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March 27, 2009

CERTIFICATE OF THE SECRETARY OF ENERGY AND ENVIRONMENTAL AFFAIRS
ON THE
NOTICE OF PROJECT CHANGE

PROJECT NAME : Prudential Center Redevelopment
PROJECT MUNICIPALITY : Boston
PROJECT WATERSHED : Charles River
EOEA NUMBER : 7208
PROJECT PROPONENT : Boston Properties Inc.
DATE NOTICED IN MONITOR : February 25, 2009

Pursuant to the Massachusetts Environmental Policy Act (M. G. L. c. 30, ss. 61-62I) and Section 11.10 of the MEPA regulations (301 CMR 11.00), I hereby determine that the change described in the Notice of Project Change (NPC) **does not require** additional MEPA review.

Project Description

The original project consisted of a major expansion and redesign of the mixed-use Prudential Center in the Back Bay area of Boston. The project proposed two new office buildings (Phase 1a and 4a), three new residential buildings (Phase 3, 4 and 5), a new supermarket (Phase 2) and reconfiguration of the retail arcades and outdoor open spaces. The project at full build was estimated to include approximately 6.17 million square feet (sf), including 1.9 million net new sf. Construction of that project is approximately 85% complete, includes all phases except 4a and 6 and consists of approximately 6.4 million sf of development.

Project Change

The NPC describes the project change as modification to Phase 4a, the Boylston Office Building (888 Boylston), and development of Phase 6, a 188-unit residential building on Exeter Street (Exeter Residences). 888 Boylston will be located between the existing Arcade entry and the Hynes Convention Center. Access to the office building will be provided from street level and from the Arcade level. The project change proposes to increase the height of the building by 87 feet from 155 feet to 242 feet. Square footage will be increased by 134,559 sf. In addition, the project includes remodeling of the Boylston Arcade (part of Phase 4b) which will add approximately 1,000 sf. Street level retail will be accessed from the public plaza and Arcade level retail will be accessed from the Boylston Arcade.

The Exeter Residences will be located on Exeter Street between the Shaw's Supermarket and Lord & Taylor. The project includes a 27-story building with 188 new residential units and approximately 1,330 sf of ground floor retail for a total of 242,000 sf (of which 9,251 sf is existing space, which was constructed as part of the Lord & Taylor building, and will be incorporated into the Exeter Residences). The height of the proposed building is 311 feet. The project will include a main building entrance on Exeter Street, a secondary entrance on plaza level and a third entrance accessed by the drop-off area located underneath the plaza. In addition, the project includes a pedestrian stairway linking Exeter Street to the interior plaza network at the Prudential Center.

Parking to support the Exeter Residences and 888 Boylston Street will be located within the current garage limits. Parking for the Exeter Residences will be provided through the introduction of managed parking areas and reconfiguration of the existing residential parking nests within the Prudential Center North Garage. Parking for 888 Boylston Street will be provided through the construction of an additional mezzanine level within the Green level of the Prudential Center parking garage and use of managed parking to maximize capacity within the existing garage.

Wastewater associated with 888 Boylston Street will be discharged through two connections to the 39-inch by 39-inch sanitary sewer main in Boylston Street. Wastewater associated with the Exeter Street Residences will be discharged via a service connection to a 12-inch sewer main in Exeter Street. Wastewater will ultimately be transported via the Boston Water and Sewer Commission (BWSC) and Massachusetts Water Resources Authority (MWRA) system to the Deer Island Wastewater Treatment Facility for treatment and discharge.

The site is located within the Groundwater Conservation Overlay District. It is almost entirely impervious and consists of a structural slab that straddles the Prudential Center parking garage. Stormwater from the site is collected via internal drains or collected off-site in street drains and catch basins. 888 Boylston will include a service connection to the 12-inch stormwater main in Boylston Street. Exeter Street Residences will include a service connection to the 20-inch stormwater main in Exeter Street. In addition, the project will include construction of a recharge system in Exeter Street to recharge rooftop run-off toward the Lenox Hotel and the Boston Public Library (BPL).

Construction dewatering is associated with construction of the foundations for the buildings (proposed as caissons through the existing garage floor), elevator pits and drainage work associated with the garage drainage system. Flow rates from dewatering will range from 0 to 100 gallons per minute (GPM) depending on the operations being undertaken. Average flow rates will range from 15 to 20 GPM.¹

The NPC identifies potential environmental impacts associated with the project change and quantifies the net change in impacts compared to what was previously reviewed by MEPA.² Copies of a separate NPC/Project Notification Form (PNF) and Draft Project Impact Report (DPIR) submitted to the Boston Redevelopment Authority (BRA) as part of the Article 80 process were included as attachments to the NPC. These documents provide a more detailed description of the project, environmental impacts and proposed mitigation. The project change does not change site acreage, increase the amount of land alteration or create additional impervious surfaces. The project change will increase square footage from 2,114,129 sf to 2,494,408 sf for a total increase of 380,279 sf. It will increase the number of housing units from 170 to 358 for a total increase of 188. Traffic generation will increase from 7,528 average daily vehicle trips (adt) to 8,179 for a total increase of 651 trips. Parking spaces will increase from 868 to 1,201 for a total increase of 333. Water use will increase from 1,010,800 gallons per day (gpd) to 1,056,908 gpd for a total increase of 46,108 gpd. Wastewater generation will increase from 825,300 gpd to 867,216 gpd for a total increase of 41,916 gpd.

Procedural History

The ENF for the Prudential Center Redevelopment project was filed on July 13, 1988. The project completed MEPA review in 1991, when its Final Environmental Impact Report (FEIR) was found adequate. Subsequent to the conclusion of MEPA review, several letters were submitted to the MEPA Office providing updates on the project status. (The letters were dated June 24, 1988, April 13, 1999, May 16, 2000 and January 16, 2001). A NPC filed in May 2002 addressed the inclusion of a hotel use and the addition of two floors within a portion of Phases 4a and 5 (which were residential and retail previously) and identified the proponent's intention to add a Phase 6 to its Master Plan which would include additional residential and retail use between East Ring Road and Exeter Street. A Certificate on the NPC was issued on June 24, 2002 indicating that no additional MEPA review was required.

Permitting and Jurisdiction

The original redevelopment project was categorically included for the preparation of an Environmental Impact Report (EIR) pursuant to 310 CMR 11.25 based on water use, total gross interior floor space and trip generation.³ It required a Sewer Connection Permit and Fossil Fuel Utilization permit from the Department of Environmental Protection (MassDEP) (formerly the

¹ Information on construction dewatering was provided by the proponent in an email dated March 24, 2009.

² The building includes a minimum of two stories of retail but may include up to four stories of retail. The NPC indicates that the more conservative case, which assumes the minimum amount of retail, was used to evaluate environmental impacts.

³ The Environmental Notification Form (ENF) review was conducted under previous MEPA regulations which were revised in 1998 and subject to minor revisions in 2008.

Department of Environmental Quality and Engineering). In addition, it required review by the Massachusetts Historical Commission (MHC).

MEPA review is required when one or more of the review thresholds identified in the MEPA regulations are met or exceeded and the subject matter of at least one review threshold is within MEPA jurisdiction (301 CMR 11.03). MEPA establishes jurisdiction over those aspects of a project within the subject matter of any required state Agency Action, including any Permit, Land Transfer or Financial Assistance from the Commonwealth (as those terms are defined in the MEPA regulations) (301 CMR 11.01(2)(a)). State Agency Action associated with the current project change is limited to the issuance of a Construction Site Dewatering Discharge Permit from the MWRA. The subject matter of this permit, broadly construed, includes stormwater management, wastewater generation and impacts to groundwater.

MEPA jurisdiction in this case is therefore limited to those aspects of the project that relate to stormwater, wastewater and groundwater impacts. Significantly, the project change does not exceed any environmental review thresholds associated with stormwater, wastewater or groundwater. The current project change was filed as a NPC under the MEPA regulations because it involves a change to and expansion of a previously reviewed project, and future development of the project site was contemplated during the prior MEPA review. However, had the project been treated as a new project, it would not have required MEPA review because, as described above, it does not exceed any review threshold that is within the subject matter of an Agency Action.

The project may require review by the Massachusetts Historical Commission (MHC); however, MHC review is not considered a Permit under the MEPA regulations, and the project does not trigger the threshold for historic impacts—i.e., demolition of an historic structure listed in or located in a historic district listed in the State Register of Historic Places or the Inventory of Historic and Archaeological Assets of the Commonwealth—in any event.

City of Boston Review

The original redevelopment project was also subject to review pursuant to Article 31 of the Boston Zoning Code (predecessor to the Article 80 Review). The current project change is subject to review by the BRA pursuant to Article 31 and Article 80 of the Boston Zoning Code. The project change was approved by the BRA on December 4, 2008. The project change requires several permits and approvals from the City of Boston including an amendment to the Development Agreement subject to approval by the Boston Zoning Commission (BZC) and the BRA, zoning relief subject to approval by the BZC, design review by the Boston Civic Design Commission (BCDC), review and approval of a Transportation Access Plan Agreement (TAPA) and a Construction Management Plan by the Boston Transportation Department (BTD), amendments to garage permits from the Boston Air Pollution Control Commission (BAPCC) and site plan approval and a construction dewatering permit from the Boston Water and Sewer Commission (BWSC).

Pursuant to 301 CMR 11.01(3), MEPA does not alter the review or permitting authority of a municipal government over a Project, nor does municipal review alter MEPA's jurisdiction over project.

Stormwater/Wastewater/Groundwater Impacts

As noted previously, the project requires a Construction Site Dewatering Discharge Permit from the MWRA and the BWSC prior to discharging groundwater into the sanitary sewer system because the discharge of groundwater and/or stormwater to the sanitary sewer system is prohibited, except in a combined sewer area when permitted by MWRA and the municipality. MassDEP, the MWRA and BWSC comments identify several issues that should be addressed by the project proponent during permitting by the MWRA and the City of Boston and through the project's post-construction certification statement to MassDEP. Each of these agencies identifies the importance of mitigating the impacts of wastewater generation through removal of clean extraneous water from the sewer system (infiltration/inflow (I/I)) on a 4:1 basis of I/I removal to wastewater generation, at a minimum. Comments from MassDEP note that the MassDEP I/I removal policy applies I/I mitigation to both permits and post-construction certifications. Comments from BWSC indicate that it will require development of an I/I plan.

Letters from BWSC and the MWRA also comment on stormwater infrastructure and management and impacts to groundwater. BWSC comments indicate that the proponent will be required to retain a specific amount of stormwater on the site and direct recharge towards the groundwater table. Comments from the BRA note that the proponent has designed a recharge system to direct recharge to an area along Exeter Street.

Other Comments on the NPC

The NPC has generated numerous comment letters from both supporters of the project and from concerned individuals. Several of the letters questioned the accuracy of information provided in the NPC and requested that an Environmental Impact Report (EIR) be required to address potential environmental impacts. Letters request additional review of the following: elimination of open space identified as Prudential Center Plaza II, impacts to historic resources including the Boston Public Library (BPL), impacts to transportation tunnels that run underneath the project site and air quality impacts associated with exhaust from the transportation infrastructure.

I have carefully considered the comments provided and their applicability to MEPA review of this project. Although the commenters appear to have serious concerns that the project change will result in significant impacts on the surrounding area, the issues identified in the comment letters do not fall within MEPA's jurisdiction over this project, which is limited to stormwater, wastewater and groundwater impacts. I urge the proponent to work with the commenters and concerned citizens to avoid and reduce to the maximum extent feasible the environmental impacts of the project that are not subject to review under MEPA.

Conclusion

MEPA jurisdiction over this project is limited to environmental impacts from the proposed project change associated with stormwater, wastewater and groundwater. Based on a review of the NPC, consultation with state agencies and review of comment letters submitted on the project, I find that the project's stormwater/wastewater infrastructure and management and any associated impacts to groundwater can be sufficiently addressed during the MWRA permitting process and that preparation of a Supplemental EIR to study those impacts is not warranted. No further MEPA review is required at this time.

March 27, 2009

Date



Ian A. Bowles

IAB/CDB/cdb

Comments received:

3/17/09	Massachusetts Department of Environmental Protection/Northeast Regional Office (MassDEP/NERO)
3/17/09	Massachusetts Water Resources Authority (MWRA)
3/13/09	Boston Redevelopment Authority (BRA)
3/13/09	Boston Water and Sewer Commission (BWSC)
3/11/09	Back Bay Association
3/13/09	Claremont Neighborhood Association
3/17/09	Javier A. Berdecia
2/24/09	Benjamin S. Blake
2/13/09	Maura Burke and Ned Flaherty
3/23/09	Maura Burke (second letter)
3/26/09	Maura Burke (third letter)
3/18/09	Peter N. Burnham
3/11/09	Mark D. Denny
3/11/09	Philip F. Dorman
3/2/09	Douglas Epstein

2/27/09	Ned Flaherty (second letter)
3/26/09	Ned Flaherty (third letter)
3/11/09	Frederick C. Gleason
2/26/09	Roberta E. Grigg
2/27/09	Roberta E. Grigg (second letter)
2/17/09	Amy Hoffner
3/15/09	Brittany Hutchinson
3/13/09	Shirley S. Kane
3/11/09	Janet Kerr
3/6/09	Evelyn Kimber
2/13/09	Joan G. Kinne
3/6/09	Shirley Kressel
3/18/09	Carolyn and Howard Ledewitz
2/19/09	Suzanne Leitch
3/2/09	Suzanne Leitch (second letter)
3/7/09	Betty Levine
3/1/09	Rebecca L. Martin
3/16/09	Julie McDermott
3/12/09	Patrick M. Mulvihill
3/1/09	Joseph D. Murphy
2/21/09	Sally Portle
2/28/09	Sally Portle (second letter)
2/17/09	Nancy Sonnabend
2/27/09	Nancy Sonnabend (second letter)
3/11/09	Brian Swett
3/16/09	Julie Walker
3/15/09	Amie Marie Weiner
2/21/09	Barney Weinstein
3/2/09	Kathryn A. Willimore
2/17/09	William F. Wunsch
2/17/09	William F. Wunsch (second letter)
3/16/09	Constance and Marvin Wool
3/15/09	Barbara Ann Zani
3/15/09	Ralph Zani