

2.0 GENERAL INFORMATION

2.1 Project Identification and Project Team

Project Name: Seaport Square

Location: The Project will include approximately 23 acres in South Boston, generally bound by Northern Avenue and Seaport Boulevard (between Old Sleeper Street and East Service Road) and by Stillings Street, Boston Wharf Road, East Service Road, and B Street (between Seaport Boulevard and Summer Street).

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2.2 Regulatory Controls and Permits

2.2.1 *History of BRA and MEPA Review*

2.2.1.1 City of Boston Article 80 Review

The proposed Project is subject to review by the BRA pursuant to Article 80, Section 80B, Large Project Review, of the Boston Zoning Code. A Project Notification Form/ Environmental Notification Form (PNF/ENF) was filed with the BRA and MEPA on June 2, 2008. This document also included a request to both agencies to waive further review for Phase 1 (Blocks A, H and J). On November 13, 2008, the BRA Board approved a waiver of further review for Block A.

2.2.1.2 Massachusetts Environmental Policy Act Review

As mentioned above, a PNF/ENF was filed with the BRA and MEPA on June 2, 2008. The PNF/ENF also included a request to waive further review for Phase 1 (Blocks A, H and J). On August 8, 2008, MEPA issued a certificate on the ENF requiring a Draft Environmental Impact Report (EIR) and a Draft Record of Decision for the Phase 1 Waiver request. On September 17, 2008, MEPA issued a Final Record of Decision granting a Phase 1 Waiver allowing commencement of Phase 1 of the Project prior to completion of the EIR. Due to changes in the placement of uses and changes to Blocks H and J, a Notice of Project Change (NPC) was filed with MEPA on March 31, 2009. On May 8, 2009, MEPA issued a certificate on the NPC reaffirming the scope contained in the August 8, 2008 certificate. A Final Amended Record of Decision was issued on June 5, 2009 confirming approval of commencement of Phase 1 prior to completion of the EIR. The certificate on the ENF, the NPC, and the Final Amended Record of Decision are included in Appendix A.

2.2.2 *Anticipated Permits, Reviews and Approvals*

Given the scale of the Project, it will be subject to BRA and MEPA impact reviews, reviews relating to impacts on nearby historic properties, and permitting related to transportation and other infrastructure impacts. Anticipated reviews, permits and approvals are provided in Table 2-1. Immediately below is a summary of anticipated permits; Section 2.5 below provides greater detail on state permits and preliminary Project compliance.

Most of the Project Site consists of landlocked tidelands exempt from the waterways licensing requirements of Chapter 91. Certain areas of the Project Site are within Chapter 91 licensing jurisdiction and subject to the South Boston Municipal Harbor Plan: 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. The Proponent will seek Chapter 91 licenses for those sub-Blocks after Article 80 and MEPA review for the relevant Blocks is complete. Because the entire Project Site is located on landlocked tidelands, the Project will comply with the recently-enacted legislation governing those areas by addressing the impact of the Project on public access to the waterfront and on groundwater levels, and will seek a public benefit determination from the Secretary of the Executive Office of Energy and Environmental Affairs (see Chapter 4 for Public Benefit Analysis).

Blocks H, J, K, and Q of the Project Site are within the Seaport Boulevard/Boston Wharf Road Protection Area adjacent to the Fort Point Channel Landmark District. As such, in addition to State Register Review by the Massachusetts Historical Commission, the Project will be subject to review by the Boston Landmarks Commission under the Standards and Criteria for the Protection Area.

The Project will require approvals from the Federal Aviation Administration for buildings that exceed 200 feet in height. The Proponent has designed the Project to be consistent with allowable building heights as shown on advisory maps issued by Massport and will coordinate with Massport and the FAA as appropriate.

The Project Site has South Boston Parking Freeze permits from the City's Air Pollution Control Commission for 3,647 commercial parking spaces. The Proponent expects to seek new permits for approximately 353 additional commercial spaces from the Parking Freeze bank. The Project will also require permits relating to wastewater and construction dewatering, and approvals from City and state transportation agencies and departments for the roadway improvements and parking facilities that are part of the Project. A list of potential permits is below.

Table 2-1 Anticipated Environmental Reviews, Permits and Approvals

Agency Name	Review Process, Permit , or Approval
FEDERAL	
Environmental Protection Agency	National Pollution Discharge Elimination System
Federal Aviation Administration	FAA Height Restriction Notice; Section 19 Determination
STATE	
Executive Office of Energy and Environmental Affairs (MEPA Unit)	Secretary's Certificates (including Phase 1 Waiver/Final Record of Decision)
Department of Environmental Protection, Division of Wetlands and Waterways	Chapter 91 License; Landlocked Tidelands Public Benefit Determination
Department of Environmental Protection, Division of Water Pollution Control	Sewer Connection and Extension Permit

Table 2-1 Anticipated Environmental Reviews, Permits and Approvals (Continued)

Agency Name	Review Process, Review Process, Permit , or Approval
Department of Environmental Protection, Division of Air Quality Control	Air Plan Approval, if required
Department of Environmental Protection	Notification of Demolition and Construction
Massachusetts Water Resources Authority	Sewer Use Discharge Permit
Massachusetts Historical Commission	State Register Review
Massachusetts Highway Department	Change of Access Designation, Access Permit
Executive Office of Transportation	Compliance with Chapter 40, Section 54A
Massachusetts Bay Transportation Authority	Approvals related to Silver Line facility connections
LOCAL	
Boston Redevelopment Authority	80B Large Project Review; 80C Planned Development Area Review
Boston Zoning Commission	80C Planned Development Area Approval
Boston Civic Design Commission	Review and Approval
Boston Air Pollution Control Commission	Parking Freeze Permits, Confirmation of Exemptions
Boston Water and Sewer Commission	Sewer Use Discharge Permit; Site Plan Approval; Construction Dewatering Permit; Sewer Extension/ Connection Permit; Stormwater Connection; Cross Connection/Backflow Prevention Permit; Hydrant Meter Permit; Construction Permit for Facilities; Termination Verification Permit (Chapel)
City of Boston Inspectional Services Department	Building and Occupancy Permits; Termination Verification Permit (Chapel)
Boston Public Improvement Commission	Acceptance of New Public Way or Private Way Open to Public Travel; Street and Sidewalk Occupation Permits; Tieback/Earth Retention System License Agreement; Curb Cut; Subsurface/Surface Discontinuances; Specific Repair Plan Approval; Street Opening; Licenses for Awning or Projections
Boston Zoning Board of Appeal	Conditional Use Permits, variances, and Interim Planning Permits (for Phase 1 Blocks)
Boston Conservation Commission	Notice of Intent
Boston Department of Public Works	Street Occupancy Permit; Curb Cut Permit

Table 2-1 Anticipated Environmental Reviews, Permits and Approvals (Continued)

Agency Name	Review Process, Review Process, Permit , or Approval
Boston Transportation Department	Transportation Access Plan Agreement; Construction Management Plan
Boston Landmarks Commission	Article 85 Demolition Delay Review; Seaport Boulevard/Boston Wharf Road Protection Area review
Boston Parks and Recreation Commission	Approval of Demolition and Construction within 100 feet of park or parkway
Boston Public Safety Commission, Committee on Licenses	Permit to erect and maintain parking garage; Flammable storage license
Boston Fire Department	Storage tank permit; Burner and permit for fuel oil; Cross connection backflow preventer; Approval for sprinkler systems; Permit for maintenance of fire protection/equipment; Permit for safe access to the site; Permit for welding and cutting equipment

2.2.2.1 State Permitting and Agency Actions

The following is a summary of the state permits and agency actions required or potentially required by the Project, and a preliminary description of the Project’s compliance with the standards applicable to each such permit or action.

Executive Office of Energy and Environmental Affairs; Massachusetts Environmental Policy Act Review

The Massachusetts Environmental Policy Act (“MEPA”) (M.G.L. ch. 30, Secs. 61 through 62H; 301 CMR 11.00) requires the Secretary of Energy and Environmental Affairs to conduct environmental impact reviews of certain projects involving state agency action. MEPA jurisdiction applies to: (i) projects undertaken by a state agency, (ii) those aspects of a project that are within the subject matter of any required state permit, (iii) projects involving state financial assistance, and (iv) those aspects of a project within the area of any real property acquired from a state agency. Where MEPA jurisdiction applies and certain environmental thresholds are exceeded, MEPA filings are required. The MEPA statute requires that state agencies "use all practicable means and measures to minimize damage to the environment," by studying alternatives to the proposed project, and developing enforceable mitigation commitments, which will become permit conditions for the project. MEPA review occurs before permitting agencies act, to ensure that they consider the environmental consequences of their actions and can exercise their Section 61 responsibilities when issuing permits.

The current MEPA review of the Project began with the filing of the ENF on June 2, 2008. Following review of the ENF, the Secretary issued a Certificate for an EIR on August 8, 2008. The Proponent submitted a Notice of Project Change on March 31, 2009, and the Secretary issued a second Certificate on May 8, 2009 reaffirming the scope contained in the August 8, 2008 Certificate. This Draft EIR responds to that Certificate.

Department of Environmental Protection, Division of Wetlands and Waterways, Chapter 91 License

Under the Waterways Regulations, 310 CMR 9.00 et seq., development within Chapter 91 areas must meet certain dimensional and use constraints relating to maximum lot coverage, waterfront setback, maximum height, and facilities of public accommodation. Chapter 91 constraints, however, may be modified by substitute provisions in an approved Municipal Harbor Plan. In reviewing a project that is in compliance with an approved Municipal Harbor Plan, MassDEP, in its Chapter 91 review, is required to follow the requirements of the approved Municipal Harbor Plan.

The City of Boston submitted a Municipal Harbor Plan (the "MHP") for the South Boston Waterfront District to EOEPA for approval in July 2000, and the Secretary approved the plan in a Decision dated December 6, 2000 (the "MHP Decision"). The MHP Decision was subject to adoption by the City of Boston of zoning provisions consistent with the plan. The City adopted Article 42E of the Boston Zoning Code to fulfill the requirement to have zoning consistency with the MHP.

As noted in Section 4.8 of this Draft PIR/EIR, all of Block A, the western end of Block B, the western end of Block H, the northwestern corner of Block G, and the northwestern portion of Block M are subject to the requirements of Chapter 91, as modified by the MHP. The Project will comply with the requirements of the MHP without the need for amendments. See Section 4.8 for more detail regarding the Project's compliance with Chapter 91 and the MHP.

Department of Environmental Protection, Division of Water Pollution Control, Sewer Connection and Extension Permit

Under sewer regulations issued by MassDEP in January, 2007, if a project increases flow through an existing sewer connection by more than 50,000 gallons per day, or generates at least 50,000 gallons per day of sanitary sewage through a new sewer connection, a sewer connection permit from the Division of Water Pollution Control will be required. Such permits are generally granted as long as design and engineering requirements are met and the receiving sewer line has adequate capacity. The sewer regulations require that where a project increases flow through an existing sewer connection in an amount of between more than 15,000 gallons per day and 50,000 gallons per day, or generates between 15,000 and 50,000 gallons per day through a new sewer connection, certification is required stating that the sewer connection complies with applicable standards.

The Project will apply for the necessary sewer connection permits on a Block-by-Block basis and will comply with the engineering standards required for such permits. State connection permits will be secured concurrently with required local sewer infrastructure permits from the Boston Water and Sewer Commission.

Department of Environmental Protection, Division of Air Quality Control, Air Plan Approval

If a project results in the installation of a heating plant, emergency generator or other fossil-fuel-burning equipment exceeding source-specific thresholds, approval is required from the Division of Air Quality Control of MassDEP. MassDEP has implemented a streamlined permitting process for smaller units conforming to predetermined specifications. This program, named the Environmental Results Program (ERP), was designed to alleviate the burden of the permitting process on both the applicants and the regulatory agency.

Individual boilers with heating capacities between 10 million and 40 million Btu per hour heat input are subject to the requirements of the ERP for boilers. Such boilers must be fired with natural gas and/or ultra-low sulfur diesel and meet the emission rates outlined in 310 CMR 7.26(33). Stacks must be designed as to not cause or contribute to a condition of air pollution. The required notification must be made to MassDEP prior to installation and appropriate records must be kept thereafter.

Emergency generators greater than 37 kilowatts are subject to the requirements of the ERP for emergency engines (310 CMR 7.26(42)). Engines must meet appropriate emissions standards applicable to their size and fuel, have a stack constructed as to not cause or contribute to a condition of air pollution, must not cause adverse noise impacts, and must only be operated due to a power outage and for no more than 300 hours per year. The required notification must be made to MassDEP within 60 days after installation and appropriate records must be kept thereafter.

The ERP registration does not provide relief from any other applicable state and federal air quality regulations. Units of larger size than the ERP limits must obtain an air plan approval from MassDEP. If MassDEP approval is required, the Project will comply with the relevant design and engineering requirements.

Massachusetts Water Resources Authority (“MWRA”), Sewer Use Discharge Permit, Temporary Construction Site Dewatering Permit

Regulations set forth at 360 CMR 10.051 require a Sewer Use Discharge Permit or Group Permit for any discharge of Industrial Waste, as defined in 360 CMR 10.004, directly or indirectly, into the MWRA Sewer System. 360 CMR 10.004 defines Industrial Waste as “any solid, liquid or gaseous Wastes or Wastewater, resulting from an industrial or manufacturing process or from a commercial, governmental or institutional activity, or from the development, recovery, or processing of natural resources.” Certain uses within the

proposed development may require a Sewer Use Discharge Permit. As these specific uses are yet to be determined however, permits will be secured on a discharge-by-discharge basis as the need arises.

Massachusetts Historical Commission

Chapter 9, §§26-27D of the General Laws establish a process for the review by the Massachusetts Historical Commission (“MHC”) of development projects for their effect on historic properties (“State Register Review”). Regulations governing State Register Review, 950 CMR § 71.00 et seq., set forth a procedure requiring notification to MHC of any project either to be undertaken by a state body or prior to such state body’s funding or licensing of a private project, and requiring the MHC to determine whether such a project will have an “adverse effect” on properties listed on the State Register of Historic Places.

In response to the filing of the ENF and the NPC, MHC issued a finding of adverse effect due to the proposed demolition of the Chapel of Our Lady of Good Voyage, which is listed in MHC’s Inventory of Historic and Archaeological Assets of the Commonwealth. The Proponent will consult with MHC as required by MHC’s regulations.

Massachusetts Highway Department, Change of Access Designation, Vehicular Access Permit

Under regulations published by the Massachusetts Highway Department (“MHD”) in November 2007, a highway access permit is required for any new or reconfigured curb-cut onto the State Highway Layout (“SHLO”), or for substantial increases in traffic onto the SHLO. The new regulations define the SHLO as “Commonwealth property under the custody and control of [MHD] being used and laid out for highway purposes; this does not include excess parcels that may have been acquired by [MHD] but which are not being used for highway purposes.” The regulations also do not apply “to roadways within the Metropolitan Highway System, since those roadways are under the jurisdiction of the Massachusetts Turnpike Authority”

Vehicular Access Permits are required for:

1. New residential or commercial driveways or streets intersecting the SHLO.
2. Physical modifications to existing residential or commercial driveways or streets at their intersection with the SHLO.
3. Change in use of an existing residential or commercial driveway onto the SHLO that results in a substantial increase in or impact on traffic over the current use.

4. Construction of new, or change of use of existing, residential or commercial driveways from properties that abut the SHLO to serve a building or facility, or expansion of a building or facility, that generates a substantial increase in impact on traffic.

According to a determination letter from MHD dated July 22, 2008, MHD owns Congress Street, and the Massachusetts Turnpike Authority (“MTA”) operates the street. There exists a “no access” sideline along Congress Street, between Boston Wharf Road and B Street, where curb cuts are proposed. Accordingly, the Project will request a change in designation of the “no access” area, as well as a Vehicular Access Permit for the proposed Congress Street curb cuts. As part of this request, the Project will submit a site plan, a curb cut plan, and a traffic study to MHD. The Proponent will work with MHD to meet the safety and traffic flow requirements necessary to receive such access permits.

Executive Office of Transportation and Construction; Section 54A Consent

Under Massachusetts General Laws Chapter 40 and 780 CMR 111.3, Section 54A, any construction of permanent improvements on land formerly used as a railroad right-of-way, or land appurtenant to such right-of-way, requires consent of the Executive Office of Transportation (“EOT”). Certain areas of the Project Site include former railroad interests; accordingly, EOT approval will likely be required.

Massachusetts Bay Transportation Authority, Approvals Related to the Silver Line Facilities

The Project will seek MBTA approvals for all connections to the MBTA’s Silver Line facilities, such as the construction of the new Silver Line headhouse in Seaport Square Green, as well as for construction over the Silver Line tunnel.

2.3 Public Participation

The Project has undergone considerable public review by a wide-ranging group of city and state agencies and governing officials throughout the Project history. These include the Boston Redevelopment Authority (BRA), the Boston Civic Design Commission (BCDC), Boston Water and Sewer Commission, the Boston Landmarks Commission (BLC), MassDEP, Massachusetts Department of Energy, Public Improvement Commission, the Massachusetts Secretary of Energy and Environmental Affairs, the Massachusetts Secretary of Housing and Economic Development, the MassDevelopment office, Massachusetts Port Authority, and The Boston Harbor Association. The Project has also been presented for review on multiple occasions to Governor Patrick, Mayor Menino, South Boston elected officials, and the Impact Advisory Group established by the BRA.

In addition to review by city and state agencies and officials, the Proponent has made significant efforts to work with the South Boston community and its neighbors. Prior to submission of the PNF/ENF in June 2008, six different public meetings were held in the

community between April and July 2008 to provide an overview of the Project and a platform for discussion of specific topics such as transportation, parks and public realm. After the PNF/ENF submission, a seventh meeting was held in July 2008 to summarize the preceding meetings. A dedicated website was also created, www.seaportsquare.com, specifically to invite public feedback and to distribute copies of presentations about the Project. The Proponent has also become actively involved in numerous South Boston non-profit and/or charitable organizations, including the South Boston Neighborhood House and A Better City.

The Proponent acted on input received from its ongoing collaboration with the BRA, other agencies and abutters by making program and massing changes to the master plan outlined in Section 1.5.

2.4 Zoning

The Project Site is within the Fort Point Waterfront Subdistrict of the Harborpark District (the "Fort Point Waterfront") governed by Article 42E of the Boston Zoning Code (the "Code"), except for Block Q, which is within the M-4 Restricted Manufacturing Subdistrict. The entire Project Site is also within the South Boston Inner Harbor Subdistrict of the South Boston Interim Planning Overlay District governed by Article 27P of the Code (the "IPOD") and the Restricted Parking District. Blocks H, J, K, and Q are within the Groundwater Conservation Overlay District. The regulations of the Code other than Article 27P constitute the Underlying Zoning for the Project Site. Where the provisions of Underlying Zoning conflict with the provisions governing the IPOD, the IPOD regulations govern.

In the Fort Point Waterfront, most of the uses contemplated to be included in the Project are allowed, including: Open Space/Recreational Uses; Community Uses and Cultural Facilities; Residential Uses; Hotel Uses; Office Uses; Research Center Uses; Local Retail and Service Uses; General Retail Uses; Restaurant Uses; Place of Worship; Exhibition/Conference use; and Art/Artists' Mixed Use. Parking is a conditional use in the Fort Point Waterfront.

The Project may require zoning relief to allow (1) Parking Uses (for commercial parking on Blocks B, C, D, F, G, K, Q, L, and M); (2) certain education uses on Blocks N and P; and (3) for any other uses not listed as Allowed in Section 42E-21. The Project will provide day care facilities and Facilities of Public Accommodation in the amount set forth in the Code, or receive zoning relief to allow flexibility with respect to the provision of such facilities.

The dimensional requirements vary for individual development Blocks within the Project Site. The maximum FAR in the IPOD is 5.0 for Blocks A, H, J, Q, and part of Block K, and 4.0 for Blocks B, C, D, F, G, L, M, N, and the remainder of Block K. The Project-wide FAR will be approximately 6.49; individual zoning lots (including adjacent lots in common ownership) will have FARs ranging from 0.11 to 9.50. The maximum building height for the Project Site under the IPOD is 75 feet for Blocks A, H, J, Q, and part of Block K, and

150 feet for Blocks B, C, D, F, G, L, M, N, and the remainder of Block K. The maximum heights for the Project Site pursuant to Underlying Zoning range from 125 feet to 250 feet. The Project will therefore require relief from both the maximum FAR and maximum building height requirements of the Code.

In the IPOD, projects involving new construction at grade must devote at least 50% of the lot area to open space, unless the BRA determines during Large Project Review that a smaller open space area, or the provision of open space in a different location, would result in a design more compatible with the surrounding area. In the Fort Point Waterfront, projects south of the old configuration of Northern Avenue must provide open space of at least 30% of lot area. All of the Project Site is located south of the old layout of Northern Avenue and is thus subject to the 30% open space requirement, with the exception of a triangular portion of Blocks F and G, to which the 50% requirement would apply. Including the new streets that the Proponent will construct on its property, the Project will have approximately 35% open space; using the zoning definition yields approximately 25% of open space.

Block Q, which is subject to the dimensional requirements of the M-4 district, may require relief from the minimum parapet setback, minimum lot size and lot width, minimum yard, and parking and loading requirements.

Blocks H, J, K, and Q are within the Groundwater Conservation Overlay District, and will need to achieve consistency with the requirements of Article 32 by ensuring that those portions of the Project will have no negative impact on groundwater on those sites or adjacent sites.

Off-street parking and loading requirements will be determined by the BRA during Large Project Review.

The Proponent intends to seek any zoning relief required for the development of Blocks A, H, and J from the Board of Appeal and seek the adoption of a Planned Development Area (PDA) to achieve zoning compliance for the rest of the Project Site.

2.5 Legal Information

2.5.1 Legal Judgments Adverse to the Proposed Project

The Proponent is not aware of any legal judgments in effect or legal actions pending that are adverse to the Project.

2.5.2 History of Tax Arrears on Property Owned in Boston by the Proponent

The Proponent is not in tax arrears on any property owned within the City of Boston.

2.5.3 Site Control/Public Easements

In September, 2006, the Proponent acquired title to the Project Site, with the exceptions described below, from Fox Boston Seaport Land LLC.

A portion of Blocks C and D is currently owned by the Archdiocese of Boston, and occupied by the Chapel of Our Lady of Good Voyage. The Proponent has submitted a letter of intent to the Archdiocese and expects to acquire the site currently occupied by the Chapel.

Within the Project Area, a parcel with an area of 2,469 square feet located between the current end of Farnsworth Street and Seaport Boulevard is owned by the MBTA. Similarly, a parcel with an area of 3,614 square feet located between Blocks J and K, at the northern end of Thomson Place, is owned by the MBTA.

Pursuant to a 1998 agreement among the McCourt Broderick Limited Partnership (MBLP) (a previous site owner), the City of Boston, and the BRA, the BRA is required to transfer to the Proponent (1) a triangular parcel at the intersection of Northern Avenue and the proposed East Service Road extension containing approximately 31,835 square feet in order to square off Blocks F and G; and (2) a permanent subsurface easement to a triangular parcel adjacent to Blocks C and D and to an adjacent strip of land within the Old Northern Avenue right of way.

In return, the Proponent must transfer to the City or the BRA the land between Blocks C and D, which will be used for the extension of Thomson Place (Fan Pier Boulevard), and possibly additional property.

Pursuant to a 1997 Omnibus Settlement Agreement among MBLP, the Massachusetts Department of Highways (MHD), the Massachusetts Bay Transportation Authority (MBTA), and Energy International, Inc. (the "OSA"), MHD is required to transfer to the Proponent fee or easement interests in parcels of land previously taken from MBLP outside final roadway and transit rights of way, including an air rights parcel on Blocks P and N. The OSA establishes a procedure to determine the final configurations of Blocks P and N. The Proponent intends to work with MHD to finalize any transfers required by the OSA.