5 Middlesex Avenue
Somerville, Massachusetts

SUBMITTED TO  City of Somerville
Attn: Sarah Lewis
93 Highland Avenue
Somerville, MA 02143

PROPOSED/OWNER  CDNV Assembly, LLC & CDNV Land, LLC
c/o Ed Nardi
Cresset Development
120 Water Street
Boston, MA 02109

PREPARED BY  VHB
101 Walnut Street
Watertown, MA 02471

In association with:
Spagnola Gisness & Associates (SGA)
Perkins and Will
Copley Wolff Design Group (CWDG)

March 2020
This page is left intentionally blank
March 19, 2020

Sarah Lewis  
City Hall 3rd Floor  
Office of Strategic Planning and Community Development  
93 Highland Avenue  
Somerville, MA 02143

Attn: Ms. Sarah Lewis

Re: Amended PUD-PMP XMBLY

On behalf of the Applicant, collectively CDNV Assembly, LLC and CDNV Land, LLC (CDNV), please find attached the Amended Planned Unit Development – Preliminary Master Plan Permit (PUD-PMP) with Site Plan Review Application for the proposed revisions to the XMBLY development located at 5 Middlesex Avenue within the Assembly Square Mixed Use District.

Please feel free to call me directly with any questions at (617) 607-0081.

Sincerely,

Peter T. Mara, P.E.
Senior Project Engineer
pmara@vhb.com
Table of Contents

Chapter 1: Executive Summary

Chapter 2: Application Forms
2.1 Preliminary Master Plan Application
2.2 Supplemental Questions
2.3 Requested Waiver Modifications/Ratifications
2.4 Abutters List
2.5 Accessibility Narrative
2.6 Environmental Report Inventory

Chapter 3: Project Summary
3.1 Existing Conditions........................................................................................................3-3
3.2 Proposed Project...........................................................................................................3-4
3.3 Urban Design Summary ...............................................................................................3-16
3.4 Project Schedule/Phasing ...........................................................................................3-17
3.5 Consistency with SomerVision/Assembly Square Master Plan....................................3-18
3.6 Summary of Project Benefits .......................................................................................3-19
3.7 Development Team......................................................................................................3-22

Chapter 4: Zoning Compliance Narrative
4.1 Article 5: Special Permits, Special Permits with Site Plan Review, Site Plan Approval and Variances ...........................................................................................................4-2
4.2 Article 6: Establishment of Zoning Districts ................................................................4-8
4.3 Article 7: Permitted Uses ............................................................................................4-16
4.4 Article 16: Planned Unit Development (PUD) .............................................................4-17
4.5 Planned Unit Development Preliminary Master Plan (PMP) .......................................4-24

Chapter 5: Transportation
5.1 Project Description .......................................................................................................5-1
5.2 Parking Demand and Supply .....................................................................................5-2
5.3 Site Access Plan ...........................................................................................................5-4
5.4 Trip Distribution and Assignment ...............................................................................5-15
5.5 Transportation Demand Management Plan ................................................................5-16

Chapter 6: Utility Analysis
6.1 Study Description ........................................................................................................6-1
6.2 Water Supply and Distribution ....................................................................................6-2
6.3 Sanitary Sewer ............................................................................................................6-5
6.4 Stormwater ................................................................................................................6-7
6.5 Private Utilities ..........................................................................................................6-9
Appendices

Appendix A: Civil Site Plans
Appendix B: Design Guidelines
Appendix C: Site Access Diagrams
Appendix D: Shadow Study
Appendix E: Transportation Access Plan (TAP)
Appendix F: Mobility Management Plan
Appendix G: Previous XMBLY Approval Conditions
List of Tables

<table>
<thead>
<tr>
<th>Table No.</th>
<th>Description</th>
<th>Page No.</th>
</tr>
</thead>
<tbody>
<tr>
<td>1</td>
<td>Summary of PUD-PMP Project Information</td>
<td>1-4</td>
</tr>
<tr>
<td>3-1</td>
<td>Parking Summary</td>
<td>3-13</td>
</tr>
<tr>
<td>3-2</td>
<td>Bicycle Parking Summary</td>
<td>3-14</td>
</tr>
<tr>
<td>3-3</td>
<td>Development Team Contact Information</td>
<td>3-22</td>
</tr>
<tr>
<td>4-1</td>
<td>Building Coverage</td>
<td>4-4</td>
</tr>
<tr>
<td>4-2</td>
<td>Zoning Compliance Program Table</td>
<td>4-8</td>
</tr>
<tr>
<td>5-1</td>
<td>Project Area MBTA Service</td>
<td>5-6</td>
</tr>
<tr>
<td>5-2</td>
<td>Existing Site Trip Generation</td>
<td>5-7</td>
</tr>
<tr>
<td>5-3</td>
<td>Project Trip Generation – Unadjusted Vehicle Trips</td>
<td>5-9</td>
</tr>
<tr>
<td>5-4</td>
<td>Project Peak-Hour Person Trips</td>
<td>5-10</td>
</tr>
<tr>
<td>5-5</td>
<td>Mode Share</td>
<td>5-13</td>
</tr>
<tr>
<td>5-6</td>
<td>Project-Generated Peak-Hour Trips by Mode</td>
<td>5-14</td>
</tr>
<tr>
<td>5-7</td>
<td>Project-Generated Peak-Hour Vehicle Trips by Use</td>
<td>5-14</td>
</tr>
<tr>
<td>5-8</td>
<td>Vehicle Trip Distribution Summary</td>
<td>5-16</td>
</tr>
<tr>
<td>6-1</td>
<td>Maximum Projected Water Use</td>
<td>6-4</td>
</tr>
</tbody>
</table>
List of Figures

Note: All report figures are provided at the end of each chapter/section.

<table>
<thead>
<tr>
<th>Figure No.</th>
<th>Description</th>
</tr>
</thead>
<tbody>
<tr>
<td>3.1</td>
<td>Site Location Map</td>
</tr>
<tr>
<td>3.2</td>
<td>Existing Site Conditions</td>
</tr>
<tr>
<td>3.3</td>
<td>Existing Aerial Conditions</td>
</tr>
<tr>
<td>3.4</td>
<td>Ground Floor Plan</td>
</tr>
<tr>
<td>3.5</td>
<td>Parking Floor Plan</td>
</tr>
<tr>
<td>3.6</td>
<td>Typical Upper Floor Plan</td>
</tr>
<tr>
<td>3.7</td>
<td>Urban Context</td>
</tr>
<tr>
<td>3.8A</td>
<td>Urban Design Connections: Vehicular</td>
</tr>
<tr>
<td>3.8B</td>
<td>Urban Design Connections</td>
</tr>
<tr>
<td>3.9</td>
<td>Open Space Figure</td>
</tr>
<tr>
<td>3.10</td>
<td>Central Open Space</td>
</tr>
<tr>
<td>3.11</td>
<td>Streetscape Trees</td>
</tr>
<tr>
<td>3.12A</td>
<td>Site Phasing: Site Conditions as of 06/07/2018</td>
</tr>
<tr>
<td>3.12B</td>
<td>Site Phasing: Current Conditions – Master Plan</td>
</tr>
<tr>
<td>3.12C</td>
<td>Site Phasing: Phase 1</td>
</tr>
<tr>
<td>3.12D</td>
<td>Site Phasing: Phase 2</td>
</tr>
<tr>
<td>3.12E</td>
<td>Site Phasing: Phase 3 – Full Buildout</td>
</tr>
<tr>
<td>3.13</td>
<td>Site Massing Diagram</td>
</tr>
<tr>
<td>6.1</td>
<td>Projected Sewer Flows and I/I Mitigation</td>
</tr>
<tr>
<td>6.2</td>
<td>NRCS Soil Map</td>
</tr>
<tr>
<td>6.3</td>
<td>Existing Drainage Areas</td>
</tr>
<tr>
<td>6.4</td>
<td>Proposed Drainage Areas</td>
</tr>
</tbody>
</table>
Executive Summary

1.1 Project Summary

CDNV Assembly, LLC and CDNV Land, LLC, (collectively, the "Applicant"), respectfully seek to amend Planned Unit Development Preliminary Master Plan ("PUD-PMP") for the proposed development located at 5 Middlesex Avenue in the Assembly Square Mixed-Use District (ASMD) of Somerville, Massachusetts (the "Site"), known as XMBLY (the "Project"), approved by the City of Somerville ("City") Planning Board on June 7, 2018 in PB2018-7. The PUD-PMP was fully vested pursuant to Section 16.10.3 of the Somerville Zoning Ordinance then in effect by the issuance of the Special Permit with Site Plan Review-A (SPSR-A) final level approval for 290 Revolution Drive a/k/a Block 23 (PB 2018-12) granted by the Somerville Planning Board on November 8, 2018. Accordingly, pursuant to Section 7.4.3.c of the New Zoning Ordinance, the Project is and will remain governed by the provisions of the Somerville Zoning Ordinance effective as of August 1, 2019 (the “SZO”).

The existing Site as of June 7, 2018 consisted of 9.38 acres and contained an existing 162,000 square foot ("SF") office building, approximately 800 parking spaces within an asphalt paved surface parking lot, and a gravel lot covering land where a demolished building once stood.

Pursuant to Condition 11 of the approved PUD-PMP (PB-2018-7), an approved Subdivision Plan of Land (Plan 198 of 2019) was recorded with the Middlesex South Registry of Deeds, on March 14, 2019 which effectively adjusted the total Site area to 9.43 acres, created parcels for the Block 23 development (PB2018-12), and designated parcels for the Road K and Road L (eastern portion) Rights-Of-Way.

The Applicant proposes to Amend the PUD-PMP to redevelop the 410,947 SF (9.43 acres) Site with approximately 1.6-million ("M") SF pedestrian and transit-oriented, mixed-use development that consists of five (5) buildings on (4) four blocks organized around a new central publicly accessible civic open space and framework of new roadways with an inviting streetscape. From the previously approved PUD-PMP (PB2018-7), the Project removes Block 25 (190,000 SF residential tower) to enable an increase of the central publicly accessible civic open space and increases the office/lab/R&D space by approximately 272,000 SF, inclusive of approximately 80,000 SF of innovative space.
The following planning concepts are central to the proposed design:

- **Connectivity** | The Site is organized into four urban blocks which are consistent with the scale of the adjacent development at Assembly Row. The street layout is organized to accommodate future connections to the adjacent retail parcels and extend the urban fabric that has been established at Assembly Row. The hierarchy of the proposed streets are intended to re-establish the urban grid while emphasizing walkability and connections to transit.

- **Open Space** | A publicly accessible civic open space is located at the center of the Site and is intended to foster opportunities for active gathering and community events. These open spaces will serve as a signature component to the XMBLY development and will promote connectivity to the active uses at the ground levels of the proposed buildings. The approximately 58,000 SF of civic open space area will serve as a public amenity and can be programmed to support a variety of uses and events in the district. The Project proposes a total of approximately 160,393 SF of open space and 134,763 SF of publicly accessible useable open space.

- **Mixed-Use Program** | The Project offers a mix of uses to foster a vibrant live-work-play environment. The Site’s program is intended to support multi-family residential, commercial office, lab, and R+D uses. At the ground level, retail and active uses are planned to encourage a vibrant pedestrian environment for the street network.

The Site is located in a transitional area between Interstate 93 and the edge of the Assembly Row development to the east. The Project’s density, scale, massing, and layout extend the fabric of the Assembly Square Mixed Use district to the west and re-establish the urban grid in this neighborhood. The proposed mix of uses, open space, and public realm improvements are organized to promote a distinct “sense of place”, which is unique to this development and complementary to the density and character of the adjacent Assembly Row.

Upon completion, the Project highlights the following PUD-PMP Amendment components:

- Removal of Block 25 (190,000 SF residential tower) from the previously approved PUD-PMP (PB2018-7) to enable an increase of the central publicly accessible civic open space to approximately 58,000 SF,

- A total of approximately 1,220,000 SF of office/lab/R+D within three distinct buildings, inclusive of approximately 80,000 SF of innovation space,

- A total of approximately 329 residential units located in one distinctive building (PB2018-12) at Alta XMBLY,

- A total of approximately 24,500 SF of ground-floor retail and/or Active Use spaces including restaurants,

- A 15,000 SF potential fire station,
➢ 1,899 on-site below-and above-grade structured parking spaces. The previously approved PUD-PMP’s (PB 2018-7) parking ratios were applied to the proposed development program to adjust the number of provided parking to the Amended PUD-PMP program. Additionally, 38 on-street City-metered parking spaces are proposed to be provided on Road K designated for the fire station, retail/restaurant and active uses, and

A Development Covenant executed with the City of Somerville will have the Project generate significant mitigation fees in excess of $17 million that will be utilized for housing and jobs linkage, as well as community benefits and city infrastructure.

Exhibit A below provides a key plan of the several proposed buildings and roadways.

**Exhibit A – Project Site Key**

Table 1 below summarizes key project information over the course of the Applicant’s PUD-PMP entitlement initiatives.
Table 1 – Summary of PUD-PMP Project Information

<table>
<thead>
<tr>
<th></th>
<th>Existing Site as of 06/07/2018</th>
<th>PUD-PMP (PB 2018-7)</th>
<th>Proposed Amended PUD-PMP</th>
</tr>
</thead>
<tbody>
<tr>
<td><strong>Use</strong></td>
<td>Office/Parking Lot</td>
<td>Retail, Office/Lab/R+D, and Residential</td>
<td>Retail, Office/Lab/R+D, and Residential</td>
</tr>
<tr>
<td># of Dwelling Units</td>
<td>N/A</td>
<td>496</td>
<td>329</td>
</tr>
<tr>
<td>Lot Area</td>
<td>408,843 SF± (9.38± acres)</td>
<td>408,843 SF± (9.38± acres)</td>
<td>410,947 SF± (9.43± acres)</td>
</tr>
<tr>
<td>Lot Area ÷ # of Dwelling Units</td>
<td>N/A</td>
<td>624</td>
<td>1,249</td>
</tr>
<tr>
<td>Gross Floor Area of Footprints of All Buildings</td>
<td>52,600 SF±</td>
<td>238,468 SF±</td>
<td>223,090 SF±</td>
</tr>
<tr>
<td>Ground Coverage</td>
<td>12.9%</td>
<td>58.4%</td>
<td>54.8%</td>
</tr>
<tr>
<td>Landscaped Area</td>
<td>13.1%</td>
<td>33.9%</td>
<td>35.0%</td>
</tr>
<tr>
<td>Pervious Area</td>
<td>13.1%</td>
<td>13±%</td>
<td>15±%</td>
</tr>
<tr>
<td>Net Floor Area</td>
<td>140,000 SF±</td>
<td>1,456,000 SF±</td>
<td>1,576,600 SF±</td>
</tr>
<tr>
<td>Floor Area Ratio (FAR)</td>
<td>0.4</td>
<td>3.66</td>
<td>3.8</td>
</tr>
<tr>
<td>Building Height</td>
<td>54 FT±</td>
<td>54FT± - 250 FT±</td>
<td>85 FT± - 240 FT±</td>
</tr>
<tr>
<td># of Structured Parking Spaces</td>
<td>800±</td>
<td>1,696</td>
<td>1,699</td>
</tr>
<tr>
<td># of Bicycle Parking Spaces</td>
<td>10±</td>
<td>224</td>
<td>224</td>
</tr>
<tr>
<td># of Loading Spaces</td>
<td>2±</td>
<td>0</td>
<td>12</td>
</tr>
</tbody>
</table>
2 Application Forms

2.1 Preliminary Master Plan Application
2.2 Supplemental Questions
2.3 Requested Waiver Modifications/Ratifications
2.4 Abutters List
2.5 Accessibility Narrative
2.6 Environmental Report Inventory
This page is left intentionally blank
2.1 Preliminary Master Plan Applications
This page is left intentionally blank
APPLICATION
For Planning Board and Zoning Board of Appeals Approval

CITY OF SOMERVILLE
Joseph A. Curtatone, Mayor
Office of Strategic Planning and Community Development (OSPCD)
City Hall, 93 Highland Avenue, Somerville, MA 02143
617.625.6600 ext. 2500

Office of Strategic Planning and Community Development
City Hall 3rd Floor, 93 Highland Ave, Somerville, MA 02143
617.625.6600 ext. 2500
M-W 8:30am-4:30pm, Th 8:30am-7:30pm, F 8:30am-12:30pm

Office Use: Case # | PB Date | ZBA Date | Filing Fee | Ad Fee

Please review the application information sheet. Complete applications must be submitted to the City Clerk's Office. Failure to submit all required information is grounds for denial of the request. If this form does not provide adequate space for your response, please attach additional sheets of paper.

1. Property Information

Street Address(es) | Zoning District(s) | Overlay District(s), if any | Ward
--- | --- | --- | ---
5 Middlesex Avenue | ASMD | PUD-A and Medical Marijuana Overlay District | WARD 1

Assessor’s:

Map | Block | Lot
--- | --- | ---
88 | A | 1

Please indicate the name of the individual, individuals, corporation or trust that owns the property:

<table>
<thead>
<tr>
<th>Property Owner’s Name</th>
<th>Complete Mailing Address</th>
<th>Phone Number(s)</th>
<th>Email</th>
</tr>
</thead>
<tbody>
<tr>
<td>CDNV Assembly, LLC &amp; CDNV Land, LLC</td>
<td>120 Water Street, Boston, MA, 02109</td>
<td>(617) 624-9100</td>
<td><a href="mailto:enardi@cressetgroup.com">enardi@cressetgroup.com</a></td>
</tr>
</tbody>
</table>

Please indicate the name of the individual, individuals, corporation or trust that is applying (please note that the applicant should be the intended user or developer):

<table>
<thead>
<tr>
<th>Applicant’s Name</th>
<th>Complete Mailing Address</th>
<th>Phone Number(s)</th>
<th>Email</th>
</tr>
</thead>
<tbody>
<tr>
<td>CDNV Assembly, LLC &amp; CDNV Land, LLC</td>
<td>120 Water Street, Boston, MA, 02109</td>
<td>(617) 624-9100</td>
<td><a href="mailto:enardi@cressetgroup.com">enardi@cressetgroup.com</a></td>
</tr>
</tbody>
</table>

Please indicate the contact information for any agent, engineer or architect that will represent this application who may represent the owner and/or applicant in this application review process:

<table>
<thead>
<tr>
<th>Agent’s Name (if applicable)</th>
<th>Attorney or Other Agent</th>
<th>Complete Mailing Address</th>
<th>Phone Number(s)</th>
<th>Email</th>
</tr>
</thead>
<tbody>
<tr>
<td>Riemer</td>
<td>Braunstein LLP</td>
<td>700 District Avenue, Burlington, MA 01803</td>
<td>617-880-3457</td>
<td><a href="mailto:mvaughan@riemerlaw.com">mvaughan@riemerlaw.com</a></td>
</tr>
</tbody>
</table>

<table>
<thead>
<tr>
<th>Architect’s Name (if applicable)</th>
<th>Spagnolo Gisness &amp; Associates</th>
<th>Complete Mailing Address</th>
<th>Phone Number(s)</th>
<th>Email</th>
</tr>
</thead>
<tbody>
<tr>
<td></td>
<td></td>
<td>200 High Street, 2nd Floor, Boston, MA 02110</td>
<td>(857) 300-2610</td>
<td><a href="mailto:Jsullivan@sga-arch.com">Jsullivan@sga-arch.com</a></td>
</tr>
</tbody>
</table>

<table>
<thead>
<tr>
<th>Engineer’s Name (if applicable)</th>
<th>Vanasse Hangen Brustlin, Inc.</th>
<th>Complete Mailing Address</th>
<th>Phone Number(s)</th>
<th>Email</th>
</tr>
</thead>
<tbody>
<tr>
<td></td>
<td></td>
<td>101 Walnut Street, Watertown, MA 02471</td>
<td>(617) 924-1770</td>
<td><a href="mailto:dhorsman@vhb.com">dhorsman@vhb.com</a></td>
</tr>
</tbody>
</table>

2. Submission Type

Check all that apply:

- [ ] Variance
- [ ] Special Permit (SP)
- [ ] Special Permit with Design Review (SPD)
- [ ] Special Permit with Site Plan Review (SPSR)
- [ ] Planned Unit Development (PUD) – Preliminary Master Plan Submission (PMP) / Special Permit with Site Plan Review (SPSR)
- [ ] Subdivision or other Site Plan Approval
- [ ] Comprehensive Permit under MGL Chapter 40B – Inclusionary Housing Development (follow SPSR submission and contact the Housing Director at 617.625.6600 ext. 2560)
- [ ] Revision to Special Permit (only if certificate of occupancy or final sign-off is not yet received)
- [ ] Administrative Appeal
- [ ] Extension of Approval

Office of Strategic Planning and Community Development
City Hall 3rd Floor, 93 Highland Ave, Somerville, MA 02143
617.625.6600 ext. 2500
M-W 8:30am-4:30pm, Th 8:30am-7:30pm, F 8:30am-12:30pm

Revision Date: 12.17.15
3. **Required Signatures**

**NOTE:** NO APPLICATION SHALL BE ACCEPTED AS COMPLETE WITHOUT THE REQUIRED SIGNATURES

**Owner Signature** (if the project site has more than one owner, please supply additional copies of this page if necessary):

As Owner, I make the following representations:

1. I hereby certify that I am the owner of the property at ____________________________.
2. I hereby certify that the agent, engineer and/or architect listed on this application form have been authorized to represent this application before the Planning Staff, the Planning Board and/or the Zoning Board of Appeals.
3. I will permit Planning Staff to conduct site visits on my property.
4. In the event that the ownership of this parcel changes before the board(s) have acted on this application, I will provide updated information and new copies of this signature page.

(sign here)

---

**This property is owned by (check one):**

- An individual
  - attach deed
  - application to be signed by owner
- More than one individual, or a partnership
  - attach deed
  - application to be signed by all owners
- A corporation or LLC
  - attach deed and corporate articles of organization
  - application to be signed by an officer authorized to do so by the corporation
  - attach certificate of trust
  - application to be signed by authorized trustee
- A trust
  - attach certificate of trust
  - application to be signed by authorized trustee

---

**Applicant Signature** (if the applicant is the owner, the owner should also sign below):

As Applicant, I make the following representations:

1. The information supplied on and with this application form is accurate to the best of my knowledge.
2. If the current use of the property is a nonconforming use, I will furnish proof to the satisfaction of the SPGA that the nonconforming use is legal.
3. I will make no changes to the approved project plans without the prior approval of the SPGA.
4. If the proposed project is subject to linkage (SZO Article 15), I will sign all documents required by the Planning Staff/SPGA governing the amount and the method of payment of the linkage fee.
5. I will return the notice sign or pay for its replacement.
6. I will pay the fees associated with advertising the case in the newspaper and mailing notices to abutters.
7. I hereby certify that the agent, engineer and/or architect listed on this application form have been authorized by me to represent me before the Planning Staff, the Planning Board and/or the Zoning Board of Appeals as it relates to the development and/or use of this property.

(sign here)

---

**Indicate applicants relationship to owner:** Owner

**This applicant is (check one):**

- An individual
  - application to be signed by applicant
- More than one individual, or a partnership
  - application to be signed by all applicants
- A corporation or LLC
  - application to be signed by an officer authorized to do so by the corporation
  - attach corporate articles of organization
  - attach certificate of trust
- A trust
  - application to be signed by authorized trustee
  - attach certificate of trust

---

Office of Strategic Planning and Community Development
City Hall 3rd Floor, 93 Highland Ave, Somerville, MA 02143
617.625.6600 ext. 2500
M-W 8:30am-4:30pm, Th 8:30am-7:30pm, F 8:30am-12:30pm

Revision Date: 12.17.15
APPENDIX
For Planning Board and Zoning Board of Appeals Approval

4. Applicable Section(s) of Zoning Ordinance and Prior Zoning Approvals
You may refer to the Inspectional Services Denial Letter for the section of the Zoning Ordinance cited.

Prior zoning approvals include PUD-PMP on June 7, 2018 (PB2018-7) and Alta XMBLY SPSR-A (PB2018-12) on October 30, 2018.
For more details Please see Exhibit 1, attached to this application.

5. Met with Planning Department Staff to review application requirements.
Yes ☒ No ☐ If yes, date Met with Planning Staff routinely throughout Amended PUD-PMP planning process.

6. Met with Engineering Department Staff to review application requirements.
Yes ☒ No ☐ If yes, date Met with Engineering Department on January 30, 2020.

7. Existing Conditions Description
Briefly describe existing structure(s) and/or use(s). Include number of employees, occupants and hours of operation, if applicable.

The Project is located in Lots 88-A-1 and 99-A-15. The Project Site is located in the Assembly Square Mixed-Use District on an approximately 9.43 acre lot bounded by Middlesex Avenue to the west, Foley Street to the north, Grand Union Boulevard to the east, and Revolution Drive to the south. The majority of the existing site is covered in surface parking, with one 162,000 sf office building located on the western boundary of the lot. Approximately twelve to fourteen entities currently occupy the existing building at 5 Middlesex Ave which is open from 8:30 AM - 8:00 PM Monday-Sunday.

8. Proposal Description
A. Briefly describe any changes in the structure(s) and/or use(s). Include whom the project is intended to serve, expected number of employees, and/or occupants and hours of operation, if applicable. In the CCD or TOD districts also include the square footage that will be allocated to each use cluster and associated parking.

The proponent proposes to redevelop approximately 9.43 acres of land in the Assembly Square area with a transit oriented, mixed-use development that consists of five buildings on four blocks (Block 21A, Block 21B, Block 24 and Block 26 on a single block, and Alta XMBLY (formerly known as Block 23, SPSR-A granted PB 2018-12)) around a central open space. See attached Executive Summary and Project Summary further detailing program and parking details.

B. Explain any green building practices that you are using. Please consult the Environmental Protection Agency’s Residential Green Building Guide for ideas (www.epa.gov/ne/greenbuildings).

The Proponent and Project design team are committed to an integrated, sustainable design approach. The Project incorporates low impact development and green building designs. See attached Utility Analysis and Project Description of the PUD-PMP.

C. Is the proposal for a multi-family residence of three or more units, or for a place of public accommodation? Yes ☒ No ☐
If yes, submit an Accessibility Narrative listed under Checklist of Required Information.

D. Are you demolishing a commercial structure or moving soil? Yes ☒ No ☐

E. Identify and list any 21E reports and other environmental assessments, analysis, clean-up studies, enforcement actions and any other environmental documentation that is available for the property, including documentation on underground storage tanks. Attach copies of all identified documents.

Failure to identify and attach these documents, if applicable, will result in an application being deemed incomplete.

Please refer to Section 2.6 Environmental Report Inventory of the PUD-PMP for a Summary of Environmental Response Actions.

If you discover an underground storage tank you must call the Somerville Fire Department immediately.
APPLICATION
For Planning Board and Zoning Board of Appeals Approval

Office of Strategic Planning and Community Development
City Hall 3rd Floor, 93 Highland Ave, Somerville, MA 02143
617.625.6600 ext. 2500
M-W 8:30am-4:30pm, Th 8:30am-7:30pm, F 8:30am-12:30pm

Revision Date: 12.17.15

<table>
<thead>
<tr>
<th>9. Zoning Data</th>
<th></th>
</tr>
</thead>
<tbody>
<tr>
<td>Refer to the SZO § 2.2 Definitions and SZO § 8 Dimensional Requirements for more information.</td>
<td></td>
</tr>
<tr>
<td><strong>Data</strong></td>
<td><strong>Existing</strong></td>
</tr>
<tr>
<td><strong>A. Use</strong></td>
<td>Office/Parking Lot</td>
</tr>
<tr>
<td><strong>B. # of Dwelling Units</strong>*</td>
<td>N/A units</td>
</tr>
<tr>
<td><strong>C. Lot Area</strong></td>
<td>408,643 sf ± (9.38± acres) square feet as of 6/7/2018</td>
</tr>
<tr>
<td><strong>D. Lot Area + # of Dwelling Units</strong></td>
<td>N/A sf per du</td>
</tr>
<tr>
<td><strong>E. Gross Floor Area of Footprints of All Buildings</strong></td>
<td>52,600± square feet</td>
</tr>
<tr>
<td><strong>F. Ground Coverage (E. + C.)</strong></td>
<td>12.9 %</td>
</tr>
<tr>
<td><strong>G. Landscaped Area (landscaped area + C.)</strong></td>
<td>13.1 %</td>
</tr>
<tr>
<td><strong>H. Pervious Area (pervious area + C.)</strong></td>
<td>13.1 %</td>
</tr>
<tr>
<td><strong>I. Net Floor Area</strong> *** / *** (sum of all usable square feet)</td>
<td>162,000 square feet</td>
</tr>
<tr>
<td><strong>J. Floor Area Ratio (FAR)</strong> (I. + C.)</td>
<td>0.4</td>
</tr>
<tr>
<td><strong>K. Building Height</strong></td>
<td>54± feet</td>
</tr>
<tr>
<td><strong>L. Front Yard Setback</strong></td>
<td>0 feet</td>
</tr>
<tr>
<td><strong>M. Rear Yard Setback</strong></td>
<td>274.9 feet</td>
</tr>
<tr>
<td><strong>N. Side Yard Setback</strong> (left when you face property)</td>
<td>448.3 feet</td>
</tr>
<tr>
<td><strong>O. Side Yard Setback</strong> (right when you face property)</td>
<td>144.6 feet</td>
</tr>
<tr>
<td><strong>P. Street Frontage</strong></td>
<td>239 feet</td>
</tr>
<tr>
<td><strong>Q. # of Parking Spaces</strong></td>
<td>800±</td>
</tr>
<tr>
<td><strong>R. # of Bicycle Parking Spaces</strong></td>
<td>10</td>
</tr>
<tr>
<td><strong>S. # of Loading Spaces</strong></td>
<td>2</td>
</tr>
</tbody>
</table>

* 8 or more dwelling units - determine if Inclusionary Housing, Article 13, applies
** In CCD and TOD use GROSS floor area
*** 30,000+ square feet - determine if Linkage, Article 15, applies

* Refer to Exhibit 1 for prior zoning approvals and for a summary of key project information over the course of the Applicant’s PUD-PMP entitlement initiatives.
### Checklist of Required Information

This checklist will help you determine what you need to submit with this application form. Find the column for your submission type. The rows contain the number of copies of each item that you must submit and “Y” indicates include one copy. For each item check the column ‘included’ if you are submitting it or the ‘Waiver Requested’ column for items that are not applicable to your proposal. Planning Staff may contact you to submit items for which you are requesting a waiver. If your application includes more than one type, submit the greatest number of copies listed. Please submit plans and other documentation electronically on a CD, flash drive or via email in addition to hard copies noted below.

#### Checklist Key:

- # = # of copies
- Y = include 1 copy
- I/A = if applicable include 1 copy
- N/A = not applicable

#### SP, SPD, SPSR, PUD, PMP

<table>
<thead>
<tr>
<th>Item Description</th>
<th>Variance</th>
<th>SP</th>
<th>SPD</th>
<th>SPSR</th>
<th>PUD PMP</th>
<th>Subdivision</th>
<th>Revision to SP</th>
<th>Included</th>
<th>Waiver Requested</th>
</tr>
</thead>
<tbody>
<tr>
<td>Application Form &amp; Supplement Questions</td>
<td>3</td>
<td>3</td>
<td>3</td>
<td>3</td>
<td>3</td>
<td>3</td>
<td>Y</td>
<td>N/A</td>
<td></td>
</tr>
<tr>
<td>Denial Letter from Inspectional Services Division – if you received one</td>
<td>I/A</td>
<td>I/A</td>
<td>I/A</td>
<td>N/A</td>
<td>N/A</td>
<td>N/A</td>
<td>N/A</td>
<td>Y</td>
<td></td>
</tr>
<tr>
<td>Recorded Deed(s) to all properties involved in the project</td>
<td>1</td>
<td>1</td>
<td>1</td>
<td>N/A</td>
<td>1</td>
<td>N/A</td>
<td>N/A</td>
<td>Y</td>
<td></td>
</tr>
<tr>
<td>Fees for Filing, Advertising &amp; Abutter List. See fee schedule on application information sheet. Submit 3 separate checks or money orders payable to the City of Somerville or cash.</td>
<td>Y</td>
<td>Y</td>
<td>Y</td>
<td>Y</td>
<td>Y</td>
<td>Y</td>
<td>Y</td>
<td>Y</td>
<td></td>
</tr>
<tr>
<td>Abutter List from neighboring municipality if your property is less than 300' from the Somerville boundary. Obtain list from neighboring municipality of the property owners' names and addresses that are within 300' of your property.</td>
<td>I/A</td>
<td>I/A</td>
<td>I/A</td>
<td>I/A</td>
<td>I/A</td>
<td>Y</td>
<td>N/A</td>
<td>N/A</td>
<td></td>
</tr>
<tr>
<td>Site Plans</td>
<td>3</td>
<td>3</td>
<td>3</td>
<td>3</td>
<td>3</td>
<td>3</td>
<td>N/A</td>
<td>N/A</td>
<td></td>
</tr>
<tr>
<td>Elevations front, side and rear of building(s) and signage with vertical height - measure from either lowest point between building and lot line, or 15’ from building, to the highest point of roof beam, deck line of a mansard roof or average height between the plate and ridge of a gable, hip or gambrel roof – and description of proposed materials and colors. Include proposed mechanical and electrical system components, exhaust / ventilation systems, transformers, and satellite dishes and method of screening.</td>
<td>3</td>
<td>3</td>
<td>3</td>
<td>N/A</td>
<td>N/A</td>
<td>3</td>
<td>N/A</td>
<td>N/A</td>
<td></td>
</tr>
<tr>
<td>Conceptual Floor Plans with square footage and # of units</td>
<td>Y</td>
<td>Y</td>
<td>Y</td>
<td>N/A</td>
<td>N/A</td>
<td>Y</td>
<td>Y</td>
<td>Y</td>
<td></td>
</tr>
<tr>
<td>Neighborhood Context Map showing the neighborhood in which the tract lies and any impacts upon the area (scale no less than 1&quot;=100')</td>
<td>N/A</td>
<td>N/A</td>
<td>N/A</td>
<td>N/A</td>
<td>Y</td>
<td>Y</td>
<td>N/A</td>
<td>Y</td>
<td></td>
</tr>
<tr>
<td>Photographs showing the development site and surrounding parcels</td>
<td>Y</td>
<td>Y</td>
<td>Y</td>
<td>Y</td>
<td>Y</td>
<td>Y</td>
<td>Y</td>
<td>Y</td>
<td></td>
</tr>
<tr>
<td>Traffic/Parking Analysis</td>
<td>3</td>
<td>3</td>
<td>3</td>
<td>3</td>
<td>3</td>
<td>3</td>
<td>N/A</td>
<td>Y</td>
<td></td>
</tr>
<tr>
<td>Traffic Study (if less than 25,000 square feet) estimate peak hour traffic volumes generated by proposed use, relation to existing volumes and projected future conditions.</td>
<td>N/A</td>
<td>I/A</td>
<td>I/A</td>
<td>I/A</td>
<td>I/A</td>
<td>N/A</td>
<td>N/A</td>
<td>Y</td>
<td></td>
</tr>
<tr>
<td>Traffic Impact Analysis (if 25,000 square feet or more) prepared by a professional traffic engineer who is registered with the Commonwealth of Massachusetts as a professional engineer in either traffic or transportation engineering, or any individual who has been certified by the Transportation Professional Certification Board, Inc. as a Professional Traffic Operations Engineer (PTOE). No other professional registration or qualification shall substitute for this requirement.</td>
<td>N/A</td>
<td>I/A</td>
<td>I/A</td>
<td>I/A</td>
<td>I/A</td>
<td>N/A</td>
<td>N/A</td>
<td>Y</td>
<td></td>
</tr>
<tr>
<td>Transportation Demand Management Plan</td>
<td>N/A</td>
<td>N/A</td>
<td>N/A</td>
<td>N/A</td>
<td>N/A</td>
<td>I/A</td>
<td>I/A</td>
<td>N/A</td>
<td></td>
</tr>
<tr>
<td>Parking Optimization Plan</td>
<td>N/A</td>
<td>N/A</td>
<td>N/A</td>
<td>N/A</td>
<td>N/A</td>
<td>I/A</td>
<td>N/A</td>
<td>Y</td>
<td></td>
</tr>
</tbody>
</table>

Office of Strategic Planning and Community Development
City Hall 3rd Floor, 93 Highland Ave, Somerville, MA 02143
617.625.6600 ext. 2500
M-W 8:30am-4:30pm, Th 8:30am-7:30pm, F 8:30am-12:30pm

Revision Date: 12.17.15
### Checklist of Required Information Continued

**Checklist key:**
- # = # of copies
- Y = include 1 copy
- I/A = if applicable include 1 copy
- N/A = not applicable
- SPSR-A = SPSR in Assembly Sq. Mixed-Use District
- TOD = Transit Oriented District
- CCD = Corridor Commercial District
- †† = within 500 feet of property

<table>
<thead>
<tr>
<th>Requirement</th>
<th>Variance</th>
<th>SP / SPD</th>
<th>SPSR</th>
<th>PUD PMP</th>
<th>Subdivision</th>
<th>Revision to SP</th>
<th>Included</th>
<th>Waiver Requested</th>
</tr>
</thead>
<tbody>
<tr>
<td>Building Shadow Analysis</td>
<td>I/A, Y in CCD/ TOD</td>
<td>I/A, Y in CCD/ TOD</td>
<td>Y</td>
<td>Y</td>
<td>I/A</td>
<td>N/A</td>
<td>X</td>
<td>☐</td>
</tr>
<tr>
<td>Accessibility Narrative</td>
<td>I/A</td>
<td>I/A</td>
<td>I/A</td>
<td>I/A</td>
<td>I/A</td>
<td>X</td>
<td>☐</td>
<td>☐</td>
</tr>
<tr>
<td>Housing Projects including 4 or more Units</td>
<td>I/A</td>
<td>I/A</td>
<td>I/A</td>
<td>I/A</td>
<td>I/A</td>
<td>X</td>
<td>☐</td>
<td>☐</td>
</tr>
<tr>
<td>LEED Worksheet (if greater than 10,000 square feet)</td>
<td>N/A</td>
<td>N/A</td>
<td>SPSR-A &amp; TOD only</td>
<td>N/A</td>
<td>N/A</td>
<td>N/A</td>
<td>☐</td>
<td>N/A</td>
</tr>
<tr>
<td>Conceptual 3-D Model</td>
<td>I/A</td>
<td>I/A</td>
<td>SPSR-A, CCD &amp; TOD only</td>
<td>I/A</td>
<td>I/A</td>
<td>I/A</td>
<td>X</td>
<td>☐</td>
</tr>
<tr>
<td>Rendering or Computer-Simulated Photograph (from at least 2 prominent locations along the surrounding rights-of-way)</td>
<td>N/A</td>
<td>Wire-less only</td>
<td>N/A</td>
<td>N/A</td>
<td>N/A</td>
<td>N/A</td>
<td>☐</td>
<td>N/A</td>
</tr>
</tbody>
</table>

### 11-17. Supplemental Questions

Answer the supplemental questions for the permit you are seeking.

Office of Strategic Planning and Community Development
City Hall 3rd Floor, 93 Highland Ave, Somerville, MA 02143
617.625.6600 ext. 2500
M-W 8:30am-4:30pm, Th 8:30am-7:30pm, F 8:30am-12:30pm

Revision Date: 12.17.15
2.2 Supplemental Questions
This page is left intentionally blank
EXHIBIT 1: PRIOR ZONING APPROVALS

Section 7.4.3.c (Applicability) of the Assembly Square Mixed-Use (ASMD) Zoning provision within the recently overhauled Somerville Zoning Ordinance effective December 12, 2019 (the “New Zoning Ordinance”) states that “Real property subject to a previously approved Planned Unit Development (PUD) Preliminary Master Plan may be developed in accordance with the provisions of the Somerville Zoning Ordinance effective as of August 1, 2019.”

The property containing approximately 9.43 acres bounded by Foley Street, Middlesex Avenue, Revolution Drive and Grand Union Boulevard and having an address of 5 Middlesex Avenue (also commonly known as XMBLY; hereafter the “XMBLY Site”) is located in the Assembly Square Mixed-Use District and is subject to the previously approved PUD PMP (PB2018-7) approved by the Somerville Planning Board on June 7, 2018, which XMBLY PUD PMP was fully vested pursuant to Section 16.10.3 of the Somerville Zoning Ordinance then in effect by the issuance of the Special Permit with Site Plan Review-A (SPSR-A) final level approval for 290 Revolution Drive a/k/a Block 23 (PB 2018-12) granted by the Somerville Planning Board on November 8, 2018. Accordingly, pursuant to Section 7.4.3.c of the New Zoning Ordinance, the XMBLY Site is and will remain governed by the provisions of the Somerville Zoning Ordinance effective as of August 1, 2019 (the “8/1/19 Zoning Ordinance”).

Section 16.11.3 of the applicable 8/1/19 Zoning Ordinance (Amendments to PUD Plans in Assembly Square) sets forth the process for amending a previously approved PUD PMP in the ASMD. Accordingly, the provisions of Section 16.11.13 of the 8/1/19 Zoning Ordinance govern any amendments to the previously approved PUD PMP for the XMBLY Site presently being considered or considered in the future, such PUD PMP for the XMBLY Site, as the same may be amended from time to time, will remain vested under Section 16.10.3 of the 8/1/19 Zoning Ordinance whether such PUD PMP amendment is Major or Minor, and the XMBLY Site and its development pursuant to such PUD PMP as it may be amended from time to time will remain subject to and governed by the 8/1/19 Zoning Ordinance, and therefore will not be subject to the New Zoning Ordinance or any future amendments to the New Zoning Ordinance.

Section 7.4.3.c of the New Zoning Ordinance provides that the New Zoning Ordinance does not apply to the master-planned XMBLY Site but rather the 8/1/19 Zoning Ordinance applies. Accordingly, case-by-case waivers under Section 16.10.2 of the 8/1/19 Zoning Ordinance will not be required from any provisions of the New Zoning Ordinance or any future amendments to the New Zoning Ordinance.
### Table 1 – Summary of PUD-PMP Project Information

<table>
<thead>
<tr>
<th></th>
<th>Existing Site as of 06/07/2018</th>
<th>PUD-PMP (PB 2018-7)</th>
<th>Proposed Amended PUD-PMP</th>
</tr>
</thead>
<tbody>
<tr>
<td><strong>Use</strong></td>
<td>Office/Parking Lot</td>
<td>Retail, Office/lab/R+D, and Residential</td>
<td>Retail, Office/lab/R+D, and Residential</td>
</tr>
<tr>
<td><strong># of Dwelling Units</strong></td>
<td>N/A</td>
<td>485</td>
<td>329</td>
</tr>
<tr>
<td><strong>Lot Area</strong></td>
<td>408,643 SF± (9.38± acres)</td>
<td>408,643 SF± (9.38± acres)</td>
<td>410,947 SF± (9.43± acres)</td>
</tr>
<tr>
<td><strong>Lot Area – # of Dwelling Units</strong></td>
<td>N/A</td>
<td>824</td>
<td>1,049</td>
</tr>
<tr>
<td><strong>Gross Floor Area of Footprints of All Buildings</strong></td>
<td>52,600 SF±</td>
<td>230,463 SF±</td>
<td>225,090 SF±</td>
</tr>
<tr>
<td><strong>Ground Coverage</strong></td>
<td>12.9%</td>
<td>58.4%</td>
<td>54.8%</td>
</tr>
<tr>
<td><strong>Landscape Area</strong></td>
<td>13.1%</td>
<td>33.3%</td>
<td>35.6%</td>
</tr>
<tr>
<td><strong>Pervious Area</strong></td>
<td>13.1%</td>
<td>15.1%</td>
<td>15.1%</td>
</tr>
<tr>
<td><strong>Net Floor Area</strong></td>
<td>162,000 SF±</td>
<td>1,496,000 SF±</td>
<td>1,576,600 SF±</td>
</tr>
<tr>
<td><strong>Floor Area Ratio (FAR)</strong></td>
<td>0.4</td>
<td>3.66</td>
<td>3.8</td>
</tr>
<tr>
<td><strong>Building Height</strong></td>
<td>34 FT±</td>
<td>54 FT± - 250 FT±</td>
<td>85 FT± - 240 FT±</td>
</tr>
<tr>
<td><strong># of Structured Parking Spaces</strong></td>
<td>800±</td>
<td>1,668</td>
<td>1,699</td>
</tr>
<tr>
<td><strong># of Bicycle Parking Spaces</strong></td>
<td>10 ±</td>
<td>224</td>
<td>224</td>
</tr>
<tr>
<td><strong># of Loading Spaces</strong></td>
<td>0 ±</td>
<td>0</td>
<td>10</td>
</tr>
</tbody>
</table>

Application Forms
**14. PUD PMP/SPSR Supporting Statements**

Address each of the following items. Attach to application form.

A. Explain if and how the proposal is compatible with the characteristics of the built and unbuilt surrounding area and land uses.

The proposed XMBLY development (the "Project") will improve upon and comply with characteristics of the surrounding area and land uses as set forth by the Somerville Zoning Ordinances (SZO) in effect on 08/01/2019. The Project, a transit and pedestrian oriented development, provides density, active ground floor uses and pedestrian-and bicycle-friendly streetscapes which will leverage the Site’s transit opportunities and links to mass transit maximizing the site’s appeal as a major employment center, visitor destination, and residential neighborhood.

B. Explain any impacts that the proposed use, structure, or activity will have on the surrounding area from noise, light, glare, dust, smoke, or vibration.

The Project may create limited impacts during the period of construction. Any such impacts will be minimized to the maximum extent practicable. Following construction, the Project will not create adverse impacts and will be consistent with the urban uses in the vicinity of the Project Site. Interstate 93 (I-93) acts as an existing barrier to the neighborhood westerly of the Project Site.

C. Explain any impacts that the proposed use, structure, or activity will have on the surrounding area from emission or noxious or hazardous materials.

The Project does not anticipate any impacts from emissions or noxious/hazardous materials. The Project will support trip reduction measures via support of alternative modes of transportation, adhere to existing transportation demand management (TDM) program, and dust and emission control during construction phases.

D. Explain any impacts that the proposed use, structure, or activity will have on the surrounding area from pollution of waterways or ground water.

The Project will not create adverse impacts and will incorporate all required pollution prevention measures (physical and operational) for discharges to waterways. See attached Chapter 6, Utility Analysis.

E. Explain the impact on the public systems: sanitary sewer system, storm drainage system, public water supply, and recreational system. Document the status of Department of Environmental Management and/or other sewage permits.

The Project will not create adverse impacts to the public systems. Proposed improvements to the public systems are discussed in Chapter 6, Utility Analysis.

F. Give a general summary of existing and proposed easements or other burdens now existing or to be placed on the property.

The locations of all existing and proposed easements are shown on Plan Sv-1, Existing Conditions Plan, Plan C-4, Grading, Drainage, and Erosion Control Plan, and Plan C-5 Utility Plan. Required utility easements will be coordinated with the corresponding utility when final alignments are confirmed if applicable, and as such, are not shown on the plans at this time. These plans can be found in Appendix A of the PUD-PMP application package and will be further refined with each subsequent Special Permit with Site Plan Review (SPSR) application, including plans previously submitted and approved for Block 23 SPSR-A (PB2018-12).


The Project has been designed to be consistent with the Section 16.7 of the SZO - PUD Design Guidelines. Please refer to Section 4.4 in attached Chapter 4, Zoning Compliance Narrative, for a description of how the Project complies with the individual design guidelines.
### H. Explain any impacts that the proposed use, structure, or activity will have on the surrounding area from the transmission of signals that interfere with radio or television transmission.

The Project will not create adverse impacts on radio or television transmissions.

### I. Explain any changes to the vehicular and pedestrian circulation patterns.

The Project includes realignment and construction of vehicular and pedestrian patterns. All vehicular and pedestrian circulation patterns have been improved and/or coordinated within the Project and have been reviewed by the applicable local and state agencies. See attached Chapter 5, Transportation Narrative.

### J. Explain any measures taken to preserve and protect natural resources (such as wetlands, steep slopes, floodplains, hilltops, vegetation, sun and wind exposure). If there is any wetland, pond or surface water body on the subject property, as defined under Wetlands Protection Act, MGL Chapter 131, Sec. 40, explain the project’s wetland permitting status and plans for protection of these features.

None. No natural resources such as wetlands or other water features exist on the Project Site.

### K. Explain the demolition and construction procedures including movement of soil, impact mitigation measures, and an estimate of the time period required for completion of the development. Please consult the Mass Department of Environmental Protection’s regulations (www.mass.gov/dep).

The existing office building within the Project Site will be demolished. The Applicant commenced Site preparation and infrastructure work in the first quarter of 2019, which is anticipated to be completed the first quarter of 2021 (approximately twenty-four (24) months from start), provided that construction has continued in an uninterrupted manner until such date. The Block 23 building is currently under construction and is anticipated to be complete by mid-to-late 2021. The Applicant expects to submit Phase 1 (Block 21A and Block 21B) for special permit late 2020. The movement of soil will be minimized to the maximum extent practicable and will meet all applicable state and local standards. Issues relating to demolition and construction will be addressed during the Special Permit process for each building and phase of the Project. A balanced site is unlikely due to the proposed underground garage. Any suitable soils will be reused on-site to the maximum extent practicable. Any unsuitable soils will be exported to an appropriate off-site disposal facility. The Project proposes to remove approximately 200,000 square feet of vehicular pavement, reducing the potential oil and petroleum runoff.

### L. Explain proposed method for solid waste disposal (how waste will be collected and stored, who will be responsible for pick-up and maintenance, recycling efforts, etc.) and for screening of disposal facilities.

Solid waste disposal will be handled by private contractors. The disposal facilities (dumpsters and compactors) will be internal to the building and not visible from the public right-of-way. Additional details will be provided during the Special Permit approval process.
M. Identify any historic sites or structures on the project site, or on neighboring properties, and explain any measures to protect historic features. Note that structures over 50 years old may require Historic Preservation Commission review before demolition or substantial alteration occurs.

A review of the Massachusetts Historical Commission's (MHC) Inventory of the Historic and Archeological Assets of the Commonwealth, available through the Massachusetts Cultural Resources Information System (MACRIS), indicated that the property was recorded as part of the Assembly Square Area (SMV.I); in 2002 the MHC opined that the area did not retain enough integrity to be eligible for the National Register, and the area has recently been redeveloped.

12.1. Planned Unit Development – Preliminary Master Plan Submission – Additional Supporting Statements

Address each of the following in order to submit a PUD Preliminary Master Plan.

A. State what the general impact of the PUD will be upon the neighborhood.

The Project will demolish the existing office and transform the underutilized and mostly vacant existing surface parking into a hub of mixed-use activity. This will help activate and knit together the fabric of neighborhood, where serving as a gateway to Assembly Square. The Project will improve the connection between Assembly Row and the open space, commercial uses, and residential neighborhoods of Somerville to the West of the I-93 elevated highway. This connection will be further strengthened by new enhanced public open space, improved streetscape, new workplaces, and residents who will enliven the area on a consistent and daily basis. The Applicant has also agreed to work with the City to incorporate space for a new fire station, which would benefit public safety for the Assembly Square area and the nearby residential neighborhoods.

As described in the Section 3.2.3 in attached Chapter 3, Project Summary, the Project will provide approximately 160,396 square feet of open space.

A large portion of the existing site is a large asphalt parking lot. The Project proposes to remove approximately 200,000 square feet of vehicular pavement, which will reduce the potential pollution.

B. Explain the landscaping and maintenance provisions for all open space and drainage areas.

Please refer to Chapter 3, Project Summary and Figures 3.10 and 3.11 for a summary of conceptual landscaping and open space to be provided by the Project. Please refer to Chapter 6 - Utility Analysis for a summary of existing and proposed stormwater management strategies. A final open space and landscaping plan, along with a final stormwater management plan will be provided during the subsequent Special Permit with Site Plan Review (SPSR-A) approval processes.

The Applicant (which term shall include each and every successor in interest to the original Applicant) will be responsible for maintenance of the open space and public realm improvements on the Project Site. The Applicant will work closely with the City to provide additional details during the Special Permit review process regarding the maintenance of the proposed off-site improvements to City-owned property and will enter a development maintenance agreement with the City.
C. Explain the water supply and sewage disposal systems. For structures served by sewage disposal systems, document the status of Departmental of Environmental Management and/or other sewage permits.

Please refer to Chapter 6, and Plan C-5 Utility Plan (Appendix A) of the PUD-PMP for an analysis of existing and proposed utilities. There are no wetlands on the Project Site that will be altered by the Project.

The project will provide new water and sewer infrastructure within Road K and Road L. Existing 20-inch watermains are located within the Middlesex Avenue, Foley Street, and Grand Union which will supply the proposed water mains and provide domestic and fire service connection to the individual blocks within the Project. Recent hydrant flow tests indicate adequate supply for the proposed development. New sewer mains will connect into the existing 18-inch sewer main in Grand Union Boulevard which conveys wastewater flows into the MWRA system.

12.2. Special Permit with Site Plan Review for a PUD – Additional Supporting Statements

Address each of the following items in order to apply for a Special Permit with Site Plan Review for a PUD.

A. State the project’s relationship to the approved PUD Preliminary Master Plan. Note the phase and any departure from the approved plan.

Not Applicable. This Application is an Amendment to the PUD-PMP approved in PB2018-7 and vested by SPRS-A in PB2018-12.

B. Explain the provisions for the ownership and maintenance of usable open space as appropriate.

Not Applicable. This Application is an Amendment to the PUD-PMP approved in PB2018-7 and vested by SPRS-A in PB2018-12.
C. Explain the deed restrictions or covenants requiring compliance of all development with the PUD master plan, and any architectural or other guidelines or standards.

Not Applicable. This Application is an Amendment to the PUD-PMP approved in PB2018-7 and vested by SPRS-A in PB2018-12.
2.3 Requested Waivers
This page is left intentionally blank
### 2.3 Requested Waiver Modifications/Ratifications

The following items of zoning relief were previously granted in PB2018-7. Limited modifications are requested as part of the PUD-PMP Amendment:

1. A waiver modification is requested for exceeding the maximum height limit for the proposed Project. The Project Site is located within a PUD-A district and per Section 6.4.6 – Assembly Square Mixed Use District ("ASMD") Table of Dimensional Requirements – the Project Site is located more than 350 feet from the Mystic River Bank and more than 1,000 feet from an MBTA Orange Line entrance, therefore the maximum building height requirement for "all other locations" is 125 feet. Relief is sought for the buildings at Blocks 21A, 24, and 26, which are proposed to exceed the maximum building height by 95, 115, and 115 feet, respectively.

2. A waiver modification is requested from the loading bay requirement stated in Section 9.16 and Section 9.7, and described in Section 16.5.5. As encouraged in Section 9.16.3, the Applicant is proposing a shared loading approach for the retail, restaurant, office/lab/research & development, and residential uses. The Project design includes four (4) loading bay spaces located in Block 21A, one (1) loading space in Alta XMBLY (PB2018-12), and eight (8) shared loading bays between Block 24 and 26. The loading bays will be accessed from Mystic Avenue. Loading spaces within the buildings are appropriately screened from the public right of way, each of which complies with the minimum dimensional requirements of 12-feet wide, 30-feet long. The total number of loading bays required for the Project varies depending on the mix of retail, restaurant and residential space within the building. Based on the zoning requirements, the maximum loading need for the Project would be fifteen (15) loading spaces through a combination of retail, residential restaurant and office/lab/research & development uses.

From a functional perspective, this required amount of 15 loading spaces should not be necessary based on several factors and thirteen (13) loading bays are proposed. Individual tenant use of the loading bays by the primary uses will be for supply deliveries and may be from smaller trucks rather than longer trailer trucks. Accordingly, some shorter-term deliveries will be able to occur with two small vans simultaneously utilizing a loading area only allocated for one larger truck per the zoning standards. Most deliveries will likely occur in the weekday morning hours. As part of the overall Site management, deliveries being made to the Project or residents moving in and out of the building will be scheduled to help minimize any shared loading conflicts.
3. The Applicant is seeking ratification of the waiver granted in PB2018-7 of any right of first refusal or option to purchase the Planning Board might have under Section 13.3.5 of the Zoning Ordinance, or otherwise, in connection with the Project. The Applicant requests that the Planning Board’s approval of the Project’s Special Permit with Site Plan Review also approve such waiver and that the Planning Board, upon such approval, execute the Waiver of Right of First Refusal.
2.4 Abutters List
This page is left intentionally blank
2.5 Accessibility Narrative
March 19, 2020

Sarah Lewis
Director of Planning
City of Somerville
93 Highland Street
Somerville, MA

Re: XMBLY Amended PUD-PMP

Dear Sarah,

Pursuant to the requirements of the City of Somerville application for Planning Board Approvals, VHB is providing the following Accessibility Narrative.

The XMBLY Planned Unit Development (the “Project”) will be designed in compliance with the following applicable accessibility codes and guidelines:

› 2010 ADA Standards for Accessible Design
› 521 CMR: Architectural Access Board

521 CMR (MAAB) is applicable to all areas accessed by the general public. The Project will provide accessible routes connecting accessible spaces and elements of the Planned Unit Development. Accessible routes will coincide with routes for the general public.

2010 ADA Standards are applicable to new fixed or built-in elements of site improvements and pedestrian routes or vehicular ways located in the Planned Unit Development. The project will provide accessible routes within the Planned Unit Development from accessible parking spaces and accessible passenger loading zones, public streets and sidewalks, and public transportation stops to the accessible building or facility entrances they serve, and provide accessible routes connecting accessible buildings, accessible facilities, accessible elements, and accessible spaces within the Planned Unit Development.

Very truly yours,

[Signature]

Peter T. Mara, P.E.
Senior Project Engineer
pmara@vhb.com
2.6 Summary of Environmental Response Actions
This page is left intentionally blank
MEMORANDUM

Date: February 15, 2018
Subject: Summary of Environmental Due Diligence & Site Investigation Results
Site: 9.11-Acre Property known as 5 Middlesex Avenue, Somerville, Massachusetts 02145

Environmental Assessments for the Property
The following summary of environmental assessments and findings were identified for the property:

March 16, 2017 – Phase I Environmental Site Assessment and Phase II Environmental Site Assessment
This ASTM 1527-13 compliant Phase I ESA was performed by CRB for Cresset Group, Boston, MA. Environmental concerns identified through the Phase I were further investigated through a Phase II subsurface site assessment. The assessment identified the conditions and findings listed below.

Summary of Regulatory Records / Database Review
- The Site was not listed in regulatory files and no enforcement actions or agency investigations were identified.
- Nearby regulated sites were evaluated and no impacts or likely impacts to the Site were identified. Nearby sites listed in regulatory databases where subsurface contamination was identified included 50 Middlesex Avenue, 43 Foley Street, and 75 Mystic Avenue.

Recognized Environmental Conditions (RECs)
- Historic Underground Storage Tanks – Numerous unregistered fuel oil USTs were identified through historic fire insurance maps. No closure records were available. Previous site investigation reports by others included geophysical survey, and subsurface sampling for soil and groundwater did not identify any tanks or contamination. The former USTs were further assessed by CRB through a Phase II ESA and no soil or groundwater contamination was identified. No further investigation was warranted.
- Historic Industrial and Commercial Use of the Site – The property was originally developed in the early part of the 20th century as a food/grocery warehouse. The potential for undocumented releases of oil and hazardous materials was considered to be a REC. This REC was further investigated through a Phase II ESA and no subsurface impacts were identified that required additional assessment.

Other Conditions
- Background Urban Soil – Microscopic analysis performed by others documented urban fill with coal and wood in soil typical for metropolitan Boston. Excavated areas of urban fill require segregation for characterization and disposal.
- Non-ASTM environmental conditions – Asbestos containing building materials and storage of maintenance chemicals and lubricants were identified in the Phase I.

Summary of Phase II ESA Findings
- CRB performed a Phase II subsurface investigation During February 2017 consisting of six (6) direct-push soil borings advanced to a depth of twelve (12) feet, three (3) monitoring wells for groundwater analysis, and six (6) high resolution soil gas samples. None of the sampling results were identified as indicative on on-site contamination above regulated standards or an on-site source release. The Phase
II results corroborated the findings of previous investigations by others that did not identify any subsurface impacts.

- **Soils** – The Phase II results did not detect any pesticides, herbicides or PCBs. No volatile organic compounds (VOCs) were detected except for toluene and xylenes at low concentrations below RCS. Evenly distributed low concentrations of typical background semi-volatile organic compounds and metals were measured and were attributed to urban fill conditions. No soil standards were exceeded that would require special handling for disposal.

- **Groundwater** - Concentrations of metals were detected and all three water samples, including lead above RCGW-2 standards that was attributed to soil particulate loading. The only VOC detected was a low concentration of acetone, which was attributed to laboratory cross contamination. No pesticides or herbicides were detected. Low concentrations of semi-volatile compounds and petroleum hydrocarbons were detected that were attributed to typical urban background conditions. Arochlor 1260 was detected at a low concentration equivalent to the RCGW-2 standard in one water sample, but was not attributed to any source.

- **Soil Gas** – Passive soil gas samples were collected to identify VOCs over a larger area. Only tetrachloroethene (PCE) was identified in three (3) soil gas samples generally in the southeast area of the Site. The soil gas concentrations were not comparable to regulated concentrations. When evaluated in conjunction with soil and groundwater results, the low mass soil gas detections were not indicative of on-site soil or groundwater contamination.

**Previous Environmental Reports by Others**

- **2008 - EBI Consulting. Phase I Environmental Site Assessment.** The 2008 Phase I ESA identified one REC due to multiple fuel oil underground storage tanks (USTs) present at the Site on historical Sanborn Fire Insurance maps. The tanks were not listed as registered tanks and no closure records were identified. Additional assessment of former USTs was recommended through subsurface sampling and a geophysical survey.

- **2009 - Cushing, Jammallo & Wheeler, Inc. Geophysical Survey and Subsurface Investigation.** The objective of the 2009 geophysical survey and subsurface investigation was to determine if there were any components of the former USTs remaining in place and whether there was any soil and groundwater contamination present in these areas. The conclusions of the investigation were that no USTs or components of the former UST system were identified and that no soil or groundwater contamination was present.