signal equipment to ensure full signal coordination at the Brookline Avenue/Washington Street intersection, interconnections and wiring, and a spare conduit from this intersection to the Pearl Street/Washington intersection terminating at a 12"x12" pull box.
19. Provided that the Brookline Avenue/Pearl Street traffic light work is performed directly by the Applicant (rather than by the Town with use of funds provided by the Applicant), the Brookline Avenue/Pearl Street traffic light shall be operational prior to the issuance of the Certificate of Occupancy for the main building lobby. The Applicant's obligations under Condition #18 and this condition with respect to the Brookline Avenue/Pearl Street traffic light shall be subject to approval by the various Town boards, commissions and department heads with jurisdiction over such traffic signal.
20. Prior to the issuance of the Certificate of Occupancy for the garage, the Applicant shall provide signage requiring right hand turn only at the exit to the garage and other appropriate signage and pedestrian safety devices at the garage and service vehicle entries, and maintenance of optimal sight lines at entries.
21. Within 60 days of the issuance of the Certificate of Occupancy for the main building lobby, weather permitting, the Applicant shall complete the restoration of Pearl Street to its prior condition. The Applicant shall also install on Pearl Street any traffic calming features, as part of the 1% fee, to improve traffic safety operations in accordance with plans agreed upon by the Director of Engineering/Transportation and the Planning & Community Development Director (or his designee). The Applicant shall cooperate with the Town's efforts to coordinate bus operations on Pearl Street.
22. Prior to the issuance of the Certificate of Occupancy for the main building lobby, the Applicant shall establish a permanent employee program for outreach to Brookline residents substantially consistent with the Brookline Residents Permanent Employment Program attached hereto as Exhibit A.
23. Within 60 days of the issuance of the Certificate of Occupancy for the main building lobby, complete as-built plans certified by a registered architect as in compliance with the approved plans shall be prepared and filed with the Building Commissioner.
24. Prior to the issuance of Certificates of Occupancy for retail uses on the ground floor which, when considered in addition to the upper level uses, would require under Section 6.06 more than four loading facilities, a loading facility plan shall be reviewed and approved by the Director of Transportation/Engineering and the Planning & Community Development Director which will demonstrate that the usage of the loading docks for retail, office, medical office and restaurant uses is not in operation at the same time. If deemed required by the Director of Transportation/Engineering and the Planning & Community Development Director, the Applicant may be required to designate a Dock Master to schedule deliveries to the Project.

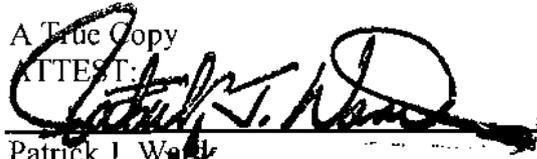
Unanimous Decision of
the Board of Appeals

Filing Date: June 25, 2009



Jesse Geller, Chairman

A True Copy
ATTEST:



Patrick J. Walsh
Clerk, Board of Appeals

RECEIVED
TOWN OF BROOKLINE
TOWN CLERK

2009 JUN 25 A 8

EXHIBIT A

Brookline Residents Permanent Employment Program

The following is an outline of a program to be implemented by the owner (the "Owner") of 2 Brookline Place (the "Project") to make local Brookline Residents, in particular residents of Village Way and the Brookline Housing Authority, aware of permanent jobs opportunities at the Project.

The Program will apply to jobs related to operation, management, maintenance, and provision of security to the Project filled by employees hired directly by Owner or by independent contractors engaged by the Owner providing services exclusively to the Project, and will also apply to permanent jobs at the Project for any space at the Project used by Owner in the course of Owner's business.

In filling jobs for operation, security, maintenance and management personnel employed directly by the Owner at the Project or for any space at the Project used by Owner in the course of Owner's business (a "Permanent Job"), the Owner will adhere to the following procedures:

- At least five days prior to publicly announcing or advertising the availability of a Permanent Job, the Owner will send a job description via email to the Brookline Housing Authority Executive Director; Town Meeting Members from Precincts 4, 5, and 6; the Brookline Adult & Community Education Director; and the Brookline Residents Permanent Employment Program Email List. The Owner is not required to so notify if the Owner intends to fill the opening via transfer or promotion from its existing staff or by union referral in accordance with a union contract.
 - The Owner will provide an email notification system such that interested Brookline residents are able to subscribe to the early job description notification described above. The Planning & Community Development Department will provide a link to the email subscription program on their webpage, within periodic mailings and/or newsletters.
 - The Owner will physically post job descriptions in a prominent public location within the building.
 - The Owner will give first consideration to qualified Brookline applicants, but is not required to hire such candidates.
 - The Owner will assign an individual on the Project's management staff to be responsible for ongoing compliance the Brookline Residents Permanent Employment Program. Annual updates including the total number of employees related to operation, management, maintenance, and provision of security to the Project, percentage of Brookline residents, and staff contact information will be sent to the Brookline Director of Planning & Community Development or his designee.
- The Owner will require that any independent contractors engaged by the Owner providing such services exclusively to the Project follow procedures similar to those set forth above. Also, after the execution of any lease for space in the Project, the Owner will send to each tenant a letter urging that the tenant, in its new hiring, adhere to the goals of the Brookline Residents Permanent Employment Program.