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December 14, 2006

Federal Realty Assembly Square, LLC  
1626 East Jefferson Street  
Rockville, MD 20852

Via:

Mr. Hugh Hahn  
Vanasse Hangen Brustlin, Inc.  
101 Walnut Street  
Watertown, MA 02471

**RE: Assembly Square**

The Applicant and Owner, Federal Realty Assembly Square, LLC, along with its agent, Vanasse Hangen Brustlin, Inc. (VHB), sought Preliminary Master Plan Approval pursuant to Articles 5, 6 and 16 of the Somerville Zoning Ordinance (SZO) for a Planned Unit Development-A (PUD-A). In addition, the Applicant sought a waiver from Section §6.4.8.D.2.b of the SZO. The property is located within the Assembly Square-Mixed Use District (ASMID), a Planned Unit Development-A (PUD-A) Overlay District, and the Waterfront Overlay District (WOD). Numerous buildings within the PUD constitute "Large Development" as defined in Section §6.4.2 of the SZO.

Dear Mr. Hahn:

The Somerville Planning Board (the "Board") held a duly advertised public hearing and accepted oral and written testimony on November 16, 2006. The record was closed for all but additional written testimony. At their November 16, 2006 meeting, after deliberation, the Board voted to close the record for written testimony at noontime on Tuesday, November 28, 2006. The Board

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also voted to require the Applicant to provide funds, pursuant to M.G.L., Chapter 44, Section 53G, to pay for the costs associated with the review of the submitted PUD Preliminary Master Plan by an outside consultant. The Board agreed to take the matter up again on December 14, 2006.

The Board met again on December 14, 2006 to deliberate and vote. Based upon the materials submitted by the Applicant, substantial oral and written testimony, and the findings and recommendations developed by the outside consultant in consultation with City Staff, the Board voted (5-0) to **CONDITIONALLY APPROVE** the Preliminary Master Plan and to **APPROVE** the requested Waivers.

## I. FINDINGS AND DETERMINATIONS

### 1) Permitting Process:

The Applicant is seeking Preliminary Master Plan approval for a Planned Unit Development-A (PUD-A) under Articles 5, 6 and 16 of the Somerville Zoning Ordinance (SZO) and a waiver from §6.4.8.D.2.b of the SZO.

Under §6.4.8 of the SZO, "Large Development in the ASMD shall be regulated as a **Planned Unit Development-A (PUD)**, and the procedures for such Large Development shall be those set forth in Article 16, as augmented by this Subsection [§6.4.8]." Large Development is defined as "Development on a Parcel or Parcels of land in common ownership involving a Building of more than 50,000 square feet."

§16.8 of the SZO states that "Application for PUD is a type of special permit with site plan review, requiring two stages of review. A PUD applicant shall first file a preliminary master plan demonstrating a comprehensive land use plan for the entire PUD tract. Upon approval of this plan, the applicant may then submit special permit with site plan review applications for definitive plans of each portion or phase of development of the PUD tract." The Applicant is presently before the Board requesting approval of its preliminary master plan.

It is important to note that under §16.10.1 of the SZO, approval of a PUD preliminary master plan "shall not be construed as final authorization of development." Many of the details of a project would still need to be designed and analyzed in the subsequent review stages. Nonetheless, pursuant to §16.10.3 of the SZO, approval of a preliminary master plan (with or without conditions) within the ASMD "is deemed an approval of a certain PUD master plan generally as shown on the plan and its supporting documentation for approximate floor area ratio and/or residential density; general types of uses, approximate building coverage ratios, generalized open space plans, and general infrastructure systems."

§ 16.10.1 further states, "As a part of PUD preliminary master plan approval, the applicant or developer consents to special permit with site plan review for all subsequent

development proposals within the PUD. As final site plans become more definitive for the PUD as a whole, or in stages, these shall be submitted to the SPGA for special permit with site plan review. The SPGA shall review these definitive plans for compliance to the approved PUD master plan and to any applicable provisions of this Ordinance, and act on those plans in accordance with standard special permit with site plan review procedure.”

The Applicant will be seeking Special Permits with Site Plan Review-A for the various phases of the PUD proposed in the PUD Application.

2) Description of Property:

The PUD Property consists of an assemblage of contiguous parcels totaling approximately 66.5 acres, including the following properties: 133 Middlesex Avenue (the Assembly Square Mall site); 34 & 100 Shurtivant Street (the Good Times Billiards site); 147 Foley Street (the Amerigas site); Yard 21; 85 Foley Street (the Green Cab site); 74 & 100 Foley Street (the IKEA site); and a parcel owned by the Department of Conservation and Recreation (the DCR site) bordered by Foley Street, the Orange line tracks, the Mystic River, and the IKEA site.

3) History of the Property:

The PUD Property was once one of the largest employment centers in the region. The Ford Motor Assembly Plant, the namesake of Assembly Square, was a thriving operation, as were numerous other light industrial businesses. By 1980, however, Assembly Square had declined and was a largely vacant and underutilized area. In 1980, the City of Somerville declared Assembly Square to be blighted and decadent and adopted an urban renewal plan for the area. In 2002, the urban renewal plan was extended until 2022 by a so-called “Major Plan Change”, and five disposition parcels were named, including Yard 21, and the Amerigas, Spaulding Brick, Central Steel, and Green Cab sites. In 2005, the Applicant (through related entities) (a) purchased the Assembly Square Mall and 34 & 100 Shurtivant Street; (b) was named by the Somerville Redevelopment Authority (SRA) as the Buyer of Yard 21; and (c) was designated by the SRA as the redeveloper of the Amerigas, Central Steel, Spaulding Brick, and Green Cab sites. In the meantime, the Applicant and IKEA have agreed in principle to swap properties, so the IKEA building will be located on Yard 21, and the Applicant’s mixed-use development will be located on the former IKEA parcel.

4) The Proposal:

The Proposed PUD consists of the following mix of uses, plus streets, sidewalks, open space, and other infrastructure:

- 2,100 residential units (condominium and rental apartments);
- 1.75 million SF of office uses;
- a 340, 000 SF IKEA;
- a stand-alone restaurant;

- 450,500 SF of other new retail and restaurant uses;
- a 62,000 SF cinema;
- a 200-room hotel; and
- the existing re-tenanted Assembly Square Mall, including
  - TJ Maxx 54,100 SF
  - Christmas tree Shop 50,600 SF
  - Sports Authority 44,900 SF
  - Bed, Bath & Beyond 37,500 SF
  - AC Moore 23,700 SF
  - Staples 21,700 SF

To ensure the economic viability of the project, the Applicant proposes to preserve flexibility to reallocate uses within the Master Plan as follows, with the provision that no use may be re-allocated to retail use:

- Retail area may be re-allocated to office or residential uses at any time, so long as also permitted by new or modified applicable entitlements; No other use may be converted to retail.
- Residential area may be re-allocated to office use at any time, so long as permitted by new or modified applicable entitlements; and
- Up to 400,000 square feet of the non-residential uses (i.e., office, retail, and hospitality) may be reallocated to residential use, but no sooner than 10 years from the date the PUD plan is approved, so long as permitted by new or modified applicable entitlements.

5) Phasing:

The construction proposal is planned in a number of phases estimated to occur over a period of nine to twelve years. In general, each phase will appear to be configured complete in itself, in order to not give the appearance of incompleteness during design and construction of subsequent phases as they occur. The Assembly Square Mall (also known as the Assembly Square Marketplace) is Phase IAAA. Phase IAA is comprised of a stand-alone restaurant, a new IKEA store and its parking field, IKEA Way, and Assembly Square Drive. Phase IA will include three residential/retail buildings, the park expansion and enhancements, and their associated roadways and infrastructure.

6) Total Open Space/Total Usable Space:

The total open space for the PUD is 26.5%, which is above the 25% minimum required (a) within a PUD-A in the ASMD under §6.4.6 of the SZO; and (b) for that portion of the lot within the Waterfront Overlay District. The useable open space for the PUD is 15%,

which is above the 12.5 % minimum required within a PUD-A in the ASMD under §6.4.6 of the SZO. The Applicant shall make reasonable efforts to maximize useable open space especially in the Waterfront Overlay District.

7) Minimum lot area/dwelling unit:

There is no minimum lot area/dwelling unit requirement for a PUD-A within the ASMD.

8) Height of Buildings:

The maximum building heights allowed within a PUD-A in the ASMD are (a) two hundred fifty (250) feet within 1,000 feet of an MBTA Orange Line Entrance; (b) ninety (90) feet between 250 feet and 350 feet of the Mystic River Bank; (c) seventy (70) feet between 150 feet and 250 feet of the Mystic River Bank. No buildings are permitted within 150 feet of the Mystic River Bank. For all other locations within the PUD-A in the ASMD, the height limit is one hundred and twenty five (125) feet.

All buildings proposed in the Applicant's PUD-A submission meet the above height requirements.

9) Building setbacks:

There are no minimum setback requirements for a PUD-A within the ASMD.

10) Floor Area Ratio:

The maximum allowed Floor Area Ratio within a PUD-A in the ASMD is 10.0. As stated in the Applicant's submission and documented on the submitted plans, the proposed PUD would have a Floor Area Ratio of 2.0, which is well below the 10.0 allowed.

11) Frontage: There are no frontage requirements within a PUD-A in the ASMD.

12) Parking Requirements:

Under §9.6.4. of the SZO “the requirement for parking spaces and loading bays are intended to apply to the entire PUD lot as a whole, not individual parcels or uses within the PUD. These requirements may be met anywhere in the PUD.”

The Applicant provided a Parking Summary Chart on drawing C-4 to demonstrate compliance with parking and loading requirements of the SZO. The Applicant is required to provide 4,513 parking spaces for the mixed-use areas (the PUD minus IKEA and the Mall), and the Applicant is providing 7,650 parking spaces. The Applicant is required to provide 28 loading spaces for the mixed-use areas (the PUD minus IKEA and the Mall), and the Applicant is providing 33 loading spaces. The Applicant is required to provide 310 parking spaces for IKEA, and the Applicant is providing 1,392 spaces. The Applicant is required to provide 9 loading spaces for IKEA, and the Applicant is providing 9 loading spaces. The Applicant is required to provide 329 parking spaces for the Assembly Square Mall and is providing 1,104 spaces. The Applicant is required to provide 9 loading bays for the Mall, and the Applicant is providing 15 loading bays for the Mall. In addition, the Applicant is providing 132 on-street parking spaces.

The Applicant shall demonstrate conformance with the SZO’s parking and loading requirements at each site plan review submission.

13) Landscaping:

Under §6.4.8 of the SZO, a minimum of 50% of the Landscaped Area in a new Large Development shall be Usable Open Space. The Open Space requirement may be met with land that is part of the Large Development, or with land that is outside of the Large Development area but is open space located within the ASMD that was not already Usable Open Space, provided that the conditions of paragraph of §16.6.1 of the SZO relating to public dedication of such Usable Open Space are met.

The proposed site plan includes numerous landscaped areas, totaling approximately 17 acres or 26.5% of the site. Since the dimensional requirements of the WOD are the same as those of the underlying district, the landscaping also meets the landscaping requirements of the WOD.

The landscaping will be reviewed in detail during the Special Permit with Site Plan Review-A phases of the PUD.

14) Project Mitigation Contribution (PMC or Linkage Fee):

The PUD is subject to a Project Mitigation Contribution as outlined in Article 15 of the SZO. Under Article 15, Applicants seeking special permits or special permits with site plan review for projects of new construction or substantial rehabilitation (including PUD’s) are required to pay a Linkage Fee in the amount of \$3.91 per gross square foot above 30,000 gross square feet, upon the issuance of a certificate of occupancy for any

for building: (a) with a total of thirty thousand (30,000) gross square feet or more (including phased projects, each phase of which may include less than 30,000 gross square feet), which are (b) occupied by any single use or combination of uses referenced in the following section of the SZO: §7.11.6, subsections 3-7 (Recreational Uses which are for-profit); §7.11.7 (Office Uses); §7.11.8 (Business Services); §7.11.9 (Sales or Rental of Goods and Equipment); §7.11.10 (Eating, Drinking, and Transient Accommodations); §7.11.11 (Motor Vehicle Related Sales and Service); §7.11.12, subsections 4-8 and 10 (Commercial and Industrial Services); §7.11.13 (Wholesale Business and Wholesale Storage); §7.11.15, subsections 1-4 (Communications, Utility, and Transportation Uses); and §7.11.16, subsection 1 (Accessory Commercial, Industrial, and Institutional Uses).

The Applicant will be responsible for payment of the PMC due in connection with the PUD project.

## II. CONFORMANCE WITH PUD - ARTICLE 16

### 1) Conformance with §16.4:

The parameters for review and determination of a PUD Application by the Planning Board, as SPGA, are outlined in §16.9 of the SZO, which states that the Planning Board shall "place special emphasis in its review as to PUD compliance with provisions of Article 16 herein, including compliance with the purpose and general requirements/features of a PUD. The SPGA shall also determine whether the proposal is consistent with the most suitable development of the City, and conduct a review in accordance with the requirements for special permit with site plan review as set forth in Article 5 of this Ordinance."

Under Article 16, the Planning Board must find that the proposed PUD meets the requirements listed as a) through l) of §16.4. These findings are set out below:

#### Section 16.4(a)

*As required by Section 16.4(a) of the SZO, the Planning Board finds that the proposed PUD is "a designated tract of land meeting the minimum lot size requirements of Section 16.5.1.a for the PUD district."*

The parcel size is 2,896,740 s.f., or approximately 66.5 acres. This exceeds the 20,000 SF minimum lot size required for the PUD-A in the ASMD.

#### Section 16.4(b)

*As required by Section 16.4(b) of the SZO, the Planning Board finds that the proposed PUD has been "developed in a comprehensive, design-integrated manner, according to an overall master plan, with two (2) or more types of use".*

The Applicant has submitted an overall Master Plan prepared by the architectural firm of Streetworks, Inc., with supporting plans showing buildings and roadways, prepared by the engineering firm of Vanasse Hangen Brustlin, Inc. The PUD includes the following uses: retail, office, residential, hotel, cinema, restaurant, and parking. The PUD phasing plan allows for the site to be developed in a comprehensive and realistic manner.

**Section 16.4(c)**

*As required by Section 16.4(c) of the SZO, the Planning Board finds that the proposed PUD is "consistent with the objectives of this Ordinance". The intent of the PUD ordinance is to facilitate a greater variety, density and intensity of development than would otherwise be allowed. The PUD ordinance is also intended to generate a development that functions well, while allowing for greater design flexibility so that larger scale site planning can occur that fully considers the development site and its surroundings.*

The PUD proposes a wide variety of uses with a greater density than would otherwise be allowed. The Applicant has proposed an FAR of 2.0, which is double the 1.0 FAR allowed as of right. The Applicant has also utilized the increased height permitted in under the PUD Ordinance, proposing a 24-story building, a 23-story building, an 18-story building, and two 15-story buildings. By contrast, the maximum height permitted as of right is only 40 feet. The proposed PUD has been designed so that each phase functions well on its own and also in relation to other phases. Because the phases are independent, the Applicant has the flexibility to design and construct residential and/or office in response to the market and to other development taking place in Assembly Square.

**Section 16.4(d)**

*As required by Section 16.4(d) of the SZO, the Planning Board finds that the proposed PUD is "consistent with the goals, objectives and plans of the City for the general subject area".*

The goals, objectives, and plans of the City for Assembly Square have been expressed in various public documents. The Assembly Square Planning Study prepared by The Cecil Group in 2000 created a framework for development in the Assembly Square area over the next twenty years and beyond. This Planning Study encouraged mixed-use development, but also recognized that a certain amount of big box retail would be the most feasible use in Assembly Square in the immediate future. The Planning Study specifically supported the redevelopment of the Assembly Square Mall and the proposed new IKEA store to improve Assembly Square's visibility and image, helping to pave the way for more intensive office development in the future. Another major document expressing the City's goals and objectives for Assembly Square is the 2002 Major Plan Change to the 1980 Assembly Square Revitalization Plan -- the City's urban renewal plan for Assembly Square. The Major Plan Change built on the foundation of the Cecil

Group's Planning Study. The Major Plan Change envisioned a mixed use district with office, retail, residential, cinema, hotel, and restaurant uses – a vibrant 24-hour district with a density somewhere between Boston's density and level of density in nearby suburbs. The Major Plan Change also envisioned the redevelopment of the Assembly Square Mall and a new IKEA store. The proposed PUD is consistent with the 2000 Planning Study and the Major Plan Change. Although buildings are shown in different locations because of the proposed "swap" between IKEA and the Applicant, the mix of uses is generally the same, and the new location for the IKEA is considered by the Planning Board to be an improvement on the former location because it frees up the riverfront for more compatible uses. The City's Assembly Square Design Review Committee (DRC) has also reviewed the proposed PUD for consistency with the Assembly Square Design (ASD) Documents mentioned in the SZO, including the two already named, plus the "Assembly Square Unifying Design Guidelines for the Public Realm" -- a third major document expressing the goals, objectives, and plans of the City relative to Assembly Square. The DRC found the PUD to be generally consistent with the ASD documents. The DRC's comments were forwarded to the Planning Board on December 4, 2006.

**Section 16.4(e)**

*As required by Section 16.4(e) of the SZO, the Planning Board finds that the proposed PUD is "developed so as to locate or cluster development sites, especially buildings, in a manner that provides usable open space, preserves natural or historic features, and preserves views of such features to the maximum extent possible".*

The proposed PUD is oriented around a series of open spaces connected by pedestrian friendly streets. Main Street has been oriented to preserve a view of the Mystic River. The Applicant intends to widen the existing DCR park by approximately 20 feet as part of the PUD, and this new, expanded park will serve as an anchor to the north end of Main Street. The new park will be lined with a cluster of residential/retail buildings to give it an active edge, and it is expected to serve as a place for the general public to enjoy the river. In addition, throughout the site, the Applicant proposes to construct a series of passive pocket parks for residents, shoppers, office workers, and visitors. Other than the riverfront, Assembly Square does not have any important natural or historic features to be preserved. During the special permit with site plan review for each phase of the Master Plan, the provision of usable open space and the preservation of views to the river will continue to be monitored by the Planning Board, and this Decision includes conditions regarding the Applicant's obligation to submit more detailed information for each phase of the Project.

**Section 16.4(f)**

*As required by Section 16.4(f) of the SZO, the Planning Board finds that the proposed PUD constitutes "an efficient use of land which properly considers topography and protects significant natural features including, but not limited to waterways, wetlands, floodplains and wildlife".*

The existing site is relatively flat, except for the area near the water, where the land slopes to the river. Although there are some former tidelands in Assembly Square (which will subject the project to Chapter 91 review), there are no significant wetlands, floodplains, or wildlife. The most important natural feature is the Mystic River, and the PUD will enhance passive recreational elements of the DCR park, as expanded, with landscaping, public artwork, and associated improvements consistent with a first-class commercial standard for urban public space. Finally, the PUD has been designed to locate the tallest buildings in the Streetworks Master Plan furthest away from the Mystic River.

**Section 16.4(g)**

*As required by Section 16.4(g) of the SZO, the Planning Board finds that the proposed PUD constitutes "an efficient use of land demonstrating full coordination of its own site development including, but not limited to, the land uses and functions contemplated, architecture, open space and pedestrian networks, vehicular access and circulation, and all other infrastructure".*

The Master Plan demonstrates that full consideration has been given to site development as a whole. The project is phased such that the proposed uses and their associated roadways, parking, and infrastructure will be developed in a coordinated manner. Phase 1A, for example, which is along the River, is intended to establish a sense of place and be complete in itself, and Phases 1B and 2 are intended to span both sides of Main Street to ensure that the desired Main Street environment is created. During the special permit with site plan review for each phase of the Master Plan, the architecture, open space and pedestrian networks, vehicular access and circulation, roadways, and infrastructure will be reviewed in appropriate detail, and this Decision includes conditions to ensure that these issues are more fully addressed in the subsequent phases of the Master Plan.

**Section 16.4(h).**

*As required by Section 16.4(h) of the SZO, the Planning Board finds that the proposed PUD "is linked and coordinated with surrounding land uses, off-site public facilities, infrastructure and roadway access where appropriate, in a manner that is safe, efficient and non-injurious to the public, and an improvement or benefit to the public where possible".*

The Applicant has linked the residential Phase 1A with the existing parkland that abuts the site and has designed a network of roadways and sidewalks which constitute an improvement to the existing conditions and a benefit to the public. City staff and the Planning Board's outside consultants have reviewed the Traffic Impact Assessment Study submitted by the Applicant, and their comments are included in this document and the technical memoranda. During the special permit with site plan review for each phase of

the Master Plan, links with surrounding land uses, off-site public facilities, infrastructure, and roadway access will be reviewed in appropriate detail. Conditions have been attached to this Decision to ensure that these issues will be fully addressed.

**Section 16.4(f)**

***As required by Section 16.4(f) of the SZO, the Planning Board finds that the proposed PUD has been "designed with sizing of street and other infrastructure systems to accommodate the overall service demand of the PUD".***

The Applicant submitted a Traffic Impact Assessment Study and a Utility Analysis with the PUD application. These documents have been reviewed by City Staff and the Planning Board's outside consultants, who have concluded that the Applicant has attempted to design the PUD with sizing of street and other infrastructure systems to accommodate the overall service demand of the PUD, but based on the comments of the Planning Board's consultants, the Planning Board has determined that the Applicant must supplement the information provided to the Board in the first phase of the project and conditions have been attached to this Decision to ensure that these issues are addressed in a timely way. During the special permit with site plan review for all subsequent phases of the Master Plan, but especially the for initial phase, the Planning Board will require more detailed information on the sizing of streets and other infrastructure systems to ensure that the sizing of streets and infrastructure will accommodate the overall service demand.

**Section 16.4(g)**

***As required by Section 16.4(g) of the SZO, the Planning Board finds that the proposed PUD is "inclusive of provisions for the ownership and maintenance of usable open space as appropriate".***

The Applicant will be required to maintain the usable open space within the PUD.

**Section 16.4(k)**

***In accordance with Section 16.4(k) of the SZO, the Planning Board finds that the proposed PUD "is inclusive of appropriate deed restrictions or covenants requiring compliance of all development with the PUD master plan, and any architectural or other guidelines or standards."***

The PUD project is in too preliminary a stage to determine what deed restrictions or covenants will be required and this will be addressed in subsequent submission for special permits with site plan review. In addition, the PUD is in an urban renewal district and some of the key parcels will be acquired from the Somerville Redevelopment Authority via land disposition agreements containing covenants and restrictions ensuring

that the goals and objectives of the City as expressed in the Major Plan Change will be adhered to.

Section 16.4(f)

*The Planning Board finds that Section 16.4(f), which provides that “when inclusive of a proposed use allowable under this Ordinance only within a PUD setting, that said use is integrated into the proposed development in terms of function and service to other users of the PUD site and/or to the immediately surrounding area” is:*

Not applicable, since the Applicant’s PUD Submission includes no uses that are allowable only within a PUD setting.

2)

Usable Open Space:

Under § 16.6 of the SZO, at least 50% of the minimum landscaped area for a PUD project must be set aside as permanent usable open space. § 16.6 states that “In designing and locating the required usable open space, each open space area should be connected to another existing or proposed open space area, to the greatest extent possible, with the intent of establishing a network of usable open space.” Generally, this includes parks, recreational features, landscaped areas, walkways, and other open space amenities accessible to the general public. Those areas to be set aside for usable open space must be protected either through dedication of the space in fee or by easement, deed restriction, covenant or comparable legal instrument enforceable by the City of Somerville.

The proposed PUD includes 15% usable open space and meets the requirements of §16.6 in a general way, given the preliminary. There will be further review of the proposed open space areas during each Site Plan Review Special Permit process.

3)

PUD Design Guidelines:

In addition to the §16.4 findings outlined above, which deal with general requirements and features of the PUD, the PUD must comply with design guidelines set forth in §16.7 of the SZO. The Master Plan is in a preliminary stage and the design of the proposed buildings included in individual phases has not yet commenced. As part of the detailed review in connection with the Special Permit with Site Plan Review-A for each Phase of the PUD, the Applicant will be required to demonstrate compliance with the §16.4 design guidelines a) through 1).

**III. COMPLETENESS OF PUD APPLICATION/EFFECT OF ARTICLE V  
ON PRELIMINARY MASTER PLAN APPROVAL**

The proposed PUD application includes all of the required PUD Preliminary Master Plan contents and supportive information required by §16.8.2.A through §16.8.2.G, as well as the Denial Letter from the Building Inspector required by §16.12. The Application, with supplementary and clarifying information submitted at the request of the City and the City's Consultants, is on file with the Mayor's Office of Strategic Planning and Community Development on the third floor of City Hall.

§16.8.2.H of the SZO says, with respect to PUD preliminary master plan approval, that applicable information for a special permit with site plan review under Article 5 "may be submitted at a preliminary level, in consideration that PUD approval is a preliminary approval.... The SPGA may reduce the level of information required at the preliminary master plan review stage, provided more detailed supportive documentation is provided at final level approval of special permit with site plan approval or phases thereof."

The Planning Board finds that the Applicant has submitted some information under Article 5 in connection with the PUD Preliminary Master Plan Approval, and requires the Applicant to provide more detailed supporting documentation satisfying the requirements of §5.2.5 a) through u) for final level approval of the PUD and in connection with the Special Permit with Site Plan Review-A for each phase of the PUD.

**IV. CONSISTENCY WITH THE ASSEMBLY SQUARE  
DEVELOPMENT (ASD) PLAN**

§6.4.4 of the SZO talks about the Assembly Square Development Plan (ASD Plan): "The ASD Plan describes the physical characteristics of the ASMD, including but not limited to, existing buildings, utilities, roads, and environmental features. The ASD Plan also describes preferred development scenarios and the methods and procedures by which such development will achieve the preferred scenarios. The ASD Plan, when read in concert with this Section, establishes a comprehensive plan for development in the ASMD."

The ASD Plan is defined in §6.4.2 of the SZO as follows: "The following plans and guidelines, including any subsequently approved amendments or modifications, constitute the ASD Plan:

*Assembly Square Planning Study: A Vision and Implementation Plan for the Future, prepared for the Somerville Office of Housing and Community Development (OHCD), dated October 2000;*

*Assembly Square Revitalization Plan: 2002 Major Plan Change, prepared by the Somerville OHCD, dated May 2002;*

*Assembly Square: Design Guidelines for the Public Realm, prepared for the Somerville OHCD, dated March 2002;*

*Assembly Square Transportation Plan (ASTP), prepared for the Somerville OHCD in conjunction with the Commonwealth of Massachusetts Highway Department and the Executive Office of Transportation and Construction, dated May 2003. "*

In accordance with §6.4.3 of the SZO, the Assembly Square Design Review Committee has reviewed the PUD and found it to be generally consistent with the ASD Plan. The DRC's comments were transmitted to the Planning Board on December 4, 2006.

## V. CONFORMANCE WITH STANDARDS AND GUIDELINES FOR LARGE DEVELOPMENTS IN THE ASMD

Under §6.4.8 of the SZO, Large Developments shall conform to the standards set forth below:

### 1) Urban Block Plan:

"The PUD Preliminary Master Plan should reflect a future street grid orientation substantially in conformity with the ASD Plan, and outline street blocks substantially consistent with the average street blocks in the City of Somerville (3.5 acres without streets, 4.5 acres to the middle of streets)."

*The proposed PUD application depicts a street grid orientation that is in conformance with the Assembly Square Development Plan.*

### 2) Transportation Analysis:

"Large Developments shall provide a Transportation Access and Impact Study. The Director of Traffic and Parking shall approve the geographic scope and content of the study in consultation with the Executive Director of the Planning Department and the Traffic Commission. In addition, the Applicant shall submit a Transportation Demand Management (TDM) plan tailored to the specific uses and the geographic location of the Development Site. If the Transportation Access and Impact Study indicates a significant impact to the transportation network in the specified study area, the Applicant shall include in the study proposed mitigation measures to address those impacts. At a minimum, the Applicant will be required to mitigate any impact that will:

- a) result in a net reduction in level-of-service of intersections equivalent to one full letter grade;
- b) result in an increase of 10 seconds of delay to a signalized or unsignalized intersection to level of service C or lower, or

- c) result in a net increase in traffic volumes of 10% or more at an intersection that has an accident history of more than 5 accidents in the last three years for which data is available. "

*The proposed PUD application included a full traffic impact analysis. The traffic impact analysis has been reviewed by the City's consultants and recommendations for traffic mitigation and additional analysis are included in the Conditions Section of this Decision*

- 3) Non-retail Component of a Large Retail Project. "No Large Retail Project ... shall be permitted in the ASMD unless permitted as part of a PUD-A which includes 1.5 net square feet of non-retail uses for every square foot over 50,000 net square feet of Retail Use in the Large Retail Project. For example, a PUD-A with 100,000 square feet of Retail Use shall also include at least 75,000 square feet of nonretail uses."

*The proposed PUD meets this requirement. The Overall Site Plan includes a breakdown of the proposed uses.*

- 4) Ground Level Retail Size Cap. "In a Large Retail Project, not more than 50,000 square feet of Gross Floor area of any single Retail Use shall be located on the Ground Floor of any Building included in the PUD-A."

*The Applicant is seeking a waiver from this requirement, which is set out in §6.4.8.D.2.b of the SZO. The TJ Maxx Store and the Christmas Tree Shop both exceed the 50,000 SF Ground Level Retail Size Cap. The IKEA Store and the K-Mart in the Mall also exceed the 50,000 SF cap, but the Applicant is not seeking waivers for these stores because (a) in the case of IKEA, the retail use is not located on the Ground Floor as defined in §6.4.2; and (b) the K Mart Store is a pre-existing nonconforming use not subject to this requirement.*

- 5) Landscaping. "A minimum of fifty percent of the Landscaped Area in a new Large Development shall be Usable Open Space. The SPGA shall have final discretion in deciding if land constitutes Open Space for the purposes of determining whether this requirement has been met. The Open Space requirement may be met with land that is part of the Large Development, or with land that is outside the Large Development but is located within the ASMD that was not already Usable Open Space, provided that the conditions of paragraph 2 of Section 16.6.1 of the Ordinance relating to Usable Open Space are met."

*The proposed PUD includes 15% usable open space. The Planning Board will review the proposed open spaces areas in connection with each Special Permit with Site Plan Review-A—for phases of the PUD.*

- 6) Structured Parking. "Due to the size and scope of Large Developments, every effort shall be made to provide as much parking as possible underground and/or in structures. Refer to Section 9.15 for parking requirements."

*The proposed PUD conforms with this requirement because it contains underground parking and at-grade parking beneath buildings. The use of on-street parking is minimal.*

## VI. ADDITIONAL STANDARDS AND GUIDELINES FOR DEVELOPMENTS IN THE ASMD

Under §6.4.7. of the S.Z.O. in order to receive a PUD-A preliminary master plan approval, a development of more than 10,000 square feet has to be substantially consistent with the following guidelines:

- 1) Street and Sidewalk Design. This subsection requires that street and sidewalk design be based on the Assembly Square Public Realm Design Guidelines and applicable engineering standards.

*The design of streets and sidewalks will respond appropriately to the Street and Sidewalk design criteria and will be shown in greater detail in the Special Permit with Site Plan Review-A Application for the individual Phases.*

- 2) Building Design. This subsection requires that buildings be designed to the highest architectural standards and be sited appropriately on the Lot; and specifically:

- a) Buildings should be located to create a presence on existing street edges or along major internal circulation routes and have maximum building setbacks of five feet except in special circumstances, where greater setbacks would enhance the pedestrian friendly experience of the ASMD, such as dedicated open space; and buildings should be located to reinforce both existing and future circulation patterns that may serve more than one Site.

*This application is for Planned Unit Development Preliminary Master Plan approval. The final design of the proposed buildings has not been completed. The description and composition of the buildings will be reviewed with each Special Permit process for the individual buildings and phases.*

- b) Buildings should have interesting entrance areas that are visible and directly accessible from major public access points, streets and circulation patterns. Extensive areas of glass and window, providing visual access to interior uses, should be part of all street facades and accompany building entrances. Multiple and frequent entrances oriented to streets are encouraged. Building entrances should be clearly defined, through the use of elements such as canopies, porticos, overhangs, peaked roof forms, arches. Entries set back from the street should have outdoor patios, tile work, moldings, integral planters or wing walls with landscaped areas, or places for siting.

*This application is for Planned Unit Development Preliminary Master Plan approval. The final design of the proposed buildings has not been completed. The description and composition of the buildings will be reviewed with each Special Permit process for the individual buildings and phases.*

- c) There should be a clearly defined pattern of bays, rhythms, and dimensions that create continuous visual interest and variety in the design of all facades.

*This application is for Planned Unit Development Preliminary Master Plan approval. The final design of the proposed buildings has not been completed. The description and composition of the buildings will be reviewed with each Special Permit process for the individual buildings and phases.*

- d) The overall scale of development should be broken down to respond to the pedestrian scale use of open space.

- e) The use of materials and colors should be consistent with traditional buildings in the area with historic merit.

*This application is for Planned Unit Development Preliminary Master Plan approval. The final design of the proposed buildings has not been completed. The description and composition of the buildings will be reviewed with each Special Permit process for the individual buildings and phases.*

- f) Building equipment and service areas should be located away from public streets or major interior circulation routes and provide screening. All storage of items for sale or related inventory should be enclosed unless completely screened from public view with architectural elements meeting the §6.4.7 guidelines.

*This application is for Planned Unit Development Preliminary Master Plan approval. The final design of the proposed buildings has not been completed. The description and composition of the buildings will be reviewed with each Special Permit process for the individual buildings and phases.*

- g) Preference should be shown for vertical integration of uses. Developments should ensure that development patterns provide active uses on the ground floor that take advantage of the waterfront views and open spaces, and that add presence to public ways and sidewalks.

*This application is for Planned Unit Development Preliminary Master Plan approval. The final design of the proposed buildings has not been completed. The description and composition of the buildings will be reviewed with each Special Permit process for the individual buildings and phases.*

- h) The façade of a building should not have any uninterrupted or unfenestrated length exceeding thirty-five (35) horizontal feet. Facades greater than one hundred (100) feet in length, measured horizontally, should incorporate wall plane projections or recesses having a depth of at least three percent (3%) of the length

of the facade and extending at least twenty percent (20%) of the length of the facade.

*This application is for Planned Unit Development Preliminary Master Plan approval. The final design of the proposed buildings has not been completed. The description and composition of the buildings will be reviewed with each Special Permit process for the individual buildings and phases.*

- i) All Ground Floor facades that face public ways or the Mystic River should have windows providing visual access to the interior of a space, arcades, display windows, entry areas, awnings, or other such features along no less than seventy percent (70%) of their horizontal length. Forty percent (40%) of this activated facade area on the ground floor of building walls along primary and secondary streets shall consist of windows or doors meant for public entry and exit.

*This application is for Planned Unit Development Preliminary Master Plan approval. The final design of the proposed buildings has not been completed. The description and composition of the buildings will be reviewed with each Special Permit process for the individual buildings and phases.*

- 3) Parking Lot Design. [Refer to §9.15 of the SZO for parking requirements.] This subsection requires that parking lots avoid large expanses unbroken by buildings or substantial landscaped open spaces.

*This application is for Planned Unit Development Preliminary Master Plan approval. The final design of the proposed buildings has not been completed. The parking lot layouts will be reviewed with each Special permit process.*

- 4) Open Space. This subsection provides that landscaping strips required in parking areas do not apply to usable open space calculations; and it requires developments to make significant contributions to open space along the Mystic River adjacent to the ASMD, such contributions to be designed and developed with special attention to the provision of wildlife habitat and contiguous migration corridors and to help reduce the level of stormwater runoff into the Mystic River.

*This application is for Planned Unit Development Preliminary Master Plan approval. The final design of the open space areas has not been completed. The open space areas will be reviewed in greater detail with each Special Permit process.*

- 5) Efficiency of Design. This subsection requires that every effort be made to design buildings and use materials and construction techniques to optimize daylight in building interiors, natural ventilation, energy efficiency, and to minimize exposure to and consumption of toxics and non-renewable resources and incorporate appropriate “green” design techniques. It requires all developments within the ASMD in excess of 10,000 square feet to complete a Leadership in Energy & Environmental Design (LEED) worksheet and submit the worksheet to the SPGA with permit application materials. Although the worksheet shall be considered in evaluating whether a proposed development meets the applicable standards set forth in SZO, consistency with LEED standards shall not be a factor in whether or not to permit a Development.

*This application is for Planned Unit Development Preliminary Master Plan approval. The Applicant shall comply with this section during each Site Plan Review Special Permit process and submit the necessary LEED worksheets.*

- 6) Contributions. This subsection provides that contributions from the Applicant to the City or the City’s constituent agencies for infrastructure and open space under other agreements or permits shall be credited by the SPGA toward any applicable permit requirements under the SZO.

*The Applicant has committed to contributions and mitigation under contracts with the City and the SPGA shall take that into consideration.*

- 7) Loading Spaces. This subsection provides that, to the extent possible, loading spaces be located away from major public ways, the Mystic River and other highly visible locations and requires that every effort shall be made to incorporate creative design to reduce the negative visual impacts of the loading spaces.

*This application is for Planned Unit Development Preliminary Master Plan approval. The final design of the proposed buildings has not been completed and therefore, the loading spaces are not finalized. The loading spaces will be reviewed during each Site Plan Review process.*

- 8) Pedestrian Connections. This subsection encourages continuous pedestrian connections between all major points of pedestrian activity on the development site, including, but not limited to, connections to the Mystic River waterfront, connections to all public and private ways abutting the development site, and any transit stops. It requires developments to support improved access between the ASMD and the Ten Hills and East Broadway neighborhoods by means of sidewalk connections, crosswalks, landscaping, traffic signalization and traffic calming methods as appropriate.

*The PUD application includes pedestrian connects to major points of pedestrian activity on the Development Site and connections to the surrounding neighborhoods. More detailed plans depicting pedestrian connections will be submitted and reviewed by the Planning Board during each Special Permit with Site Plan Review-A process.*

## VII. COMMENTS FROM CITY DEPARTMENTS AND TESTIMONY FROM THE PUBLIC HEARING

City Departments/Consultants: The completeness, review and assessment of methodology for the Assembly Square PUD was executed with the appropriate city staff and the Consultant team contracted pursuant to MGL Chapter 44 S 53G. A compilation of reports from City Departments and the City's Consultant team are indexed and maintained at the Mayor's Office of Strategic Planning and Community Development, located on the third floor of Somerville City Hall. Such reports were provided to the Planning Board.

Public Testimony: At the November 16, 2006 public hearing, five (5) people testified in favor of the proposed project and zero (0) testified in opposition. The hearing was recorded on video and audiotape. In addition, one (1) letter was submitted to the Planning Board (via email) in a timely fashion before the November 28, 2006, 12:00 noon deadline established at the public hearing by the Chair of the Planning Board.

## DECISION

### IX. PRELIMINARY MASTER PLAN APPROVAL DECISION

After reviewing the proposal for consistency with the relevant sections of the SZO, and in considering the findings contained within this report, the Planning Board **GRANTS CONDITIONAL APPROVAL OF THE PUD PRELIMINARY MASTER PLAN.**

The Planning Board grants preliminary designation of the land tracts identified in the submitted application as a PUD, in accordance with SZO §16.3, finding that the project is in compliance with the standards set forth in Article 16 of the SZO, which specifically relates to PUD developments, and §5.2 of the SZO, specifically relating to Special Permits with Site Plan Review.

The Planning Board finds that the Preliminary Master Plan meets the goals and plans of the City for this site and the Assembly Square area in general as it is consistent with the Assembly Square Development Plan and the Assembly Square Mixed Use District. The Board also finds that the Preliminary Master Plan is consistent with the purposes of the various zoning districts in which the project is located, and the general purposes of the Ordinance.

This mixed use project with its associated landscaped usable open space will create a vibrant and safe environment for people to work, shop and visit, and be the catalyst for future development in the Assembly Square area. The construction of this mixed-use development will also increase the commercial tax revenue generated in the City and help to reduce the burden on the residential taxpayers.

This Conditional Approval is based upon the Preliminary Master Plan Application stamped in at the City Clerk's Office on October 30, 2006, as clarified and supplemented at the request of the City and the City's Consultants. This approval constitutes an approval of the Preliminary Master Plan, and not an approval of the proposed phases as indicated in the application. Individual phases of the development will be dealt with in subsequent applications for Special Permits with Site Plan Review-A. This approval is also NOT to be understood to constitute an approval of any final materials, traffic patterns, or other design details, which shall be reviewed in subsequent Special Permits with Site Plan Review-A;

However, to mitigate any potential negative impacts that may occur as a result of the project, as well as to provide the best project possible, the Board approves the PUD Preliminary Master Plan subject to the following **CONDITIONS** to the PUD Master Plan. Many of the conditions are expressly applicable to each site plan review submittal for each phase of the PUD. If it is not clear when a condition must be met, the Applicant shall assume that the condition must be met when the first site plan review submittal is made.

#### ***A. Transportation Management/Traffic Circulation:***

The Applicant shall revise the Traffic Impact Assessment Study (TIAS) in consideration of comments included in the Peer Review memorandums prepared by FST reviewing Existing Conditions, No-Build Conditions, and Build Conditions, consistent with MEPA review. Major actions to be taken prior to Phase 1A include: expanding the impact study area, documenting/justifying trip proposed generation rates, trip distribution, and trip reduction rates. The applicant shall consider issues discussed in Peer Review Memoranda. The Board shall consider the Peer Review Memoranda or any additional information when considering permit applications. All mitigation involving traffic signal upgrades must include specific discussion and documentation of the ability of all controllers to be left in place to fulfill the functions required of them by proposed mitigation. In addition, all traffic control equipment and roadway elements must meet City of Somerville specifications and standards. The Applicant shall consider all recommendations referenced in the Traffic Impact and Access Study Memo; On-Site Circulation Memo; and the Pedestrian and Bicycle Circulation Memo prepared by Fay, Spofford & Thordike (FST). The Applicant shall also work with the Massachusetts Highway Department to include visible signage that will direct traffic to the site via highway and keep traffic at a minimum in residential neighborhoods.

#### ***B. Water System:***

1. Applicant shall conduct additional hydraulic analyses to ensure that the City's system is capable of meeting the adjusted demands throughout the project. Applicant shall meet fire flow requirements while maintaining a minimum pressure of 20 psi at the fire location. In

accordance with DEP guideline, a minimum pressure of 35 psi shall be maintained throughout the distribution system during normal demand conditions.

2. Applicant shall have a fire protection engineer determine the fire protection requirement at each individual building and determine whether or not a sprinkler system will be necessary for each building. At the building permit application stages, all fire protection facilities must meet the requirements of the Somerville Fire Department.

3. Applicant shall ensure that all materials shall be in accordance with the City of Somerville Water and Sewer Enterprise's Specifications and/or Rules and Regulations, latest issue.

4. Applicant shall consider installing new hydrants, in consultation with the recommendations of the Fire Chief, at the following locations:

On "C" Street, approximately 100 feet east of the intersection of "A" Street

- On "G" Street, approximately 180 feet north of the intersection of Ikea Way
- On Assembly Square Drive, approximately 220 feet east of the intersection of Route 28/Middlesex Fells Parkway
- On Assembly Square Drive, approximately 550 feet east of the intersection of Route 28/Middlesex Fells Parkway
- On Foley Street, approximately 80 feet east of the intersection of Middlesex Avenue
- On Foley Street, approximately 420 feet east of the intersection of Middlesex Avenue

5. Applicant shall install valves at each intersection, and correspondingly show and label on all drawings. All tees, bends, reducers, and other fittings should also be labeled on the drawings.

6. Applicant shall provide individual calculations to determine the sizes necessary for the connections to each property. The proposed service connections to each of the new buildings shall be shown on further design drawings.

### **C. Sanitary Sewer System:**

1. All site plan review submissions shall include profiles of the proposed sewer system. Applicant must ensure that there are no conflicts with other proposed utilities.

2. Applicant shall submit details of proposed pipe materials for review and approval during each site plan review process.

3. Applicant shall make every effort to comply with DEP requirement that states "whenever possible" a minimum horizontal distance of ten feet shall be maintained between sewer

lines and water mains. Exceptions are usually only allowed when there are conflicts with existing utilities or existing structures that would prevent obtaining the proper separation.

4. Applicant shall evaluate the impact the proposed project flows will have on the MWRRA interceptor and the upstream and downstream municipal sewer system.

***D. Stormwater Management System:***

1. Applicant shall provide additional information to the Planning Board to verify the adequacy of the existing MWRRA 84'-inch Somerville Marginal Conduit.
2. Applicant shall further investigate the alternative drainage design identified in the PUD application.
3. Applicant shall provide the Planning Board with a status report on the receipt of necessary permits from MWRRA.
4. Applicant shall provide a more detailed analysis of the site hydrology for existing and proposed conditions during the 2-, 10-, and 100-year storm events.
5. Applicant shall meet with DCR and obtain any and all necessary permits from DCR. Applicant shall furnish the Planning Board with copies of these permits.
6. Applicant shall supply the Planning Board with copies of all test pit logs and locations for review.
7. Applicant shall provide a detailed series of Best Management Practices (BMP's) to demonstrate a total suspended solids (TSS) removal rate of at least 80 percent. Plans shall include locations of all proposed BMP's.
8. Applicant shall provide a detailed set of plans identifying items such as sequence of construction, limits of phasing, and placement/type of erosion control measures.
9. Applicant shall submit a stormwater maintenance program to the Planning Board. The maintenance program shall address the frequency of inspection/cleaning of the proposed water quality units. The plan shall also identify the stormwater management system owner and parties responsible for operation and maintenance of the stormwater facilities.
10. Applicant shall submit a soil management to the Planning Board in order to determine if soil conditions will allow for the inclusion of low impact design elements including, but not limited to, bio swales.

***E. Urban Design:***

1. All site plan review submittals for each building/phase shall be accompanied by an update of the overall master plan with the following level of information:
  - a) Consistent dimensions between all plans and between sections and plans.
  - b) Street sections with dimensions that indicate travel lanes, parking lanes, bicycle lanes, planting strips, sidewalks, and building edges, among other elements.
  - c) Circulation that clearly shows the operations of all streets on-site and surrounding context, showing
    - Existing and proposed traffic signals
    - Direction of vehicular traffic on street lanes and at parking garage access points
    - Ikea operations for parking and drop off/pick up for trucks, home delivery, and customers
    - Operations at all ingress and egress points, including the circulation along the major routes that provide access to the site
    - Bicycle routes and connections to regional systems
    - Pedestrian routes and crosswalks and connections to surrounding neighborhoods
  - d) Proposed building entrances or other indication of primary facades.
  - e) Phased plan of infrastructure improvements tied to building development.
2. Applicant shall review with the Fire Chief and the City the geometry of Ikea Way, including its intersection with Assembly Square Drive and Main Street (F Street).
3. Applicant shall reconsider the design of Main Street at the back corner of the Ikea loading area in order to create a more positive architectural character at this key corner.
4. Applicant shall study integrating the T-Station into the site plan and creating visibility for the presence of the T-Station at the terminus of E Street/Foley Street and a plaza and arrival sequence that connects more directly to the Assembly Square Park on Main Street. Maximizing T-Station visibility shall be a factor in considering applicable site plan proposals.

5. At each Site Plan Review Special Permit submission that involves the use of DCR land, the Applicant shall submit confirmation of the acquisition of the DCR land in the northeast corner of the proposed project or shall reconfigure the development for such phase consistent with the requirements of the Master Plan and the applicable regulations of the SZO.
6. At each Site Plan Review Special Permit submission, the Applicant will consider massing the buildings to create more consistent street corridors with similar heights on both sides of the street, using street walls and step backs where necessary, especially on E Street and where buildings exceed six to eight stories.
7. As part of the Phase 1AA submission, the Applicant shall provide a plan for the pedestrian crossings for the entire project.
8. The Applicant shall design and make improvements to the following pedestrian crossings:
  - Ten Hills neighborhood during Phase 1A.
  - Lombardi Drive during Phase 1AA submission.
  - Kensington Avenue during Phase 1AA submission
9. As part of each site plan review submittal, the Applicant shall provide the following information:
  - Calculations showing that the percentage of open space and usable open space meets the zoning requirement for a PUD-A within the ASMD.
  - Confirmation that the setbacks from the Mystic River to the closest buildings are at least 150 feet.
10. Illustration on the drawings of the required continuous pedestrian, bicycle, vehicular and Urban Ring connections that need to be made to the destinations enumerated in the ASD Plan as defined in §6.4.2 of the SZO, including:
  - a) Clarification of the pathways and sidewalk systems with notes, dimensions and legends.
  - b) Illustration of how the particular phases affect the accessibility and visibility of the proposed Assembly Square T Station.
  - c) Confirmation that the zoning requirements related to the minimum shadow cast by buildings onto open space between March 21<sup>st</sup> and September 21<sup>st</sup> are met.
  - d) Ensure that the light conditions shown on the plans are adequate for the tree species enumerated in *Unifying Design Guidelines for the Public Realm – Assembly Square*.

- e) Applicant shall provide illustration and notation on the drawings that all shade trees and shrubs required by zoning are shown in all parking lots.
  - f) Applicant shall employ smart growth techniques in overall development, including but not limited to: Low Impact Development for Stormwater Management, bioswales, recycling and sustainable green technologies, and LEED.
  - g) Applicant shall be responsible for all design, construction, maintenance and repair of all roadways, streetscape including street lighting and other street furniture furnishings, and parks and open space which are part of the PUD. Applicant shall be responsible for the design and construction of water, sewer, and storm drainage systems serving the PUD. Applicant shall be responsible for the usage costs of electricity, gas, water, cable and other utilities furnished to the PUD, and for trash removal. The City shall be responsible for the maintenance and repair of water, sewer, and storm water conduits, and traffic signals on public ways. The City shall also be responsible for snowplowing and street cleaning, including the cleaning of catch basins, except that the City shall not be responsible for catch basins associated with Smart Sponge Technology, or equivalent technology, unless and until the City has the equipment to clean such "Smart Technology" catch basins. The Applicant shall be responsible for designing, constructing, maintaining, and repairing similar "Smart Technology" required by MEPA. All utilities shall be designed and installed in accordance with the City of Somerville's standards and specifications.
11. Applicant shall provide details of the pedestrian connection from Assembly Square to Draw 7 Park under the railroad bridge.
  12. Applicant shall include a landscape buffer between the tracks and the proposed development.
  13. Applicant shall show the pedestrian connection from the proposed Assembly Square T Station to Draw 7 Park. The design of the project shall not preclude the ability for the future design and construction of this pedestrian connection. (The Applicant is not expected to construct the pedestrian connection, but merely to show it in the plans in the event that enough federal and state monies are available to construct such a connection as part of the T station).
  14. Applicant shall clarify the "Kiss and Ride" drop off and the associated walkways.
  15. Prior to Phase 1A, Applicant shall review the bus drop off and pickup area and modify as needed. Urban Ring bus drop off and pickup is not provided at the Assembly Square T Station along G Street. It appears that dropping off passengers will block the street in its current configuration.

16. Applicant will consider plans to link the Mystic River Park clearly to the surrounding street circulation for bicyclists and pedestrians to the T Station prior to Phase 1A.
17. Applicant shall provide additional details to better define the "series of pocket parks" described in the PUD submission.
18. Applicant shall depict the locations of handicapped accessible curb ramps.
19. Applicant shall submit detailed landscaping plans that conform to the City's guidelines. The guideline states that streets should be tree-lined. Street trees are set back as much as 55 feet from the intersection edge of curbing along Main Street. No trees are shown in the bumpouts at intersections.
20. Applicant shall continue to work with the City on the design of the proposed median on Assembly Square Drive in order to maximize the amount of useable open space.

**OTHER COMMITMENTS:** The applicant shall provide the other commitments volunteered as part of the submitted application, namely: The Applicant shall provide the commitments as negotiated in the Master Land Disposition Agreement and the Restated Assembly Square Development Covenant, as both documents may be amended from time to time.

## **X. ASMD WAIVER REQUESTS**

§6.4.12. of the SZO states in relevant part, "Notwithstanding any other provisions of this Ordinance, the SPGA may, as part of an application for a SPSR-A, a PUD-A or Site Plan Approval-A grant relief from Development Standards, and any other requirements of the ASMD outlined in Sections 6.4.6 through 6.4.11. In such cases, in granting such relief, the SPGA must find that:

- 1) strict enforcement of such standards or requirements would run counter to achieving the objectives of the ASD Plan; and
- 2) the PUD Application is substantially consistent with the objectives of the ASD Plan and advances the objectives of the ASD Plan.

The Applicant has requested Waivers from the Ground Level Retail Size Cap under §6.4.8.D.2.b for two existing stores within the Assembly Square Mall: (1) T.J. Maxx, which is approximately 54,100 SF; and (2) the Christmas Tree Shop, which is approximately 50,600 s.f.

Section 6.4.8.D.2.b states that, "In a Large Retail Project, not more than 50,000 square feet of Gross Floor Area of any single Retail Use shall be located on the ground floor of any Building included in the PUD-A."

Strict enforcement of §6.4.8.D.2.b would run counter to achieving the objectives of the ASD Plan; and the PUD Application is substantially consistent with the objectives of the ASD Plan and advances the objectives of the ASD Plan. In each case, the ground level retail area is only slightly greater than what is allowed by the SZO, and the requested Waivers are *de minimis*.

**THE PLANNING BOARD APPROVES THE REQUESTED WAIVERS.**

The approvals granted hereunder are the first step in the PUD process. The Applicant still must apply for and receive zoning relief for the phases of the project and for Final PUD approval. Any outstanding issues raised in this Preliminary Master Plan approval shall be addressed definitively in the final stages of permitting.

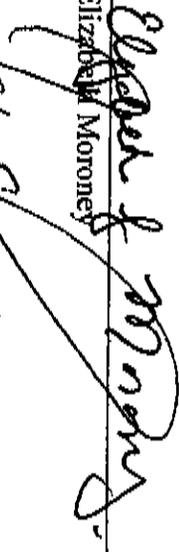
Any appeal of this decision must be filed within twenty (20) days after the date this notice is filed in the Office of the Somerville City Clerk, and must be filed in accordance with G. L. c. 40A, §17 and SZO § 5.3.5.

In accordance with G. L. c. 40A, § 11, the Preliminary Master Plan approval as well as the waiver granted hereunder shall take effect only when a copy of this decision is recorded in the Middlesex County Registry of Deeds and indexed in the grantor index under the name of the owner of record or is recorded and noted on the owner's certificate of title. The copy of the decision may be filed at the Registry only after the twenty (20) day appeal period noted above has ended, and the copy to be filed must bear the certification of the Somerville City Clerk that twenty (20) days have elapsed since the decision was filed with the Clerk and no appeal has been filed. The Decision was filed with the City Clerk and either that no appeal has been filed or an appeal has been filed within such time.

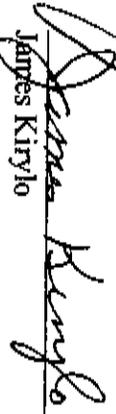
Attest, by the Planning Board:

  
\_\_\_\_\_  
Kevin Prior  
(Chairman)

  
\_\_\_\_\_  
Linda Bohan

  
\_\_\_\_\_  
Elizabeth Moroney

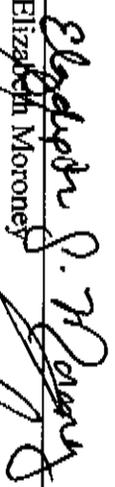
  
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Joseph Favalaro

  
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James Kirylo

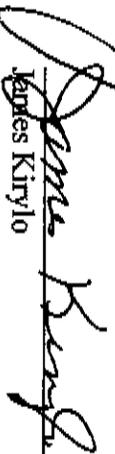
Attest, by the Planning Board:

  
Kevin Pior  
(Chairman)

  
Linda Bohan

  
Elizabeth Moroney

  
Joseph Favalaro

  
James Kirylo