

Project Millie, Section 3: RE Info Request

REAL ESTATE

Complete this section for **each** of the following site/campus options identified by the company. For example, if four Sites are under consideration, complete this section four times. If your community feels that a compelling Site was not included in this request, please feel free to contact us to explain.

A. Site

1. Site Name/Site Designation

South Station Air Rights, Boston MA

2. Street Address(es), including City, State/Commonwealth/Province and Zip/Postal Code, if available

650 Atlantic Avenue (Phase 1 building)

3. Location

a. If Site is currently unincorporated, detail any plan(s) to annex Site to an incorporated municipality, as well as the benefits and burdens of any such annexation. Name the intended municipality/municipalities to which Site would be annexed.

b. County (Name), if applicable:

Suffolk

4. Description, Characterization

a. Description – Briefly describe Site (shape, topo, etc.):

8.3 acres above the South Station train tracks and platforms, and South Station bus terminal, with frontage on Atlantic Avenue between Summer Street and Kneeland Street



Figure 1 – Site Location

b. Characterization – Indicate all that may apply

- ☐ Brownfield
- ☐ Commercial, including Commercial Park
- ☐ Greenfield
- ☐ Industrial, including Industrial Park
- ☐ Suburban
- ☐ Technology, including Technology Park
- ☒ Urban

c. Description – Briefly describe any geographic features that may limit or enhance the growth of Site (e.g., water or mountains):

Adjacent to a 16 acre property owned by the United States Postal Service to the east of the Site which will likely be redeveloped into an expansion of the South Station train station and new commercial development. The proposed train station expansion project is in the master planning phase and is currently undergoing environmental review at the federal, state and city levels.

5. Size

a. Immediate: Number of acres (either contiguous or within close enough proximity to foster a sense of place and pedestrian-friendliness) currently available for the Project's immediate operations:

The Site contains 8.3 acres. The Project has received all zoning approvals, Article 80 approval (city environmental impact review) from the BPDA and MEPA (state environmental impact review) approval for a three-phase, 2.14 million sf mixed-use development which includes 1.32 million sf of office space. Construction documents are complete for Phase 1 which includes 760,000 sf of office space and 347,000sf of residential space (166 condominium units).

b. Expansion: Number of acres (either contiguous or within close enough proximity to foster a sense of place and pedestrian-friendliness) available for the Project's future or expansion operations:

See above reference (Section A.4.c) to adjacent land currently owned by the USPS. The Site is also within walking distance of the South Boston Waterfront where there are several million square feet of proposed development projects.

c. Schematic: Attach schematic drawing of Site

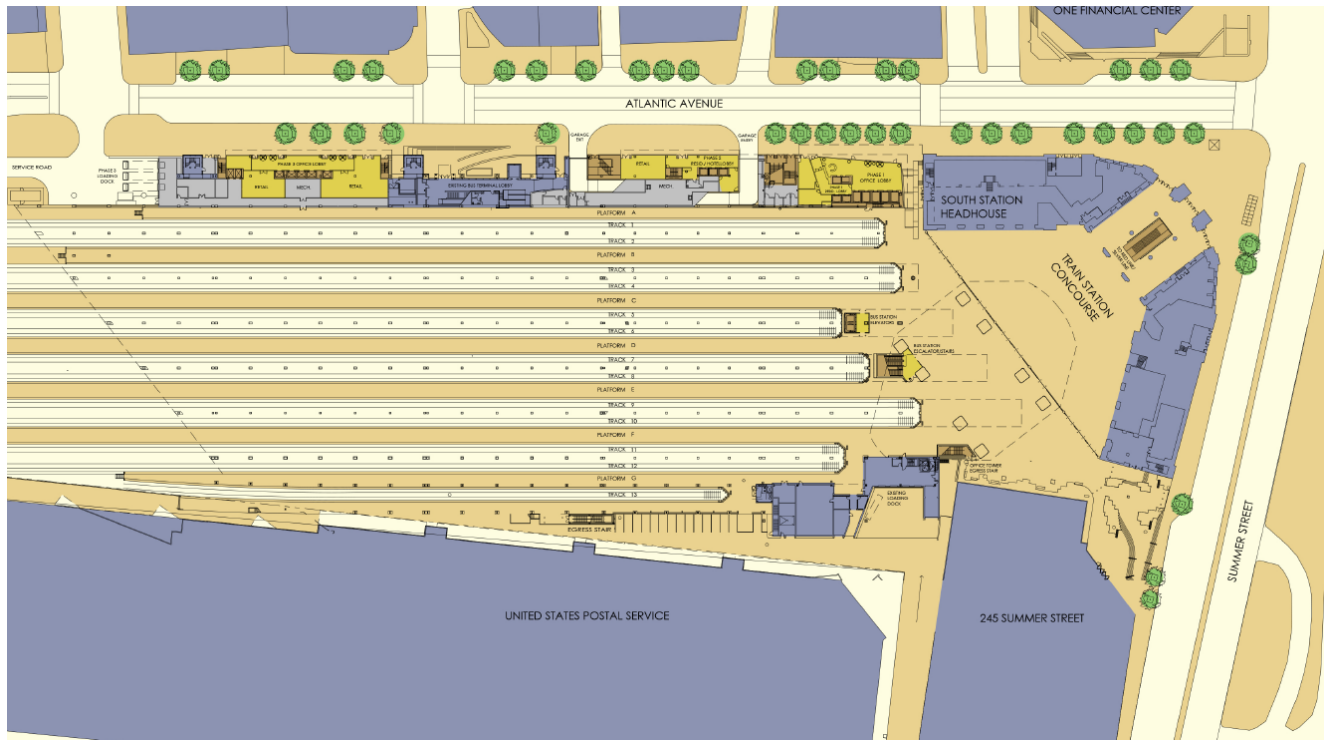


Figure 2 - Plan

- d. If less than 100 acres, is Site expandable to 100 acres?

☐ Yes ☒ No

- (i) Detail the plan and timetable for doing so?

N/A

6. Improvements

- a. Are there any buildings or structures or other improvements on Site (or portion of Site)?

X Yes ☐ No

b. Description

If Yes, describe all buildings, structures and other improvements on Site (or portion of Site), including available square footages and sustainability efforts?

The Site is currently occupied by the Governor Michael S. Dukakis Transportation Center at South Station (train station, including Amtrak service to New York and Washington, and intercity bus terminal). The Site also includes direct access to the Red and Silver lines of the city subway system. The transit center services 130,000 commuters on a typical weekday.



Figure 3 – Rendering of Phase 1 Tower

7. Easements, Licenses, Rights of Way: describe each of the easements, licenses and rights of way affecting Site, and identify the beneficiaries, holders or owners of the same. If easier to show on a map, please attach to submittal and label.

The Project will have easement rights from the Massachusetts Bay Transportation Authority (MBTA) and BDC Summer Street 121A Limited Partnership (owner of adjacent property to the east, 245 Summer Street) to accommodate construction and operation of

the Project. The Project will also provide easement rights to the MBTA and MassDOT to facilitate use and maintenance of adjacent MBTA and MassDOT infrastructure.

8. Ownership: describe the ownership of Site, including the ownership structure and any entitlements.

The Site is currently owned in part by the Massachusetts Bay Transportation Authority (MBTA) and in part by the Boston Planning & Development Agency (BPDA). The Developer (an affiliate of Hines Interests Limited Partnership) has separate contracts to purchase the property (fee interest) for the Project. Ownership transfer to the Developer will occur immediately prior to commencement of construction of Phase 1 (anticipated in Q2 2018).

9. Acquisition Cost (if any)

Please describe if all or a portion of Site will be made available at no or a reduced cost to the Project.

The acquisition cost of the property is set forth in the agreements between the Developer and the MBTA and BPDA.

a. Public

(i) Will a government agency make Site available to the Project at no cost?

☐ Yes ☒ No

(ii) If No, specify the per acre (and total) cost of Site to the Project?

Will not be determined until the construction cost of the Project is determined in Q2 2018.

b. Nonprofit

(i) Will a nonprofit entity make Site available to the Project at no cost?

☐ Yes ☒ No

(ii) If No, specify the per acre (and total) cost of Site to the Project.

Will not be determined until the construction cost of the Project is determined in Q2 2018.

c. Private

(i) Will individuals or corporations or other entities make Site available to the Project at no cost?

☐ Yes ☒ No

(ii) If No, specify the per acre (and total) cost of Site to the Project.

Will not be determined until the construction cost of the Project is determined in Q2 2018.

10. Parking: identify all current and future parking options for Site

527 spaces will be built as part of Phase 1. Up to 368 additional spaces will be built in Phase 2.

a. Existing and Planned Retail Development near Site

(i) Restaurants

A restaurant and food hall will be included in Phase 1. In addition to the onsite restaurant and food hall, the central location of the Project provides many dining options within a short walk to restaurants both downtown, and in the Fort Point neighborhood. Both areas offer a mix of new cafes, fast-casual lunch spots, and evening dining options.

(ii) Cinemas

None are currently planned. There is a AMC Loews theater located downtown and a ShowPlace Icon theater located in Seaport Square, both of which are a short walk from the site.

(iii) Shopping

The Project (all 3 phases) has been planned and permitted to include a total of 50,000 sf of retail. In addition to the onsite retail, the central location of the Project provides a diverse mix of shopping and retail options and a regional grocer within a short walk to retailers both downtown, and in the Fort Point neighborhood.

(iv) Other Public Gathering Spaces (such as coffee shops and local breweries)

The Project includes a 2-acre park on top of the parking structure with a ¼ mile walking/jogging trail for the exclusive use of Project tenants and residents. In addition, there are multiple coffee shops and eateries within the existing South Station bus and train terminal and daily rotating food trucks on the Rose Fitzgerald Greenway adjacent to the site. There are approximately 20 coffee shops and restaurants within 4 blocks of the site.

11. Affordable Housing: identify available affordable housing options within close proximity to Site

The site is in walkable proximity to a number of residential options and in close proximity to various residential options at all income levels accessible from public transportation, both within the city and the Greater Boston area.

12. Greenspace Features: are there greenspace features that enhance Site (e.g., parks, jogging trails, etc.)

The Project includes an approximately 2-acre park on top of the parking structure with a ¼ mile walking/jogging trail for the exclusive use of Project tenants and residents. The Site is adjacent to the 17-acre Rose Fitzgerald Greenway offering paths for walking and jogging, public gardens, outdoor exercise classes, food trucks, public art and entertainment. The Site is a short walk to the Boston Harborwalk, a 43 mile public walkway along the edge of Boston Harbor throughout the city's many waterfront neighborhoods. See Figure 3.



Figure 4 – Sky Park

13. Plat(s): attach plat(s) of Site and label according to section.

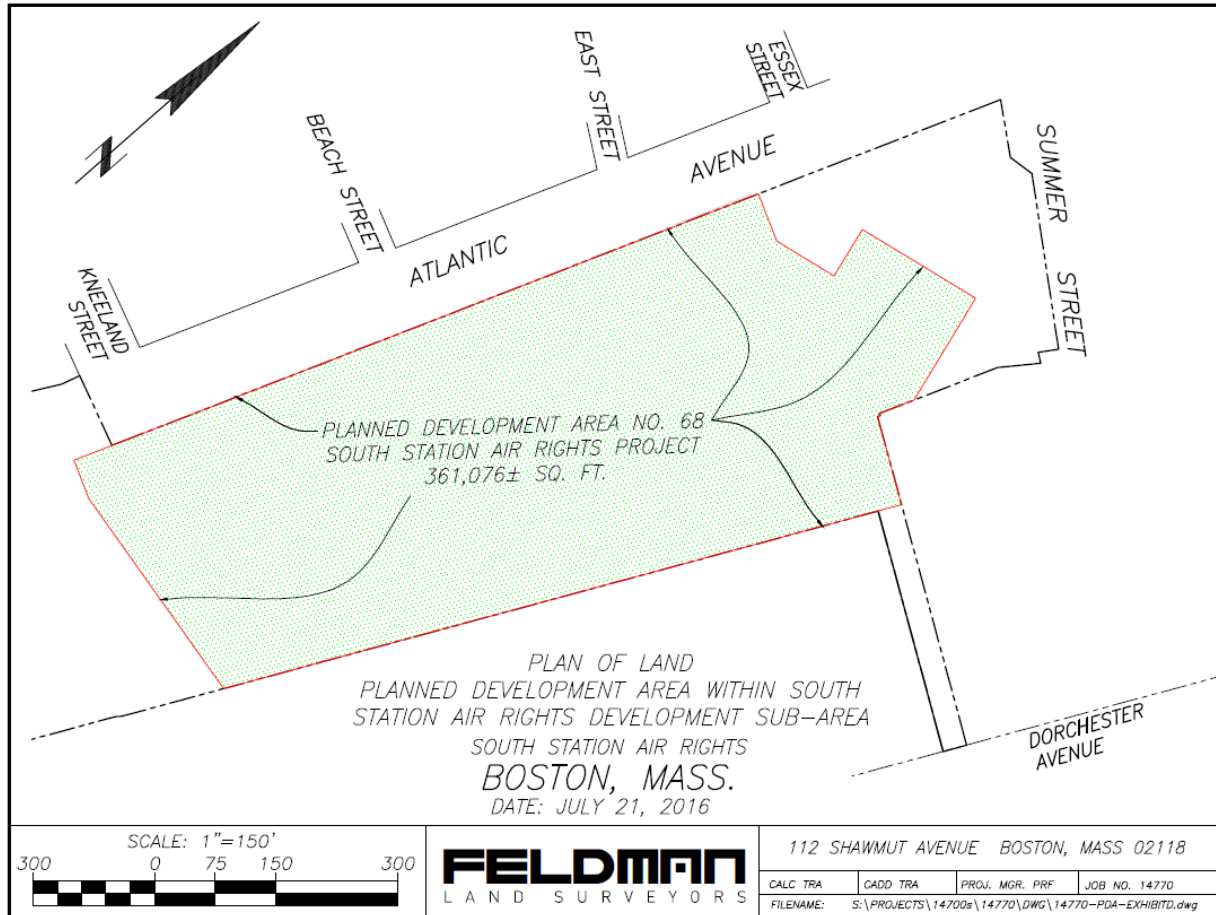


Figure 5 – Plat

B. Planning/Zoning

1. Designation(s): identify Site's current planning/zoning designations(s)

Zoning for the Project is defined in the Development Plan for the project. The Development Plan was approved by the BPDA Board in December 2016 and by the Boston Zoning Commission in March 2017. A copy of the development plan will be furnished upon request.

2. Floor Area Ratio (FAR): identify Site's current FAR

The maximum FAR pursuant to the Development Plan is 7.6.

3. Permitted Use(s): briefly describe Site's current permitted use(s)

Phase 1: Office – 760,000sf, Retail – 8,000 sf; Residential – 347,000 sf; Parking 527 spaces.

Phase 2: Residential and/or Hotel – 465,000 sf; Retail – 8,000 sf.

Phase 3: Office – 541,000 sf; Retail – 13,000 sf.

4. Rezoning: must Site be rezoned for the Project's expected use?

☐ Yes ☒ No

a. If Yes, outline rezoning process, including all government approvals, public hearings, and schedule. Please describe any opportunity to fast track.

b. If Yes, will governments commit to rezoning prior to Site selection?

5. Neighboring Properties

a. Designation(s): identify current planning/zoning designation(s) for Neighboring Properties. Adjacent USPS property. B-10 General Business.

b. Permitted Use(s): briefly describe Neighboring Properties' permitted use(s).

The project site sits at the nexus of Boston's Downtown and Waterfront areas. There has been, and will continue to, significant growth and evolution typical to dense, mixed-use urban neighborhoods. Significant physical changes would be regulated and evaluated by the Boston Planning and Development Agency.

C. Environment

1. Site and Improvements (if any)

a. Prior Use(s): detail prior use(s) of Site (or portion of Site) in reverse chronological order.

The Site has been the main train station for Boston since it was completed in 1898. At that time, it was the largest train station in the world.

b. Environmental Event(s)

(i) Detail each environmental event occurring on Site (or portion of Site) in reverse chronological order. (Environmental events include – but are not limited to – any contamination, dumping, explosion, fire, landfill or spill of any kind or description)

There has been no significant environmental event on the Site. Urban fill encountered during Developer's geotechnical testing program contained constituents exceeding Massachusetts Contingency Plan Reportable Concentrations Criteria for petroleum hydrocarbons, semi-volatile organic compounds, and cadmium and chromium. Detections of those compounds are typical of urban fill material, which is ubiquitous in the region.

(ii) Describe any environmental cleanup or remediation occurring on Site (or portion of Site) as a result of an environmental event or otherwise in reverse chronological order.

Please also include any environmental studies as supplemental information.

Excavation for foundations and elevator pits for the Project will require implementation of a soil management program and any contaminated soil that needs to be exported from the Site may require special handling and disposal.

c. Environmental Study

(i) Detail each environmental study undertaken on Site (or portion of Site) in reverse chronological order.

A Phase 1 Environmental Site Assessment was conducted in October 2015. This document includes a summary of previous reports.

(ii) Provide copies of environmental studies performed on the site within the prior three years.

The 2015 Phase 1 Environmental Site Assessment is included as an attachment.

2. Neighboring Properties

a. Prior Use(s): detail prior use(s) of Neighboring Properties in reverse chronological order. Please include any environmental events. Please also include any environmental studies as supplemental information

The site is bordered by Atlantic Avenue to the west, Summer Street to the north and the 245 Summer Street office building (Fidelity Investments headquarters) and the United States Postal Service General Mail Handling Facility to the east. The use of the land to the east, prior to the current uses, was a portion of the original South Station train station.

3. Topography

a. Elevation: identify Site's minimum and maximum topographic elevation. Please provide a topographic survey of Site, if available.

Sidewalk elevations along Atlantic Avenue range from approximately +11' to +13' based on the NGVD29 datum.

b. Terrain: describe Site's terrain and Neighboring Properties' terrain:

The site is generally flat.

c. Wetlands: describe bodies of water, creeks, ditches, lakes, ponds, rivers and wetlands, and identify governing body or regulatory agency for each for Site and Neighboring Properties.

None.

4. Soils types for Site and Neighboring Properties

From surface to bedrock, soil types encountered during geotechnical boring process included urban fill, organic deposits, marine deposits and glacial deposits.

a. Testing: describe any geotechnical or other testing that has been or will be completed on Site (or portion of Site)

Geotechnical testing was conducted in 2007. The results are summarized in the 2015 Phase 1 ESA referred to in section C.1.c.(ii) above and included as an attachment.

5. Studies Permit(s)

a. Specify all required environmental impact assessments and other environmental studies, and name relevant regulatory agency or agencies.

All environmental impact studies required in order to obtain Project approvals have been completed. All environmental approvals required for the Project have been obtained.

- b. Specify all required environmental permits, and name each government issuer of same. Can the environmental and building permits be integrated? Include a timetable for approvals.

The environmental approvals required for the Project are extensive. A comprehensive list will be furnished upon request if the Project is selected. Remaining approvals which are in process, but not yet obtained, include certain approvals from the Federal Railroad Administration, Amtrak and MBTA regarding modifications to tracks and platforms required to accommodate the Project, MBTA approval of the plans for the transportation infrastructure improvements, MassDOT approval of impacts on the adjacent I-93 tunnel, a State Highway Access Permit for construction occurring on highway property, and site plan approval from the Boston Water and Sewer Commission. It is anticipated that building permits for Phase 1 will be obtained in Q2 2018.

6. Process: briefly describe the environmental study and permit processes, from preliminary discussions to final action, including any appeal periods. Also include the total costs for a building permit.

The Project has obtained an extensive array of permits and approvals from federal, state and local regulatory authorities. A comprehensive list and description of the process will be furnished upon request. The entire 3-phase project has obtained the primary discretionary approvals at the city (Article 80 approval) and state (MEPA certificate) levels. The cost of the building permits required for Phase 1 is estimated to be \$5 million.

7. Code(s), Regulations

- a. Include with your response a copy of the relevant state and local environmental code(s) and regulations. (Federal statutes and regulations need not be included with your response.)

The relevant local environmental regulations for the Project are set forth in Article 80 of the Boston Zoning Code. The Article 80 process for the Project included a review of the Project's impacts on transportation, public realm, the environment, and historic resources. Article 80 approval of the Project was obtained in December 2016. The relevant state environmental regulations governing the Project are known as the MEPA regulations which are set forth in the Code of Massachusetts Regulations (CMR). The MEPA requirements are similar to those of the city's Article 80 review process and the permit filings for the two approvals are very similar. The MEPA certificate for the Project, evidencing the MEPA approval for the Project, was issued in October 2016.

- b. Are amendments to the relevant environmental code(s) and regulations pending or proposed?

☐ Yes ☒ No

If Yes, please provide detail:

8. Noise Restrictions: detail all noise restrictions or limitations affecting Site and any exceptions to or exemptions from same. Attach the appropriate statutory and other authorities.

The project is subject to generally applicable noise regulations promulgated by the Commonwealth of Massachusetts Department of Environmental Protection and set forth in 310 CMR 7.10, as supplemented by its policy statement dated February 1, 1990. The project is also subject to the noise restrictions of Sec. 16-26 of the Boston Municipal Code and regulations promulgated by the Boston Air Pollution Control Commission.

D. Building

1. Permits: specify all required building permits, and name government issuer of same.

Phase 1 requires two building permits, one for the transportation infrastructure improvements to be issued by the Commonwealth of Massachusetts Office of Public Safety and Inspections, the other for the commercial and residential components to be issued by the City of Boston Inspectional Services Department.

2. Process

- a. Briefly describe the building permit process, from pre-application discussions to final action, including any appeal periods.

The building permit process commences after the Article 80 and MEPA approvals have been obtained. If any building code variances are required, detailed review by the building officials commences after variances have been approved by the Appeals Board.

- b. Briefly describe the estimated cost to obtain a building permit for the project. Please attach a copy of the building permit ordinance.

Building permit ordinance to be provided on request. The cost of the permits will be determined based on the cost of construction which will be confirmed during Q2 2018. The cost of the building permits required for Phase 1 is estimated to be \$5 million.

3. Timetable: outline the timetable for a building permit process for a project such as that proposed by the Project and include whether the community can commit to a timetable for approval.

As described previously, the building permit applications for Phase 1 have been submitted and building permits are expected to be obtained in Q2 2018.

4. Restrictions: outline any height restrictions relevant to Site.

Pursuant to the Development Plan for the Project, approved by the Boston Zoning Commission in March 2017, the height limits for each phase of the Project are as follows (all dimensions from grade level):

Phase 1 – 678’

Phase 2 – 340’

Phase 3 – 279’

E. Utilities

For each of the following utilities/services, list the name of the utility/service provider, the person assigned to work with the Project and the relevant contact information for that person.

☐ Water

Boston Water and Sewer Commission

John Sullivan, Chief Engineer

617-989-7000

☐ Wastewater

Boston Water and Sewer Commission

John Sullivan, Chief Engineer

617-989-7000

☐ Electricity

Eversource

John Amann

508-660-5205

☐ Natural Gas

National Grid

Robert Lombardi

978-500-3613

☐ Solid Waste

To be determined following commencement of construction

☐ Drainage/Storm Water

Boston Water and Sewer Commission

John Sullivan, Chief Engineer

617-989-7000

☐ Telecommunications

To be determined following commencement of construction

☐ Broadband

To be determined following commencement of construction

1. Water: Please provide name of service provider, distance to Site, line size, capacity of line and system, and any capital improvements planned.

Boston Water and Sewer Commission is the utility responsible for providing water to the Site. The Project will tap into existing 12-inch and 16-inch water lines located in Atlantic Avenue. Adequate capacity currently exists in these lines to provide water (domestic and fire) for each of the three phases of the Project. No capital improvements are planned.

- a. Costs - For water service to project on Site, estimate the cost of each of the following:

- (i) Impact Fee

Impact fees, if any, will be determined as a component of the building permit costs, which will be determined in Q2 2018.

- (ii) Extension of water line(s)

The cost to extend water lines to the Project from the existing main in Atlantic Avenue will be determined in Q2 2018.

(iii) Installation of water line(s)

The cost to install water lines to the Project from the existing main in Atlantic Avenue will be determined in Q2 2018.

(iv) Tap Fee(s)

Tap fees will be determined as a component of the building permit costs, which will be determined in Q2 2018.

(v) Other relevant fees and assessments

No other fees or assessments are anticipated.

2. Wastewater: Please provide name of service provider, distance to Site, line size, capacity of line and system, and any capital improvements planned.

Boston Water and Sewer Commission is the utility responsible for providing wastewater / sanitary service to the Site. The Project will tap into an existing 15-inch sanitary line located in Atlantic Avenue. Adequate capacity currently exists in this line to provide sanitary for each of the three phases of the Project. No capital improvements are planned.

a. Costs - For wastewater service to project on Site, estimate the cost of each of the following:

(i) Impact Fee

Impact fees, if any, will be determined as a component of the building permit costs, which will be determined in Q2 2018.

(ii) Extension of sewage line(s)

The cost to extend the sanitary line to the Project from the existing sanitary line in Atlantic Avenue will be determined in Q2 2018.

(iii) Installation of wastewater line(s)

The cost to install the sanitary line to the Project from the existing sanitary line in Atlantic Avenue will be determined in Q2 2018.

(iv) Tap Fee(s)

Tap fees will be determined as a component of the building permit costs, which will be determined in Q2 2018.

(v) Other relevant fees and assessments

The Project will pay a “wastewater inflow reduction” fee to BWSC. This fee, which will be paid by Developer prior to commissioning of the Project sanitary system, supports BWSC efforts to remove extraneous clean water flows from the regional wastewater system.

3. Electricity: Please provide name of service provider, distance to Site, if dual feed available, capacity of line and system (including peak usage), and any capital improvements planned.

Eversource is the utility responsible for providing electrical service to the Site, and currently provides service to the existing transportation center and intercity bus terminal operating on the Site. The Project will incorporate a new dual feed arrangement from the

existing electrical network immediately adjacent to the Site. Capacity exists in the Eversource network in this geographic section of Boston to provide robust electrical service for all phases of the Project, in addition to service to other significant adjacent office and residential buildings. No significant capital improvements are currently planned.

- a. What is the expected proportion of renewable energy in the utility's generation mix over the next 20 years?

While it is not possible to determine precisely the expected proportion of renewable energy in its electrical generation mix over the next 20 years, Eversource is nonetheless dedicated to developing renewable energy sources – now and in the future. Eversource currently owns and operates several renewable generation sources that include:

- A 51 kW solar facility in Manchester, NH
- A 1.8 MW solar facility located in Pittsfield, MA
- A 12 acre solar facility in Springfield, MA
- A second 3.9 MW solar facility in Springfield, MA. This generation facility occupies 22 acres of land on top of a capped landfill, contains 12,980 solar panels and can supply electricity to 850 average-size homes.

- b. What options are or will be available for the project to use up to 100% renewable energy to serve their load?

As Eversource continues to develop its stable of renewable energy sources, thereby lessening its dependence upon fossil fuel generation, the Project will be prepared to take advantage of those opportunities as they best serve the needs of the Project, its office tenants, and residents.

- c. What options are currently available to purchase power at Site on the open market?

Developer currently purchases electrical power on the open market for properties in the Boston metropolitan area that it owns and operates from Engie. Other providers of electrical power are available on the open market, and all qualified providers will be considered for selection to service the Project, following commencement of construction.

- d. What is the cost per kWh?

Developer's budgeted cost for electrical power for the Project is \$0.175/kWh.

4. Natural Gas: Please provide name of service provider, distance to Site, line size, capacity of line and system, and any capital improvements planned. Include any costs to the Project.

National Grid is the utility responsible for providing natural gas service to the Site, and currently provides service to the existing transportation center and intercity bus terminal operating on the Site. The Project will tap into the existing 12-inch gas line immediately adjacent to the Site in Atlantic Avenue. Capacity exists in this line to provide service for all phases of the Project.

5. Telecommunication & Broadband

- a. Provider(s) - Name and describe providers of telecommunications (including cellular coverage) services to Site, and all high speed data links available to Site.

Multiple telecommunications providers are available to service the Site, including Verizon, AT&T, XO, Lightower Fiber Networks, and Level 3 Communications (now CenturyLink).

- b. Fiber maps/routes

Telecommunications providers currently maintain fiber routes either in Atlantic Avenue (immediately adjacent to the site), or within proximity to the Site. These fiber routes currently service large corporate users in the financial district of downtown Boston.

Access to each of these fiber routes from the Site will be evaluated following commencement of construction, and a decision as to which provider(s) will be selected to service the Project made at that time.

- c. Estimated cost of dark fiber lease/ownership

This cost will vary depending upon the provider selected and will be determined at the time of selection of the provider(s).

- d. Is any telecommunication license required for dark fiber install or use?

The requirement for a license to install or use dark fiber will be dependent upon agreements which each provider may have in place at the time of selection with Boston Transportation Department, and utilities controlling existing infrastructure. The requirement(s) for a license will be determined at the time of selection of the provider(s).

- e. Process to install new fiber lines to reach Site

The process to install new fiber lines to reach the Site, to the extent that the selected provider(s) does not already have fiber located immediately adjacent to the Site, will be determined at the time of selection of the provider(s).

F. Transportation

1. Air

- a. Nearest Airport: name, distance to Site, number of passenger carrier service providers. Also include any planned, funded and approved capital improvements to the airport.

Boston Logan International Airport (BOS)

Boston Logan International Airport (BOS) in East Boston is just two driving miles from Suffolk Downs and four miles from Seaport Square. Logan is served by 56 carriers including 30 foreign flag carriers and 11 low-cost carriers¹

¹ Massport, "Airline Route Development at Boston Logan" July 13, 2017, p. 3

Logan International Airport has daily non-stop flights to popular destinations:²

Upcoming Capital Improvements at Logan

In 2018, Massport will begin phase 1 of the Terminal E Modernization project, which includes the addition of seven gates in two phases.³ The modernization includes an indoor connection between Terminal E and the MBTA Blue Line aimed at encouraging more travelers to take the T. In 2017, Massport began a \$200 million project to consolidate gates at Terminal B. Another potential upcoming project is the creation of up to 5,000 parking spaces. Massport's net investment in Logan's facilities for ongoing and proposed projects, according to its fiscal year 2017-2021 Capital Program, is projected to be \$2.1 billion in airport projects.⁴ In addition to capital improvement projects at Logan Airport, Massport employs a Trip Reduction Strategy to encourage High Occupancy Travel (HOV) travel to and from the airport. Since 1990, Massport has increased HOV seats to the airport by over 250% and has achieved at Logan the highest HOV mode share of any airport in the country.

b. Detail daily scheduled service, including flights to Seattle, New York City, San Francisco/Bay Area, and Washington, D.C.

San-Francisco

13+ daily nonstop flights to San Francisco International Airport

In summer 2017, there were there 126 weekly nonstop flights from Boston to San Francisco supported by four airlines; the number is projected to increase to 134 by summer 2018.

Washington DC

50+ daily nonstop flights to Washington, DC

In summer 2017, there were 325 weekly nonstop flights from Boston to Washington, DC supported by five airlines.

Seattle

5+ daily nonstop flights to Seattle

In summer 2017, there were 54 weekly nonstop flights from Boston to Seattle supported by three airlines; the number is projected to increase to 56 by summer 2018

New York City

75+ daily nonstop flights to New York City

In summer 2017, there were 403 weekly nonstop flights from Boston to New York City supported by four airlines; the number is projected to increase to 432 by summer 2018. These flights serve JFK, La Guardia, and Newark airports.

c. Next nearest Airport:

² Massport, OAG Schedules & Airlines

³ Massport 2017 Comprehensive Annual Financial Report <http://www.massport.com/media/2641/mpa-fy17-cafr-final.pdf>

⁴ <http://www.massport.com/conley-terminal/about-the-port/port-statistics/autoport/>

Manchester-Boston Regional Airport (MHT)

Manchester-Boston Regional airport is 49 driving miles from Seaport Square and 52 miles from Suffolk Downs. Four airlines, including American, Delta, Southwest and United Airlines, serve the needs of the airport. Currently, there are no direct flights available to Seattle and San Francisco. There are four non-stop daily flights to Washington D.C and six to New York City.

2. **Roads:** describe road access to Site and any planned improvements. Include details of how employees may commute into Site via personal auto or rideshare. Use specific highway names, road names, bridges, etc.

The Project's parking garage can be accessed via a ramp system that ties directly into the I-90/I-93 interchange. Interstate 90 (Massachusetts Turnpike) and Interstate 93 are Boston's primary east-west and north-south highway systems. There is no more conveniently accessible parking location in the city. One can drive from Logan Airport into the Project garage without going through a traffic light. The Project will include a ride share pick up and drop off area inside the garage so that drivers and patrons can avoid city street traffic unless their destinations require doing so. There will also be a Zipcar rideshare station in the Project parking garage. There will be ample bike parking (280 spaces for Phase 1 office tenants) in the Project parking garage. In addition, Hubway, Boston's citywide bicycle sharing program offers a large dock of bicycles on the sidewalk located just outside of the Phase 1 ground floor lobby.

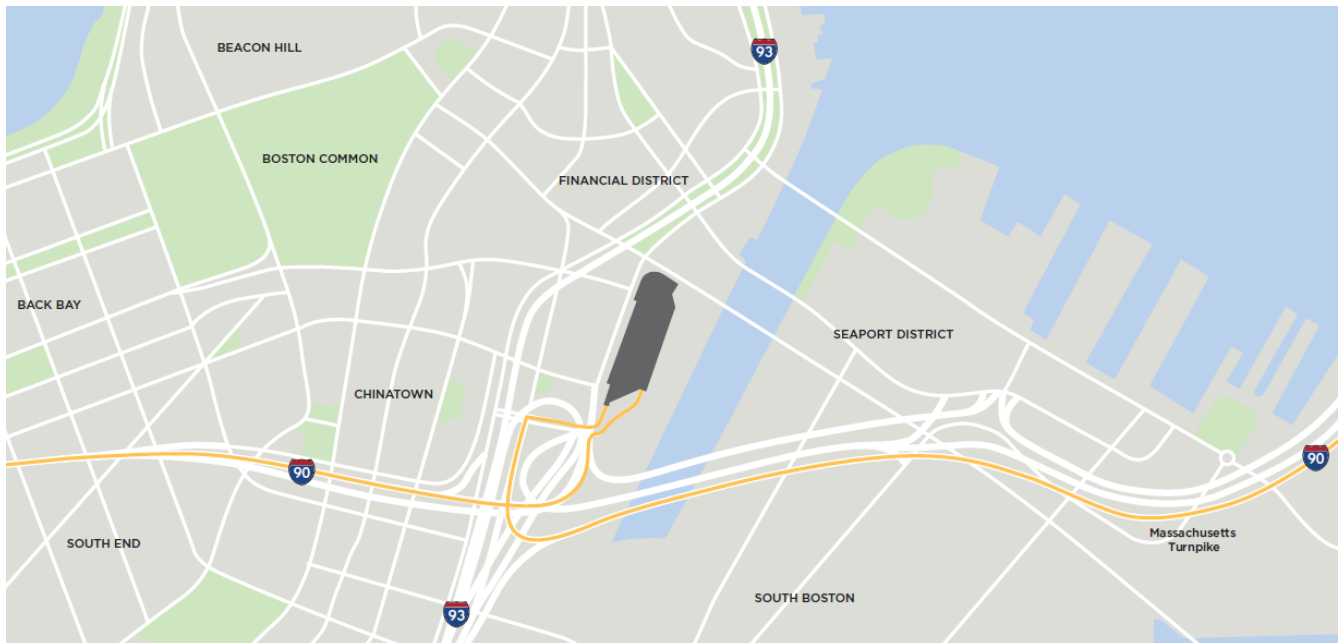


Figure 6 – Road Access

3. Tram or Light Rail: name of provider, details of system (maps) of areas served, and planned improvements. Also include data on the reliability of the service and delays.

You can find data on MBTA ridership and reliability on the MBTA Performance

Dashboard: <http://www.mbtabackontrack.com/performance/index.html#/home>

The Site is above the MBTA South Station terminal with direct access to Amtrak. South Station provides intercity rail services along the northeast corridor, providing convenient access to cities such as New York City, Newark, Philadelphia, and Washington D.C.

Endpoint on-time performance rating for the Northeast regional Amtrak service was 77% over the 12-month period spanning September 2016 to September 2017. Per the Amtrak performance measures, a train is considered on-time if it arrives at the destination, or end-point, within an allowed number of minutes of its scheduled arrival time. Trains are allowed a certain tolerance at the end-point based on the number of miles traveled. In FY2017, the Amtrak Northeast Corridor recorded ridership of 12.1 million passengers.

- a. Extension or new tram/light rail service

- (i) Will State/Commonwealth/Province or local government(s) commit to acquire right-of-way to assure tram or light rail service to Site?

Site currently has light rail service.

☐ Yes ☐ No

- (ii) If Yes, provide letter of commitment and identify funding source(s).

N/A

4. Metro or Subway: name of provider, details of system (maps) of areas served, and planned improvements. Also include data on the reliability of the service and delays.

The Site is above the MBTA South Station terminal with direct access to the Red Line.

The Red Line provides services to MIT and Harvard campuses as well as the technology cluster around Kendall Square in East Cambridge, and southeast of the city to Braintree and Mattapan. According to the MassDOT and the MBTA performance measures, subway reliability for the Red Line was 92% for FY17 with a 2018 target of 92%. The reliability measures describe how well the MBTA adheres to its published schedules and service frequencies. Subway reliability is the percent of customers who wait no longer than the scheduled time between trains. Average weekday ridership for the Red Line over the 12-month period spanning October 2016 to October 2017 was 281,356 passengers. Overall subway system average daily ridership for that same time period was 782,897 passengers.



Figure 7 – Transit Access

a. Extension or new service commitment

(i) Will State/Commonwealth/Province or local government(s) commit to acquire right-of-way to assure metro service to Site?

☐ Yes ☐ No

Site currently has metro service.

(ii) If Yes, provide letter of commitment and identify funding source(s).

N/A

5. Commuter Train Service: name of provider, details of system (maps) of areas served, and planned improvements. Also include data on the reliability of the service and delays.

The Site is above the MBTA South Station terminal with direct access to the MBTA's commuter rail, providing access to suburban communities to the west and south of the city. According to the MassDOT and the MBTA performance measures, commuter rail reliability was 93% for FY17 with a 2018 target of 92%. The reliability measures describe how well the MBTA adheres to its published schedules and service frequencies.

Commuter rail reliability is the percentage of trains that arrive at their final stop no more than 5 minutes later than scheduled. Commuter rail services operated is a supplemental reliability measure and is the percentage of scheduled trains that ran at least part of their route. This measure was 99.6% for FY2017. Average weekday ridership for the MBTA commuter rail over the 12-month period spanning October 2016 to October 2017 was 124,770 passengers.

a. Extension or new service commitment

(i) Will State/Commonwealth/Province or local government(s) commit to acquire right-of-way to assure rail service to Site?

☐ Yes ☐ No

Site currently has rail service.

(ii) If Yes, provide letter of commitment and identify funding source(s).

N/A

6. Ferry Service for employee commuting: name of provider, details of system (maps) of areas served, and planned improvements. Also include data on the reliability of the service and delays.

The MBTA provides ferry services between downtown Boston, the South Shore, Logan Airport and Charlestown. According to the MassDOT and the MBTA performance measures, ferry service reliability was 98% for FY17 with a 2018 target of 95%. The reliability measures describe how well the MBTA adheres to its published schedules and service frequencies. Ferry reliability is the percent of ferry and commuter boat trips that arrive at their final destination no more than 5 minutes later than scheduled.

a. Extension or new service commitment

(i) Will State/Commonwealth/Province or local government(s) commit to acquire right-of-way to assure ferry service to Site?

☐ Yes ☐ No

Ferry service within walking distance to site.

(ii) If Yes, provide letter of commitment and identify funding source(s).

Ferry service within walking distance to site.

7. Bus Service: name of provider, details of system (maps) of areas served, and planned improvements. Also include data on the reliability of the service and delays.

The MBTA provides local bus services with bus stops at the site and the Silver Line bus rapid transit stop within the South station terminal. According to the MassDOT and the MBTA performance measures, key bus route reliability was 77% with a 2018 target of 80%. Overall bus passenger comfort was 94.9%. The reliability measures describe how well the MBTA adheres to its published schedules and service frequencies. Bus reliability is how often bus service arrives when it is expected. Bus service operation rating, a supplemental reliability measure is the percentage of scheduled bus trips that completed their route – this measure was 98.3% for FY2017. Average weekday ridership for the MBTA bus over the 12-month period spanning October 2016 to October 2017 was 356,524 passengers. The Silver Line bus rapid transit line had an average weekday ridership of 33,002 for that same time period. Multiple regional bus carriers serve the South Station bus terminal including Greyhound, Peter Pan, Bolt Bus, Boston Express, C&J, Concord Coach Lines, Dartmouth Coach, Dattco, Lucky Star, and Plymouth & Brockton.

a. New service or extension commitment

(i) Will State/Commonwealth/Province or local government(s) commit to acquire right-of-way to assure bus service to Site, if necessary?

☐ Yes ☐ No

Site currently has bus service.

(ii) If Yes, provide letter of commitment and identify funding source(s).

N/A

8. Master Transit Plan: please provide a copy of the Master Transit Plan encompassing Site, if any.

G. Local Taxes

1. Real Property Tax Rate

a. Calculate Annual Real Property Taxes for Site

The City of Boston's fiscal year starts on July 1 and ends on June 30. Property taxes are billed based on an assessed value and on a quarterly basis. The first and second quarter tax bills are estimates based on the prior year's property value and tax rate. The current year tax rate appears on the third quarter tax bill.

The 2018 tax rate (per thousand dollars of assessed value) is \$10.48 for residential and \$25.20 for commercial, industrial, and personal property.

2. Personal Property Tax Rate

Please see number above. The 2018 tax rate (per thousand dollars of assessed value) is \$25.20 for personal property.

a. Detail any personal property exclusions

Per the City of Boston tax website: "Professional tools used by plumbers, carpenters, mechanics, and workers in other trades are exempt. In legal terms, these are called "tools of the trade." Tools used by other professionals, like dentists and doctors, are not exempt."

Source: <https://www.boston.gov/departments/assessing/personal-property-tax>

3. Detail any additional local taxes (i.e., overlay, infrastructure)

There are two noteworthy tax initiatives that are currently in effect in Boston:

1. Proposition 2½: Massachusetts voters passed the ballot initiative in 1980. The law limits the amount of property taxes a city or town can raise in two ways (Source: <https://www.boston.gov/departments/assessing/how-we-tax-your-property>):

- The amount raised in property taxes can never be more than 2½ percent of the full cash value of all taxable property in a city or town. This is called the 2½ levy ceiling.

- The amount raised in property taxes cannot jump more than 2½ percent from year to year. There are exceptions for new growth, or if voters OK overrides and exclusions. This is called the 2½ levy limit.
- 2. Community Preservation Act (CPA): In November 2016, Boston voters approved the CPA to create a community preservation fund. The City of Boston “finances this fund in part by a 1% property tax-based surcharge on residential and business property tax bills, beginning in July 2017. The City will use this revenue to fund the following types of initiatives consistent with CPA guidelines: affordable housing, historic preservation, open space, and public recreation.
 - The CPA surcharge is expected to show up on quarterly tax bills beginning in Fiscal Year 2018 as a separate line item from the typical tax levy. The CPA surcharge by first deducting \$100,000 from the property value. Next, we recalculate the tax and any residential exemption or any personal exemptions that exist.

Source: <https://www.boston.gov/community-preservation-act>

H. Government

1. Describe the government in your community, focusing on:

a. Municipal government organization and responsibilities

The following City of Boston departments have jurisdiction over the Project:

- Mayor of the City of Boston
- Boston Air Pollution Control Commission
- Boston Civic Design Commission
- Boston Committee on Licenses
- Boston Fire Department
- Boston Inspectional Services Department
- Boston Parks and Recreation Commission
- Boston Public Improvement Commission/
- Department of Public Works
- Boston Redevelopment Authority
- Boston Transportation Department
- Boston Water and Sewer Commission
- Boston Zoning Commission
- Boston Zoning Board of Appeal
- Boston Employment Commission

b. County government organization and responsibilities

N/A

c. State government organization and responsibilities, especially as government action may affect the Company and the headquarters.

The following state agencies have jurisdiction over the Project:

- Department of Transportation (MassDOT)
- Department of Environmental Protection (DEP), Division of Water Pollution Control
- Department of Environmental Protection (DEP), Environmental Results Program
- DEP Division of Air Quality Control
- Executive Office of Energy and Environmental Affairs (MEPA Office)
- Massachusetts Bay Transportation Authority
- Massachusetts Historical Commission
- Massachusetts Water Resources Authority

2. Elected Officials

Name the following elected officials that represent your community and their term limit:

a. County Executive(s)

N/A

b. County Legislative Officers, Representatives

Massachusetts State Representative Aaron Michelwitz 2-year terms with no limit

Massachusetts State Senator Joseph Boncore 4-year term with no limit

c. Mayor or Chief Executive Officer

Mayor Martin J. Walsh, Boston, re-elected in 2017 (4-year term with no limit)

d. Municipal Legislative Officers, Representatives

Boston District City Councilor: Edward Flynn (District 2), 2-year term with no limit

Boston At-Large City Councilor: Anissa Essaibi-George (At-Large), 2-year term with no limit

Boston At-Large City Councilor: Michael Flaherty (At-Large), 2-year term with no limit

Boston At-Large City Councilor: Ayanna Pressley (At-Large), 2-year term with no limit

Boston At-Large City Councilor: Michelle Wu (At-Large), 2-year term with no limit

I. Labor/Talent

1. Describe any unique talent in the immediate area or opportunities that may not be covered in the Talent section.

Please refer to the full RFI for more detailed information on “Talent”.

Attachments

MA_Boston_SouthStation_RealEstateAttachment1: “Report on ASTM Phase I Environmental Site Assessment: South Station Air Rights Parcel”; Haley & Aldrich, Inc.; October 2015