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August 8, 2008

CERTIFICATE OF THE SECRETARY OF ENERGY AND ENVIRONMENTAL AFFAIRS
ON THE
EXPANDED ENVIRONMENTAL NOTIFICATION FORM

PROJECT NAME: Seaport Square
PROJECT MUNICIPALITY: Boston
PROJECT WATERSHED: Boston Harbor
EEA NUMBER: 14255
PROJECT PROPONENT: **Gale International, Morgan Stanley and W/S Development Associates, LLC**
DATE NOTICED IN MONITOR: June 11, 2008

Pursuant to the Massachusetts Environmental Policy Act (G. L. c. 30, ss. 61-62H) and Section 11.06 of the MEPA regulations (301 CMR 11.00), I hereby determine that this project **requires** the preparation of an Environmental Impact Report (EIR). In a separate decision issued today I have proposed to grant a Phase 1 Waiver to allow the first phase of the project to proceed before the completion of MEPA review for the entire development.

The Proponents propose to make the Seaport Square project one of the largest sustainable neighborhoods in the country, and has targeted meeting Leadership in Energy and Environmental Design – Neighborhood Development (LEED-ND) at the Silver level for the entire twenty-block project area. Many of the LEED-ND Silver requirements are consistent with achieving significant energy reductions and subsequent reductions in greenhouse gases. The Proponents' commitment is timely, in light of the recent passage of comprehensive energy reform and economy-wide greenhouse gas regulatory mandates by the Legislature. Given the scale of the project and its current early stage in design, the development presents an opportunity to adopt innovative approaches to sustainability and energy use that go well beyond compliance with environmental regulations. I strongly encourage the Proponents to make a significant commitment related to clean energy and greenhouse gas emissions in the DEIR, so that this exciting project can be an integral part of the Commonwealth's effort to be a leader in clean energy and climate change solutions.

Project Description

As outlined in the Expanded Environmental Notification Form (EENF), the Seaport Square project will establish 20 new urban blocks in South Boston's waterfront district. The Proponents propose to construct of 19 new buildings on approximately 23 acres of land. The project site is generally defined by Northern Avenue, Seaport Boulevard, Congress Street and Summer Street. The building program includes approximately 6.5 million square feet (sf), consisting of 2.75 million sf of residential space, 1.25 million sf of retail space, 1.4 million sf of office and research space, a 500,000-sf hotel, and 600,000 sf of educational, civic and cultural uses. The project is proposed as a partnership between Gale International, Morgan Stanley and W/S Development Associates, LLC (the Proponents). The project is intended to be constructed continuously over seven to ten years.

The Proponents have designated a first phase of the project, and have requested a Phase 1 Waiver in the EENF. In Phase 1, the Proponents propose to develop three blocks of the project area, Blocks A, H and J. Block A will include 54,400 sf of residential space and 27,200 sf of retail/restaurant space for a total of 81,600 sf. Block H will include 72,700 sf of residential space and 19,400 sf of retail/restaurant space, for a total of 92,100 sf. Block J is the proposed new site of the Catholic Archdiocese of Boston's Our Lady of Good Voyage Chapel, which is currently located at 65 Northern Avenue. The relocated Chapel will be approximately 25,000 sf. The total gross floor area for the three blocks is 198,700 sf, or approximately 3 percent of the total project.

The project is envisioned as a transit-oriented development which will provide significant improvements to the public realm, including new public open spaces, new streets, extensive streetscaping and bicycle- and pedestrian-friendly areas. The proposed uses will be organized around two open spaces, Seaport Square and Seaport Hill, while Seaport Boulevard itself will become an extensively landscaped urban space. The Proponents have committed to working toward LEED-ND Silver for the overall project. In addition, the Proponents are targeting a LEED – New Construction (NC) Silver standard on Blocks A and H. Because construction on Block J will be directed by the Archdiocese, the final design parameters of the building have not been finalized.

The project site currently consists of public for-fee parking lots, which hold City of Boston's Air Pollution Control Commission permits for 3,647 commercial spaces. The Proponents propose to provide commercial parking spaces for 4,500 vehicles and 2,000 residential parking spaces in five new underground parking garages. The balance of the project after Phase 1 will be built on a series of large "bathtubs" with floor plates containing efficient below-grade parking and loading. Each of these bathtubs will provide platforms upon which multiple buildings will then be constructed. According to the Proponents, considerable construction efficiencies will be realized by constructing these bathtubs in a continuous sequence.

The project will create a number of new streets, continuing the grid layout of the Wharf District. New streets proposed in the EENF include extensions north of Farnsworth Street (as a pedestrian way), Thomson Place/Fan Pier Boulevard, and Pier Street. The Proponents will also construct a new street, Harbor Street that will connect the elevated Summer Street with Seaport Boulevard. Harbor Street will form a new T intersection with another new street, Autumn Lane,

which will provide access to Boston Wharf Road to the west and East Service Road to the east. Harbor Street will be continued as a pedestrian connection from Autumn Lane to Seaport Boulevard.

The EENF has been submitted as a joint EENF/Project Notification Form (PNF) to the Boston Redevelopment Authority (BRA). In response to this Certificate and the BRA Scoping Determination, the Proponents will prepare a combined Draft Project Impact Report (DPIR)/DEIR. While the EENF and DEIR will function as the PNF and DPIR for the BRA respectively, there is no formal linkage between the MEPA and BRA review of the project. The BRA will focus on the review of the project under the requirements of Article 80 of the City of Boston's zoning code, which generally includes more detailed review of building design. MEPA review will focus on the compliance of the project with the performance standards of required state permits, and with the intent of MEPA to ensure that the Proponents will avoid, minimize and mitigate Damage to the Environment.

Jurisdiction

The project is subject to environmental review and the preparation of a mandatory EIR pursuant to the following sections of the MEPA regulations: 301 CMR 11.03(5)(b)(4)(a), because it involves the new discharge of more than 100,000 gallons per day (gpd) of wastewater to a sewer system; 301 CMR 11.03(3)(a)(5), because it involves a new non-water dependent use on greater than one acre of tidelands; 301 CMR 11.03(6)(a)(6), because it will generate more than 3,000 new average daily trips (adt); 301 CMR 11.03(6)(a)(7), because it proposes the construction of more than 1,000 new parking spaces; and 301 CMR 11.03(10)(b)(1), because it will result in the demolition of a historic structure listed in the State Register of Historic Places.

The project requires the following permits and/or approvals from federal and state agencies: a National Pollutant Discharge Elimination System (NPDES) General Permit from the U.S. Environmental Protection Agency (EPA); a Height Restriction Notice and Section 19 Determination from the Federal Aviation Administration (FAA); a Chapter 91 License, a Sewer Connection/Extension Permit, and possible Air Plan Approval from the Department of Environmental Protection (MassDEP); a Sewer Use Discharge Permit and a Construction Dewatering Permit from the Massachusetts Water Resources Authority (MWRA); a Height Restriction Notice from the Massachusetts Aeronautics Commission (MAC); review by the Massachusetts Historical Commission (MHC); a possible Vehicular Access Permit from the Massachusetts Highway Department (MassHighway); approvals related to the Silver Line from the Massachusetts Bay Transportation Authority (MBTA); and compliance with MGL c. 40, Section 54A from the Executive Office of Transportation (EOT). Because the entire project site is within landlocked tidelands, the project will require a Public Benefits Determination from the Secretary of Energy and Environmental Affairs (Secretary), to be issued at the conclusion of the MEPA review process.

The project also requires numerous permits and approval from the City of Boston, including but not limited to: Article 80B Large Project Review and Article 80C Planned Development Area Review from the BRA; review and approval from the Boston Civic Design Commission; review from the Boston Landmarks Commission; Parking Freeze Permits from the Boston Air Pollution Control Commission; a Transportation Access Plan Agreement (TAPA) from the Boston Transportation Department (BTD); an Order of Conditions (OOC) from the

Boston Conservation Commission; and various permits from the Boston Water and Sewer Commission (BWSC).

The Proponents have indicated that they may seek financial assistance from the Commonwealth and that the project may involve land transfers from the Boston Redevelopment Authority and/or MassHighway. Given the possibility of financial assistance and/or a land transfer from the Commonwealth and the comprehensive subject matter of the required state permits, there is full-scope jurisdiction under MEPA for this project

Phase 1 Waiver Request and Criteria

The Proponents have requested a Waiver to allow Phase 1 of the project to proceed prior to the completion of the EIR for the entire project. Section 11.11 of the MEPA Regulations provides that the Secretary may waive any provision or requirement of 301 CMR 11.00 not specifically required by MEPA, and may impose appropriate and relevant conditions or restrictions, provided that the Secretary finds that strict compliance with the provision or requirement would: a) result in undue hardship to the Proponent, unless based on delay in compliance by the Proponent; and b) not serve to minimize or avoid damage to the environment.

In the case of a partial waiver of a mandatory EIR review threshold that would allow the Proponent to proceed to Phase 1 of the project prior to preparing an EIR, this finding shall be based on one or more of the following circumstances: 1) the potential environmental impacts of Phase 1 are insignificant; 2) ample and unconstrained infrastructure and services exist to support Phase 1; 3) the project is severable, such that Phase 1 does not require the implementation of any other future phases; and 4) the agency action on Phase 1 will contain conditions that ensure due compliance with MEPA.

Based on a review of the EENF and comment letters submitted to MEPA, and after consultation with state agencies, I propose to grant a Phase 1 Waiver for this project. This decision is detailed in the Draft Record of Decision (DROD), also issued today, which will be published in the next issue of the *Environmental Monitor* for a fourteen-day comment period, after which I shall reconsider, modify, or confirm the waiver.

SCOPE

General

As modified by this Certificate, the Proponents should prepare the DEIR in accordance with the general guidelines for outline and content found in Section 11.07 of the MEPA regulations. The DEIR should include a copy of this Certificate and of each comment letter submitted in response to the EENF. In order to ensure that the issues raised by commenters are addressed, the DEIR should include responses to comments. This directive is not intended to and shall not be construed to enlarge the scope of the DEIR beyond what has been expressly identified in this Certificate.

The Proponents should circulate the DEIR in accordance with Section 11.16 of the MEPA regulations; to those who commented on the EENF; to municipal officials in the City of Boston; and to any state and federal agencies from which the Proponents will potentially seek permits or approvals.

Project Description

The DEIR should include a thorough description of the entire project and all project elements and construction phases, including Phase 1. The DEIR should outline any changes to the project since the review of the EENF. It should describe the context of this proposal within the long-term redevelopment of the South Boston waterfront and address any redevelopment plans for abutting uses. The DEIR should provide a baseline of information about the project area and an initial analysis of the different types and levels of development that may be suitable for the Seaport Square area. The Proponents should use the DEIR as a tool to ensure appropriate planning for the full build-out of the site, analyze cumulative impacts, and provide an understanding of background conditions and resources present on the site.

The DEIR should include an existing conditions plan illustrating resources and abutting land uses for the entire project area and a proposed conditions plan (or plans) illustrating proposed elevations, structures, access roads, stormwater management systems, and utility connections associated with each phase of the project. The DEIR should include an analysis of wind and shadow impacts of the proposed buildings on pedestrians, open space and historic resources. The DEIR should also include a site circulation plan illustrating how motor vehicles, pedestrians and cyclists will be accommodated on the site for each phase of the project. The site circulation plan should delineate paths and connections to and along the waterfront. Plans must be provided for the entire site at a reasonable scale (e.g. 40 or 60 scale).

The Proponents should discuss how it developed the schedule for development in the project area and what factors influenced decisions about the order of building projects. The DEIR should provide information on what uses and buildings will occur in the project area in the interim period. The DEIR should provide an overview of other projects planned in the project area by other Proponents and should discuss how these planned projects will affect Seaport Square development plans, existing infrastructure, and potential cumulative impacts.

Permitting and Consistency

The DEIR should include a brief description of each state permit or agency action required or potentially required, and should demonstrate that the project will meet applicable performance standards. The DEIR should contain sufficient information to allow the permitting agencies to understand the environmental consequences of their official actions related to the project. The Proponents should clarify whether the project requires a Vehicular Access Permit from MassHighway.

The EENF provided a discussion of the project's consistency with the BRA's *South Boston Waterfront Public Realm Plan* (also known as the *Seaport Public Realm Plan*); the *South Boston Municipal Harbor Plan (SBMHP)*; and the BRA's 2002 *Fort Point Channel Watersheet Activation Plan*. In the DEIR, the Proponents should expand this discussion to include the Metropolitan Area Planning Council's (MAPC) *MetroFuture* report. I note comments from the

Boston Parks and Recreation Department regarding the requirement for an Open Space Impact Assessment. The Proponents should consult with the Boston Parks and Recreation Department on open space requirements and should provide a discussion of the amount and types of open space that will be provided as part of the project. The DEIR should outline the project's consistency with the City of Boston's *Open Space Plan 2008-2012*.

Alternatives

The Proponents state in the EENF that it considered earlier alternatives that included a greater amount of hotel and commercial uses, did not include a new road connecting Summer and Harbor Street, and did not fully realize the potential for open space at Seaport Square and Seaport Hill. The DEIR should contain a discussion of previously-considered site planning alternatives, and in particular, outline how site planning has been influenced by existing infrastructure, most notably roads and access to transit facilities, public access to the waterfront, and impacts to historic resources. The purpose of this discussion should be to evaluate how various frameworks that have informed the planning process have shaped the project and neighborhood and to demonstrate how the preferred alternative avoids, minimizes and mitigates environmental impacts to the maximum extent feasible. The Proponents should also evaluate the No Build alternative as required by MEPA regulation. In response to concerns regarding wind and shadow impacts along Northern Avenue, the Proponents should evaluate an alternative project layout that redistributes the proposed Northern Avenue buildings and heights.

Stormwater

The majority of the site currently consists of bituminous concrete used for surface parking. After construction, the site will consist of buildings, streets, sidewalks and landscaping. The Proponents assert that stormwater flows from the project area are anticipated to decrease as a result of the project due to a reduction in impervious area and more pervious areas consisting of open space and green roofs. New stormwater flows in the project area will consist primarily of rooftop drainage and runoff from paved surfaces.

The DEIR should provide a description, evaluation and mapping of existing drainage conditions and treatment systems in the project area. The DEIR should clarify whether the stormwater management system for the entire project area will be required to comply with MassDEP's Stormwater Regulations, or just that portion of the project located within the buffer zone to coastal wetland resource areas. The DEIR should provide drainage calculations, pre- and post-construction run-off rates and a detailed description of proposed stormwater best management practices (BMPs). The Proponents should provide sufficient information to demonstrate that the proposed stormwater management plan provides adequate protection for wetland resources, improves water quality and ecosystem function, manages surface and groundwater flows and integrates the environment fully into the urban infrastructure.

The project provides an excellent opportunity to incorporate Low Impact Development (LID) techniques in site design and storm water management plans. LID techniques incorporate stormwater BMPs and can reduce impacts to land and water resources by conserving natural systems and hydrologic functions. The primary tools of LID are landscaping features and naturally vegetated areas, which encourage detention, infiltration and filtration of stormwater on-site. Other tools include water conservation and use of pervious surfaces. The DEIR should

include a discussion of LID measures that the Proponents will incorporate into project design. I note that the Boston Water and Sewer Commission (BWSC) has stated that the Proponents must fully evaluate methods for retaining stormwater on-site before the Commission will consider a request to discharge to the BWSC system.

Wetlands

The Proponents note in the EENF that an Order of Conditions is required from the Boston Conservation Commission for activities proposed within the buffer zone to jurisdictional resource areas for development on Block A in the Phase 1 portion of the project. There are no additional wetland resource areas in the broader project area.

Chapter 91

Portions of the project site are within Chapter 91 licensing jurisdiction including all of Block A, the western end of Block B, the western end of Block H, the northeastern corner of Block G, and the northeastern portion of Block M. These areas total approximately 1.64 acres, or approximately 8 percent of the total project area. Phase 1 of the project includes 0.44 acres subject to Chapter 91. The entire project area is within landlocked tidelands and subject to a public benefits review and determination pursuant to Chapter 168 of the Acts of 2007. The Proponents have provided a review of the public benefits associated with Phase 1 as part of the EENF; a public benefits review for the remainder of the project should be presented in the DEIR.

The project site is located within the area of the existing South Boston Municipal Harbor Plan (SBMHP), which was approved in 2000. The Proponents assert that the proposed project will fulfill the goals of the SBMHP by activating the South Boston Waterfront and promoting public use of the Fort Point Channel and Boston Harbor. The Expanded ENF includes a general description of uses and structures and their consistency with Chapter 91. The DEIR should expand this discussion for parcels outside of the Phase 1 project area that are subject to Chapter 91, and should describe and illustrate how the project will achieve consistency with the Chapter 91 regulations, as amended by the SBMHP. The Proponents note in the EENF that it may seek one or more amendments to the SBMHP to allow additional height on a portion of Parcel B in exchange for additional open space or other offsets. The Proponents should provide additional detail on the potential need for and process related to a MHP amendment.

Coastal Zone Management

The project site is located within the Coastal Zone. The Proponents should outline in the DEIR how the project will meet the consistency policies of the Office of Coastal Zone Management.

Water Resources

A study of surface and groundwater that includes inventory, mapping, water quality, and quantity assessment should be conducted for all surface and groundwater resources in the project area. The Proponents should identify potential impacts to groundwater from activities such as underground parking and remediation activities, and demonstrate the construction will not adversely impact groundwater. The Proponents state in the EENF that project-wide design

criteria will be developed to protect and maintain existing groundwater levels; the DEIR should provide further information on this effort. The Proponents should discuss compliance with the requirements of the City of Boston's Groundwater Conservation Overlay District for parcels within the District. The Proponents should outline a plan for monitoring groundwater levels before, during and after construction.

Wastewater

According to the EENF, the proposed development will generate approximately 988,000 gallons per day (gpd) of wastewater flows. Phase 1 of the project will generate approximately 27,000 gpd of wastewater. The DEIR should discuss how anticipated wastewater flows were calculated and indicate the percentage of sanitary and industrial wastewater in the projected flows.

The project will require a Sewer Connection Permit from MassDEP. The project area is served by the Boston Water and Sewer Commission's (BWSC) South Boston Interceptor – North Branch, at the Commission's Trilling Way Pumping Station. Flows to South Boston in Interceptor enter the MWRA's wastewater collection system at or near the Columbus Parks Headworks facility, prior to entering MWRA's Main Drainage Tunnel for transport to Deer Island. The Proponents propose in the EENF to route approximately 86 percent of the project's wastewater flows to the South Boston Interceptor – North Branch via A Street, avoiding Trilling Way. In response to comments from the BWSC, the Proponents should investigate other routes for sanitary flows that avoid pumping at Trilling Way. The Proponents should ensure that it has taken other planned developments into account in its analysis of the wastewater system's existing and future capacity.

While the BWSC and MWRA systems have the capacity to handle project flows during dry weather, these systems surcharge and overflow during large storms. The MWRA and BWSC are currently implementing a long-term control plan to bring combined sewer overflow (CSO) discharges into compliance with federal Clean Water Act and state Water Quality Standards. The MWRA has undertaken a hydraulic modeling effort as part of the CSO control planning. The Proponents should demonstrate in the DEIR that project flows fall within the model assumptions and will not compromise the required levels of CSO control. If project flows exceed the MWRA planning assumptions, the Proponents should include measures to reduce infiltration/inflow (I/I) to offset the flows. The Proponents must confirm in the DEIR that the project will be served by separate sanitary and storm drain systems.

The DEIR should provide a discussion of current infiltration and inflow (I/I) in the project area and identify any current City of Boston or state efforts to reduce I/I. Comments from MassDEP, the MWRA and the BWSC state that the Proponents will be responsible for removing I/I at a minimum ration of 4:1, which equates to a volume of 3,952,000 gpd of I/I that must be removed from the system. The Proponents should outline in the DEIR how it will meet I/I removal requirements for the project.

The Proponents should clarify in the DEIR whether any dewatering will be required during construction, and whether these flows can be discharged into existing storm drains, or if groundwater will be discharged into the sanitary sewer system. The Proponents should note comments from the MWRA regarding permitting requirements for construction site dewatering.

The Proponents should clarify the potential need for additional MWRA permits for the discharge of laundry effluent and/or process/laboratory wastewater.

Water

The project is anticipated to require approximately 1,087,000 gpd of water. Phase 1 will require 30,000 gpd. The Master Plan should describe, map and evaluate the existing water supply system. The Proponents should discuss whether the system is adequate for existing and proposed uses, fire protection and emergency connections. The Proponents should also estimate the volume of potable water that will be required for irrigation. The Proponents should provide more information on water conservation measures that will be implemented in the different uses proposed in the overall project.

Transportation

The Proponents presented a preliminary analysis of the project's traffic impacts in the EENF. Trip generation rates for the project were developed using the following Institute of Traffic Engineers (ITE) Land Use Codes (LUC): LUC 220 – Apartment, LUC 230 – Residential Condominium/Townhouse, LUC 310 – Hotel, LUC 520 – Elementary School, LUC 560- Church, LUC 710 – General Office Building, and LUC 820 – Shopping Center. Trip generation rates for the Performing Arts Center were estimated using data collected at the Boston Opera House and the Boston Transportation Department's (BTD) Transportation Access Plan Guidelines. As outlined in the EENF, to more accurately reflect the project's urban location, the Proponents applied adjusted trip generation rates using factors provided by the BTD and ITE pass-by and internal trip rates. The development of the entire project is anticipated to generate 91,822 new daily vehicle trips (unadjusted), or 7,366 adjusted trips. Phase 1 of the project is anticipated to generate 2,658 new unadjusted trips, or 478 adjusted trips.

A full Traffic Impact and Access Study (TIAS) should be prepared for the DEIR in accordance with EEA/EOT Guidelines for Traffic Impact Assessments. The TIAS should analyze the impacts of the project related to vehicle trips; pedestrian, bicycle and transit trips; parking; and truck routes and loading activities. The project will be reviewed by the BTD as part of the Article 80 Large Project Review process. The TIAS presented in the DEIR may conform to the BRA/BTD Scope for the project to the extent possible; however I note that the build-out of the project area will also result in impacts to state-owned roadways. The Proponents must coordinate with the BTD, EOT, MassHighway, the Massachusetts Port Authority (Massport), the Massachusetts Turnpike Authority (MTA), and the Massachusetts Bay Transportation Authority (MBTA) and other abutting property owners in the area regarding long-term transportation planning for the area. The DEIR should discuss the consistency of the project with local, regional and state transportation plans.

The DEIR should describe and evaluate the adequacy of the existing City of Boston and state roadway network in the project area, with regard to the following: roadway design, construction and geometrics, roadway lighting, traffic signals and controls, current use and capacity, bridges, sidewalks, and any inactive roads. The DEIR should provide a plan of connections to other local, state and interstate roads and highways. The Proponents should evaluate traffic capacity of the existing roadway systems and identify any capacity or safety

problems on local roads or routes leading to the state and interstate network that would limit development.

The projected mode split for the project was developed based on the Proponents' review of the City of Boston's *South Boston Transportation Study* (1999), the State's *South Boston Transportation Summit* (2000), the BRA's *Seaport Public Realm Plan* (1999), and the City of Boston's *Fort Point District 100 Acres Master Plan* (2006). In addition, the Proponent's reviewed mode share assumptions that were used in the traffic analyses for the Commonwealth Flats Development Area (CFDA) projects, Fan Pier, Pier 4, and the Boston Exhibition and Convention Center. These developments incorporate mode shares that reflect the expansion of the Silver Line and changing travel characteristics in the project area. The DEIR should provide additional information related to trip generation, internal trips, pass-by trips, and mode split assumptions used in the TIAS. The DEIR should outline the Proponents' mode split goals for the project area. The Proponent's should discuss a plan for monitoring mode-split in the project area and should outline contingency measures that will be implemented if mode share goals are not met.

The Proponent's should address concerns regarding proposed improvements to Seaport Boulevard. While Seaport Boulevard is envisioned as an extensively landscaped boulevard for pedestrians and vehicles alike, it is and will remain an important truck route for the Port of Boston and the South Boston waterfront. The DEIR should also address specific comments from Massport regarding vehicular circulation in the project area.

The DEIR should identify appropriate mitigation measures for areas where the project will have an impact on traffic operations. The Proponents should provide a clear commitment to implement and fund mitigation measures and should describe the timing of their implementation based on the phases of the project.

Transportation Demand Management

The DEIR should present a comprehensive Transportation Demand Management (TDM) program that investigates all feasible measures to reduce site trip generation. The TDM program should identify measures and incentives to encourage the use of alternative modes such as transit, walking, and bicycling. The TDM plan should identify the existing modes in the project area including transit, walking and bicycling, analyze their existing and future conditions based on the project's impacts, and provide improvements to attract mode usage. The Proponents should also discuss how plans for individual buildings and the development of the project area as a whole will encourage sustainable transportation choices. The Proponents should provide clear implementation commitments including funding for TDM measures deemed feasible and necessary to sustain and/or increase mode usage over time to ensure a balanced and functional transportation system in the Seaport Square area.

Transit

The Proponents should provide a description and analysis of existing public transportation in the project area. Phase 1 of the project is anticipated to add 1,188 net new transit trips per day. The overall project is expected to generate 42,251 daily transit trips. The Proponents should discuss its goals for working with the MBTA to optimize transit service to the

project area. The DEIR should demonstrate that sufficient transit system capacity is available to meet the projected ridership increase. The Proponents should provide additional information on a proposed new headhouse connection between the Seaport Square open space parcel and the MBTA Silver Line waterfront route.

The Proponents state in the EENF that it may create a hub for a car-sharing vehicle service by providing 100 or more car sharing spaces in one or more proposed parking garages. The DEIR should provide additional information on this proposal.

The DEIR should assess existing water transportation in the project area and outline how the Proponents will either expand water transportation service and/or promote water transit usage.

Pedestrian and Bicycle Facilities

The development of the Seaport Square neighborhood offers significant opportunities to improve pedestrian and bicycle access to and within the site. The DEIR should evaluate project-generated pedestrian and bicycle trips and distribution, identify intersections and other areas where mitigation may be required to ensure safe access, and commit to appropriate mitigation measures. It should identify how the project will improve and support connectivity to and within the site. The DEIR should outline a pedestrian and bicyclist activity monitoring plan that evaluates usage, level-of-service at pedestrian/bike path intersections, and signal timing, to ensure that proposed facilities are adequate and that crossing times are maximized and safe. Plans submitted with the DEIR should provide details on proposed pedestrian and bicycle infrastructure including design standards for plantings, street furniture, signage, sidewalk/crosswalk widths, paving, bike lanes, bike racks and employer shower facilities. The Proponents should respond to specific comments from WalkBoston about pedestrian connections in the project area and potential conflicts between vehicles and pedestrians.

Parking

The project will provide approximately 6,500 underground parking spaces when complete; approximately 4,500 will be commercial public for-fee spaces and 2,000 will be residential. The project site has South Boston Parking Freeze permits from the City's Air Pollution Control Commission for 3,647 commercial parking spaces. The Proponents expect to seek new permits for approximately 850 additional commercial spaces from the Parking Freeze Bank. The Proponents should explain how the number of parking spaces was determined and discuss parking demand management for the project area. The EENF provided an overview of the project's consistency with BTM parking ratios. While proposed parking is less than the BTM parking ratio for residential, hotel and civic uses, the Proponents are proposing parking spaces at a greater ratio for office/research uses and for retail and other non-residential uses. The Proponents propose a ratio of 1 space per 1,000 sf of office/research, as compared to the BTM guideline of 0.7 spaces per 1,000 sf, and a ratio of 2 spaces per 1,000 sf for retail and other non-residential as compared to the BTM guideline of 0.7 spaces per 1,000 sf.

The DEIR should include a parking needs assessment and demonstrate that the parking supply is appropriate for a mixed-use development planned in conjunction with high-quality transit access. It should explain the nature of the on-site parking (i.e. commercial/visitor,

underground/surface, long-term/short-term), identify turnover rates for employees and others, and include an analysis of parking supply, demand and pricing in the project area. The DEIR should evaluate, and I strongly urge the Proponents to commit to, a project scenario in which the commercial parking supply is reduced, in light of the extensive public transit, bicycle and pedestrian opportunities in the project area.

Site Access/Loading

The DEIR should describe how the project intends to accommodate service and loading functions and the requirements of the project for service/loading infrastructure (e.g., projected demand, circulation, required turning radii, etc.). The Proponents should analyze the impacts of service and loading functions on the area traffic network.

Transportation Air Quality Impacts

The significant number of projected new daily vehicle trips has the potential to result in increased regional air pollutants. In response to comments from MassDEP, the Proponents should conduct an air quality mesoscale analysis comparing the Build and No Build conditions. The Proponents should consult with MassDEP regarding modeling protocol prior to conducting this analysis. The purpose of the mesoscale analysis is to determine whether, and to what extent, the proposed project will increase the amount of volatile organic compounds (VOCs) and nitrogen oxides (NOx) in the project area. The mesoscale analysis also will be used to determine if the project will be consistent with the Massachusetts State Implementation Plan (SIP).

If the mesoscale analysis of the Build condition, compared with the No-Build condition, indicates that the proposed project will result in an increase in VOC and NOx emissions, (which is expected given the large number of additional trips), the Proponents must develop, implement, or fund adequate mitigation measures to offset these increases to the maximum extent possible. The Proponents should note suggested Transportation Demand Management (TDM) measures recommended by MassDEP in its comments on the EENF.

Greenhouse Gas Emissions

The proposed project is subject to EEA's Greenhouse Gas Emissions (GHG) Policy that requires Proponents to quantify project-related GHG emissions and propose and quantify the impact of mitigation measures to reduce GHG emissions. The DEIR must include a GHG analysis that calculates emissions for both mobile and stationary sources and a corresponding mitigation program to reduce overall GHG emissions associated with the project. The GHG analysis should be conducted for each proposed building and use, and data inputs and modeling results should be provided for each building and cumulatively for the entire project. When evaluating emissions associated with indirect energy consumption, the Proponents should consider energy use associated with treating wastewater and transporting drinking water to the project area. I encourage the Proponents to quantify the GHG impacts of materials management for the project development and projected future operation.

The Proponents should demonstrate in the DEIR that it has evaluated and committed to GHG-reduction measures consistent with the GHG Policy. The Proponents should evaluate additional GHG mitigation alternatives as suggested by MassDEP and the Department of Energy

Resources (DOER) in their comments submitted on the EENF. The GHG analysis should clearly present modeling data inputs, the results of calculations used to establish the existing/baseline condition(s), the build condition(s), and the impact of proposed emissions-reduction mitigation. The Proponents should clarify which specific measures will be implemented, provide supporting modeling data that reflects the implementation of these measures, and clearly depict how these measures reduce GHG emissions in future build-with-mitigation scenarios.

The Proponents have committed to examining the feasibility of siting and sizing a central energy plant with cogeneration capabilities. As outlined in the EENF, the Proponents will compare emissions generated by this potential facility with a scenario in which existing utility services are used for each proposed building in the Seaport Square project area. As stated above, this project presents a unique and exciting opportunity to make a significant commitment related to clean energy and GHG emissions, in addition to the Proponents' goal of targeting LEED-ND Silver for the project. In light of the Proponents' stated sustainability goals and ongoing evaluation of measures including a cogeneration plant that have the potential to significantly reduce GHG emissions, I will entertain a request to engage the opt-out provision of the GHG policy, based on additional information provided by the Proponents. I encourage the Proponents to consult with the MEPA Office, MassDEP and DOER prior to submission of the DEIR regarding possible GHG mitigation measures or project-wide goals related to reducing GHG emissions.

Recycling/Solid Waste

The Proponents state in the EENF that it will present a recycling program for the project in the DEIR. This discussion should include a response to MassDEP's comments on materials management for the project.

Hazardous Waste

According to the EENF, one Release Tracking Number (RTN 3-13624) is associated with Block M1/M2. The EIR should map and identify known contamination sites in the project area and discuss the potential for additional sites to be encountered during construction. The Proponents should provide an overview of planned remediation efforts.

Historic Resources

The Chapel of Our Lady of Good Voyage located at 65 Northern Avenue is included in MHC's Inventory of Historic and Archaeological Assets of the Commonwealth. The project will result in the removal and relocation of the Chapel. MHC has determined that the project will have an adverse effect pursuant to 950 CMR 71.05(a) due to the demolition of an inventoried property. The Proponents should consult with MHC to resolve issues related to the adverse effect determination, and report on this consultation in the DEIR.

The EENF lists several other properties or sites within the project vicinity that are listed on the State and National Registers of Historic Places, including the Fort Point Channel Historic District. The Proponents assert that shadow impacts to the Fort Point Channel Historic District are anticipated to be minimal because the development blocks are generally north of the district. The DEIR should include a shadow study that will detail any impacts to historic resources in the

project area. Also within the project area is a proposed Landmark District currently under study by a committee of the Boston Landmarks Commission. One of two proposed "Protection Areas" associated with the proposed Fort Point Channel Landmark District - the Seaport Boulevard/Boston Wharf Road Protection Area - would encompass Blocks H, J, K and Q of the project. The goals of the Protection Areas are to protect view corridors into and out of the proposed landmark district and to ensure that the massing, land coverage, and height of new construction on adjacent lots is compatible with that of the proposed landmark district. Development in the Protection Area is subject to review by the Boston Landmarks Commission.

The Northern Avenue Bridge is listed on the National Register as a contributing resource within the Fort Point Channel Historic District and in the State Register of Historic Places. The Proponents should provide additional information to MHC regarding proposed improvements to the Bridge so that MHC can assess any potential adverse effects.

Construction Period Impacts

The DEIR should include a discussion of construction phasing, evaluate potential impacts associated with construction activities and propose feasible measures to avoid or eliminate these impacts. It should address impacts from erosion and sedimentation and address how dewatering will be managed. It should address the impacts of truck traffic on project area roadways and land uses. The Proponents must comply with MassDEP's Solid Waste and Air Quality Control regulations. The Proponents should implement measures to alleviate dust, noise, and odor nuisance conditions, which may occur during the construction activities.

I expect the Proponents will participate in MassDEP's Diesel Retrofit Program to minimize the air quality impacts of construction vehicles. The DEIR should include a commitment to participate in this program and describe the specific measures that will be employed including retrofitting of construction equipment with EPA-certified emission control devices and use of on-road Low Sulfur Diesel Fuel (LSD).

Mitigation

The DEIR should include a separate chapter on mitigation measures. It should include Draft Section 61 Findings for all state permits that include a clear commitment to mitigation, an estimate of the individual costs of the proposed mitigation, and the identification of the parties responsible for implementing the mitigation. A schedule for the implementation of mitigation, based on the construction phases of the project, should also be included.

Responses to Comments


The DEIR should include a copy of each comment letter submitted to MEPA as listed at the end of this Certificate. In order to ensure that the issues raised by commenters are addressed, the DEIR should include a response to comments. This directive is not intended to, and shall not be construed to, enlarge the scope of the DEIR beyond what has been expressly identified in this Certificate.

Circulation

The Proponents should circulate the DEIR in compliance with Section 11.16 of the MEPA regulations. Copies should be sent to those parties that submitted comments on the EENF, and to each federal, state and local agency from which the Proponents will seek permits or approvals.

August 8, 2008

Date



Ian A. Bowles

Comments received:

6/20/2008	Boston Groundwater Trust
7/2/2008	Epsilon Associates Inc., for the Proponent
7/9/2008	David D. Wamester, Gale International
7/10/2008	R. Jeffrey Lyman, Goodwin Procter
7/28/2008	Boston Preservation Alliance
7/30/2008	Massachusetts Water Resources Authority
7/30/2008	Poseidon Enterprises, Inc.
7/31/2008	Office of Coastal Zone Management
7/31/2008	Massachusetts Historical Commission
7/31/2008	City of Boston, Parks and Recreation Department
7/31/2008	WalkBoston
8/1/2008	Boston Water and Sewer Commission
8/1/2008	Massachusetts Port Authority
8/1/2008	Department of Environmental Protection, Northeast Regional Office
8/4/2008	The Boston Harbor Association
8/6/2008	City of Boston, Environment Department

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