

<p style="text-align: right;"><i>For Office Use Only</i></p> <p>Executive Office of Environmental Affairs</p> <p>MEPA Analyst <i>Deirdre Buckley</i></p> <p>Phone: 617-626-<i>1044</i></p>
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NPC

Notice of Project Change

The information requested on this form must be completed to begin MEPA Review of a NPC in accordance with the provisions of the Massachusetts Environmental Policy Act and its implementing regulations (see 301 CMR 11.10(1)).

Project Name: Prudential Center Redevelopment		EOEA #: 7208
Street: bounded by Boylston St., Exeter St., Huntington Ave., Belvidere St. and Dalton St.		
Municipality: Boston	Watershed: Charles River	
Universal Tranverse Mercator Coordinates:	Latitude: 42d 20' 54.4"	
	Longitude: 71d 4' 56.2"	
Status of project construction: 85 %complete		
Proponent: Boston Properties Inc. (Proponent for Prudential Center Redevelopment)		
Street: 800 Boylston Street		
Municipality: Boston	State: MA	Zip Code: 02199
Name of Contact Person From Whom Copies of this NPC May Be Obtained: Mark Junghans		
Firm/Agency: Vanasse Hangen Brustlin Inc.	Street: 99 High Street	
Municipality: Boston	State: MA	Zip Code: 02110
Phone: 617-728-7777	Fax: 617-728-7782	E-mail: mjunghans@vhb.com

In 25 words or less, what is the project change? Update to the Prudential Center Redevelopment to modify Phase 4a (the Boylston Office Building) and to specify the development component of Phase 6 to contain housing on Exeter Street consistent with the site Master Plan.
 See full project change description beginning on page 3.

Date of ENF filing or publication in the Environmental Monitor: July 13, 1988

Was an EIR required? Yes No; if yes,
 was a Draft EIR filed? Yes (Date: April 27, 1989) No
 was a Final EIR filed? Yes (Date: November 24, 1989) No
 was a Single EIR filed? Yes (Date:) No

Have other NPCs been filed? Yes (Date(s): May 25, 2002) No
 Also, Letters have been filed updating the project status dated June 24, 1988, April 13, 1999, May 16, 2000 and January 16, 2001

If this is a NPC solely for lapse of time (see 301 CMR 11.10(2)) proceed directly to "ATTACHMENTS & SIGNATURES" on page 4.

PERMITS / FINANCIAL ASSISTANCE / LAND TRANSFER

List or describe all new or modified state permits, financial assistance, or land transfers not previously reviewed: None

Are you requesting a finding that this project change is insignificant? (see 301 CMR 11.10(6))
 Yes No; if yes, attach justification. *See attached.*

Are you requesting that a Scope in a previously issued Certificate be rescinded?
 Yes No; if yes, attach the Certificate

Are you requesting a change to a Scope in a previously issued Certificate? Yes No; if yes, attach Certificate and describe the change you are requesting:

Summary of Project Size & Environmental Impacts	Previously reviewed	Net Change	Currently Proposed
LAND			
Total site acreage	25.6 acres	NA	25.6 acres
Acres of land altered	25.6 acres	NA	25.6 acres
Acres of impervious area	25.6 acres	NA	25.6 acres
Square feet of bordering vegetated wetlands alteration	NA	NA	NA
Square feet of other wetland alteration	NA	NA	NA
Acres of non-water dependent use of tidelands or waterways	NA	NA	NA
STRUCTURES			
Gross square footage	2,114,129	380,279	2,494,408
Number of housing units	170	188	358
Maximum height (in feet)	465	NA	465
TRANSPORTATION			
Vehicle trips per day	7,528 ¹	651	8,179
Parking spaces	868 new	333	1,201 new
WATER/WASTEWATER			
Gallons/day (GPD) of water use	1,010,800	46,108	1,056,908
GPD water withdrawal	NA	NA	NA
GPD wastewater generation/ treatment	825,300	41,916	867,216
Length of water/sewer mains (in miles)	NA	NA	NA

¹ Per Notice of Project Change dated May 25, 2002.

Does the project change involve any new or modified:

1. conversion of public parkland or other Article 97 public natural resources to any purpose not in accordance with Article 97? Yes No

2. release of any conservation restriction, preservation restriction, agricultural preservation restriction, or watershed preservation restriction? Yes No

3. impacts on Estimated Habitat of Rare Species, Vernal Pools, Priority Sites of Rare Species, or Exemplary Natural Communities? Yes No

4. impact on any structure, site or district listed in the State Register of Historic Place or the inventory of Historic and Archaeological Assets of the Commonwealth?

Yes No; if yes, does the project involve any demolition or destruction of any listed or inventoried historic or archaeological resources? Yes No

5. impact upon an Area of Critical Environmental Concern? Yes No

If you answered 'Yes' to any of these 5 questions, explain below:

PROJECT CHANGE DESCRIPTION (attach additional pages as necessary). The project change description should include:

(a) a brief description of the project as most recently reviewed

(b) a description of material changes to the project as previously reviewed,

(c) the significance of the proposed changes, with specific reference to the factors listed 301 CMR 11.10(6), and

(d) measures that the project is taking to avoid damage to the environment or to minimize and mitigate unavoidable environmental impacts. If the change will involve modification of any previously issued Section 61 Finding, include a proposed modification of the Section 61 Finding (or it will be required in a Supplemental EIR).

See attached.

PROJECT CHANGE DESCRIPTION

(a) The Prudential Center Redevelopment Project (the "**Project**") consists of a 6 phase project described in the FEIR and subsequent Notice of Project Change (May 25, 2002) as containing 2,114,129 SF in the aggregate, including 2 office buildings (Phases 1a and 4a), 2 residential buildings (Phases 3 and 4b-5), a hotel (Phase 4b-5), and a neighborhood shopping center (Phase 2). Phase 6 was master planned as additional residential and retail use between East Ring Road and Exeter Street. All of the phases, with the exception of Phases 4a and 6 are complete. Construction of the Project is approximately 85% complete.

(b) The proposed changes in the Project which are the subject of this NPC relate to Phase 4a referred to as the Boylston Office Building or 888 Boylston and to Phase 6 referred to as the Exeter Residences. In addition, the "Currently Proposed" description of Gross square footage and of parking spaces in this NPC reflect minor changes implemented since 2002 relating to other phases of the Project, consisting of addition of 2,720 SF and of 24 parking spaces.

The 888 Boylston building which is the development component of Phase 4a was approved in the original FEIR as an office building with 155 feet in height. To address market demands of tenants desiring Class A office space and to provide adequate contiguous space opportunities for such tenants to expand, the proponent has increased the height of the building by 87 feet and added approximately 134,559 SF of area to Phase 4a. The building includes a minimum of two stories of retail but as many as four stories of retail. In order to most conservatively assess the change, the more restrictive case (two floors of retail and the balance as office) was utilized to evaluate site environmental impacts. Under this configuration the revised program increases the total office space by 142,004 SF while decreasing the total retail space by 8,719 SF (Note: some of the Phase 4a retail space is existing). In connection with the construction of 888 Boylston, the Boylston Arcade will be remodeled by adding approximately 1,000 SF to the Phase 4b area of the Project.

The Exeter Residences is a new residential building on Exeter Street within the Prudential Center. This proposed building is consistent with the master plan discussed in the 2002 MEPA NPC. The Exeter Residences will contain approximately 188 new residential units and about 1,330 SF of ground floor retail space for a total of 242,000 SF (of which 9,251 SF is existing space constructed as part of the Lord & Taylor building which will be incorporated into the Exeter Residences) with a height of 311 feet. This new building will improve the Exeter Street corridor pedestrian environment and will include a pedestrian stairway linking Exeter Street to the interior plaza network at the Prudential Center enhancing site access.

(c) It is the Proponent's view that the changes to Phases 4a and 6 do not constitute a "material" change in the Prudential Center Redevelopment Project. Accordingly, this NPC is being filed as a voluntarily action by Proponent. The Proponent further notes that the only Agency Actions for the new program associated with Phases 4a and 6 to be taken may be an MWRA construction dewatering permit.

With respect to the significance of the proposed changes, with specific reference to the factors listed 301 CMR 11.10(6):

(i) The Expansion of the Project is an increase of less than 10% in square footage of the approved Prudential Center program² and is insignificant;

(ii) The change in impacts of the Project resulting from the increase in square footage for Phase 4a and inclusion of the Phase 6 residential building and relate solely to traffic, parking and sewer usage. The changes in traffic are insignificant in terms of environmental consequences as described in the City of Boston Article 80 DPIR (attached). The changes in parking are insignificant in terms of environmental consequences in that this project change will require an increase of 309 parking spaces which may be accommodated within the

existing garage limits through construction of a partial mezzanine and parking management techniques.¹ The changes in sewer usage are insignificant in terms of environmental consequences and will not require a state permit.

(d) No new measures are required for the Project to avoid damage to the environment or to minimize and mitigate unavoidable environmental impacts additional to those included in the existing Development Plan for PDA No. 37, the Cooperation Agreement and the Transportation Access Plan Agreement ("TAPA") with the City of Boston. The design for 888 Boylston and the Exeter Residences incorporates design features which serve to mitigate environmental impacts as described in the project Article 80 review documents. The changes to Phases 4a and 6 further have been approved by the Boston Redevelopment Authority under Article 80 by Board vote on December 4, 2008, and the Phases 4a and 6 will incorporate any additional mitigation measures which may be required by the Director of the BRA as to be set forth in the Amendments Nos.4 and 5 to Development Agreement, and related Amendments to the Cooperation Agreement and the TAPA.

¹ 24 spaces were added to Phase 4b with the approval of the BRA subsequent to the 2002 NPC for a total change of 333 spaces since the 2002 NPC. The Prudential Center parking garage will now have a capacity for 4,229 vehicles.

² The approved Prudential Center program is 6,621,469 SF.