



TOWN OF NEEDHAM, MA

PLANNING AND COMMUNITY
DEVELOPMENT DEPARTMENT

2021 JAN - 8 AM 10:21
500 Dedham Ave
Needham, MA 02492
781-455-7500

PLANNING

**AMENDMENT DECISION
MAJOR SITE PLAN SPECIAL PERMIT
The Children's Hospital Corporation
Normandy Real Estate Partners**

**Application No. 2012-07
January 4, 2021**

**(Original Decision dated October 16, 2012, amended and restated April 2, 2013,
amended September 17, 2013, January 6, 2015, April 28, 2015, November 10, 2015,
April 25, 2016 and November 4, 2020)**

(Filed during the Municipal Relief Legislation, Chapter 53 of the Acts of 2020)

Decision (this "Decision") of the Planning Board (hereinafter referred to as the Board) on the petition of The Children's Hospital Corporation, 300 Longwood Avenue, Boston, MA (hereinafter referred to as the Petitioner) for property located at 360 First Avenue¹, 410 First Avenue, 2B Street, 66 B Street and 37 A Street, Needham, MA 02494 (hereinafter referred to as the Property), shown on Assessor's Map No. 300 as Parcel 28 containing 13.68 acres in the New England Business Center Zoning District. The Property is owned by Normandy GAP-V Development Needham, LLC (hereinafter referred to as the Property Owner). On October 16, 2012, the Board issued Major Site Plan Special Permit No. 2012-07 (the "Original Decision"). The Original Decision was then Restated and Amended on April 2, 2013. It was further amended on September 17, 2013, January 6, 2015, April 28, 2015, November 10, 2015, April 25, 2016 and November 4, 2020.

This decision is in response to an application submitted to the Board on October 13, 2020 by the Petitioner, and date stamped at the Needham Town Clerk's office on October 28, 2020, for: (1) a Major Project Site Plan Review Amendment under Section 7.4 of the Needham Zoning By-Law (hereinafter the By-Law) and Further Site Plan Review under Section 4.2 of Major Project Site Plan Special Permit No. 2012-07, dated October 16, 2012 and last amended November 4, 2020; (2) a Special Permit under Section 3.2.4.2(j) of the By-Law for a Pediatric Medical Facility in the New England Business Center Zoning District; and (3) a Special Permit amendment pursuant to Section 4.8.3 of the By-Law to waive the requirements of Section 4.8.1(6) of the By-Law to permit the facade of Garage A to exceed 300 ft. of uninterrupted length by increasing the length of the uninterrupted facade from 315 feet to 337 feet.

The requested Major Project Site Plan Special Permit, would, if granted, permit the Petitioner to construct Building 1 of a previously approved development as an approximately 224,000 square foot Pediatric Medical Facility at 380 First Avenue. Building 2 and Building 4 of the previously approved development are expected to be constructed at a later date and the approved use is currently expected to remain office as set forth in the Existing Special Permit (as defined below). Additionally, the Petitioner is seeking to increase the approved size of Building 1 by approximately 34,491 sq. ft. by reducing the size of Building 4 by 34,491 square feet and reallocating this square footage to Building 1. The Petitioner further proposes to construct 530 parking spaces which were approved by the Existing Special Permit to be located in an addition to Garage B and to construct an interim surface parking lot with 105 spaces at 37 A Street as shown

¹ The Board notes that the Existing Special Permit refers to this site as 360 First Avenue, though the current address is 380 First Avenue.

on the Interim Condition Site Plan (see Exhibit 5 below). More information can be found in the materials submitted with the application.

After causing notice of the time and place of the public hearing and of the subject matter thereof to be published, posted and mailed to the Petitioner, abutters and other parties in interest as required by law, the hearing was called to order by the Chairperson, Jeanne S. McKnight, on Tuesday, November 17, 2020 at 7:40 p.m. via remote meeting using Zoom ID 826-5899-3198. The hearing was continued to Tuesday, December 15, 2020, at 8:00 p.m. via remote meeting using Zoom ID 826-5899-3198. The hearing was closed subject to further input from the Town Engineer regarding infiltration specifics, and the matter was further continued to Monday, January 4, 2021, at 7:15 p.m. via remote meeting using Zoom ID 826-5899-3198. Board members Jeanne S. McKnight, Martin Jacobs, Paul S. Alpert and Adam Block were present throughout the November 17, 2020, December 15, 2020 and January 4, 2021 proceedings. Board member Ted Owens was present throughout the November 17, 2020 and January 4, 2021 proceedings. Pursuant to Massachusetts General Laws Chapter 39, Section 23D, Adjudicatory Hearing, adopted by the Town of Needham in May of 2009, Ted Owens examined all evidence received at the missed session and listened to an audio recording of the December 15, 2020 meeting. The record of the proceedings and the submissions upon which the decision is based may be referred to in the office of the Town Clerk or the office of the Board.

Submitted for the Board's deliberation prior to the close of the public hearing were the following exhibits:

- Exhibit 1** Properly executed Application for (1) a Major Project Site Plan Review Amendment under Section 7.4 of the By-Law and Further Site Plan Review under Section 4.2 of Major Project Site Plan Special Permit No. 2012-07, dated October 16, 2012 and last amended November 4, 2020; (2) a Special Permit under Section 3.2.4.2(j) of the By-Law for a Pediatric Medical Facility in the New England Business Center Zoning District, dated October 28, 2020 and (3) a Special Permit amendment pursuant to Section 4.8.3 of the By-Law to waive the requirements of Section 4.8.1(6) of the By-Law to permit the facade of Garage A to exceed 300 ft. of uninterrupted length by increasing the length of the of uninterrupted façade from 315 feet to 337 feet.
- Exhibit 2** Letter from Attorney Timothy W. Sullivan, Goulston & Storrs PC, to the Planning Board Members, dated October 13, 2020.
- Exhibit 3** Memorandum, prepared by Glenn K. Dougherty, Tetra Tech, 20 Cabot Blvd., Suite 305, Mansfield, MA 02048, dated September 24, 2020.
- Exhibit 4** Traffic Impact and Access Study, Boston Children's Hospital, New Pediatric Medical Facility at Founders Park, prepared by VHB, 99 High Street, 10th Floor, Boston, MA 02110, dated October 7, 2020.
- Exhibit 5** Plan set entitled "Boston Children's Hospital, Needham Satellite Project, Needham Special Permit Submission," prepared by Payette Associates, Inc., 290 Congress Street, Fifth Floor, Boston, MA, 02210, Tetra Tech, One Grant Street, Framingham, MA 01701, Terraink, Inc., 7 Central Street, Arlington MA 02476, consisting of 37 sheets: Sheet 1, Cover Sheet, dated October 7, 2020; Sheet 2, entitled "Needham Satellite", undated; Sheet 3, entitled "Existing Site Photographs," undated; Sheet 4, rendering entitled "Drop Off Façade – Founders Drive from B Street," undated; Sheet 5, rendering entitled "Drop Off Façade – Off Founders Drive," undated; Sheet 6, rendering entitled "128 Façade – From South Traveling North," undated; Sheet 7, rendering entitled "128 Façade – From North Traveling South," undated; Sheet 8, entitled "Brick Sample," undated; Sheet 9, rendering entitled "Drop Off Façade – Founders Drive from B Street," undated; Sheet 10, entitled "Garage," undated; Sheet 11, rendering

entitled “Garage façade – New Way Looking at Entry,” undated; Sheet 12, rendering entitled “Garage façade – Aerial Looking Towards 1st Ave / Rt. 128,” undated; Sheet 13, Drawing Index, undated; Sheet 14, Sheet 1, entitled “Site Plan Overlay,” dated August 20, 2012, revised August 24, 2012, September 18, 2012, October 2, 2012, November 1, 2012, March 1, 2013, April 12, 2013, August 23, 2013, September 11, 2013, July 10, 2015 and August 14, 2020; Sheet 15, Sheet C-3, Entitled “Layout and Materials Plan,” dated August 20, 2012, revised August 24, 2012, September 18, 2012, October 2, 2012, November 1, 2012, March 1, 2013, April 12, 2013, August 23, 2013, September 11, 2013, July 10, 2015 and August 14, 2020; Sheet 16, Sheet C-4, entitled “Grading and Drainage Plan,” dated August 20, 2012, revised August 24, 2012, October 2, 2012, November 1, 2012, March 1, 2013, April 12, 2013, August 23, 2013, September 11, 2013, July 10, 2015 and August 14, 2020; Sheet 17, Sheet C-5, entitled “Drainage Schedules,” dated August 20, 2012, revised August 24, 2012, September 18, 2012, October 2, 2012, March 1, 2013, April 12, 2013, August 23, 2013, September 11, 2013, July 10, 2015 and August 14, 2020; Sheet 18, Sheet C-6, entitled “Utilities Plan,” dated August 20, 2012, revised August 24, 2012, September 18, 2012, October 2, 2012, November 1, 2012, March 1, 2013, April 12, 2013, August 23, 2013, September 11, 2013, July 10, 2015 and August 14, 2020; Sheet 19, Sheet D-4, entitled “Construction Details,” dated August 20, 2012, revised September 18, 2012, March 1, 2013, April 12, 2013, August 23, 2013, September 11, 2013, and August 14, 2020; Sheet 20, Sheet LT-1, entitled “Site Lighting Plan,” dated September 18, 2012, revised October 2, 2012, November 1, 2012, March 1, 2013, April 12, 2013, August 23, 2013, September 11, 2013, July 10, 2015 and August 14, 2020; Sheet 21, entitled “Interim Condition Site Plan,” dated September 25, 2020; Sheet 22, Sheet L-1, entitled “Landscape Plan,” dated August 14, 2012, revised August 24, 2012, September 18, 2012, October 2, 2012, November 1, 2012, March 1, 2013, April 12, 2013, August 23, 2013, September 11, 2013, October 15, 2014, July 10, 2015 and August 14, 2020; Sheet 23, Sheet L-2, entitled “Landscape Details,” dated August 14, 2012, revised August 24, 2012, September 18, 2012, March 1, 2013, March 12, 2013, August 23, 2013, September 11, 2013, October 15, 2014, July 10, 2015 and August 14, 2020; Sheet 24, Sheet A1.00, entitled “Basement Overall Plan,” dated June 12, 2020; Sheet 25, Sheet A1.01, entitled “Level 1 Overall Plan,” dated June 12, 2020; Sheet 26, Sheet A1.02, entitled “Level 2 Overall Plan,” dated June 12, 2020; Sheet 27, Sheet A1.03, entitled “Level 3 Overall Plan,” dated June 12, 2020; Sheet 28, Sheet A1.04, entitled “Level 4 Overall Plan,” dated June 12, 2020; Sheet 29, Sheet A1.05, entitled “Level 5 Overall Plan,” dated June 12, 2020; Sheet 30, Sheet A1.06, entitled “Roof Plan,” dated June 12, 2020; Sheet 31, Sheet A3.01, entitled “Southeast Elevation,” dated June 12, 2020; Sheet 32, Sheet A3.02, entitled “Southwest Elevation,” dated June 12, 2020; Sheet 33, Sheet A3.03, entitled “Northwest Elevation,” dated June 12, 2020; Sheet 34, Sheet A3.04, entitled “Northeast Elevation,” dated June 12, 2020; Sheet 35, Sheet A3.10, entitled “Building Section East West,” dated June 12, 2020; Sheet 36, Sheet 3.11, entitled “Building Section – East/West at Drop Off,” dated June 12, 2020; Sheet 37, Sheet 3.12, entitled “Building Section North South,” dated June 12, 2020. The foregoing plans set forth in Exhibit 5 shall also be referred to collectively herein as the “Plan”.

Exhibit 6 Email directed to Anthony Del Gaizo, Needham Town Engineer, from Gerald Topping, Senior Project Manager, Facilities Management, Boston Children’s Hospital, dated November 9, 2020, with attachments:

- Memorandum directed to Anthony Del Gaizo, Needham Town Engineer, prepared by Glenn K. Dougherty, Tetra Tech, dated November 6, 2020 with attachments.
- Memorandum, prepared by David Lee, R.W. Sullivan Engineering, dated September 21, 2020.

- Plan entitled “Interim Condition Grading and Drainage Plan,” prepared by VHB, 101 Walnut Street, Watertown, MA 02472, undated.
- Exhibit 7** Memorandum regarding “Traffic Peer Review – Boston Children’s Hospital – Needham, MA,” prepared by BETA Group, Inc., dated November 10, 2020.
- Exhibit 8** Presentation as prepared by the Petitioner and presented at the hearing of November 17, 2020.
- Exhibit 9** Email directed to Anthony Del Gaizo, Needham Town Engineer, from Gerald Topping, Senior Project Manager, Facilities Management, Boston Children’s Hospital, dated November 30, 2020, with attachment:
- Founder’s Park Sewage Flow Comparison, dated November 30, 2020.
- Exhibit 10** Memorandum regarding “Response to Traffic Peer Review – Boston Children’s Hospital – Needham, MA dated November 10, 2020,” prepared by VHB, 99 High Street, 10th Floor, Boston, MA 02110, dated November 25, 2020, with Attachments A.
- Exhibit 11** Memorandum regarding “Traffic Peer Response Review – Boston Children’s Hospital – Needham, MA,” prepared by BETA Group, Inc., dated December 7, 2020.
- Exhibit 12** Memorandum regarding “Response to Traffic Peer Response Review – Boston Children’s Hospital – Needham, MA dated December 7, 2020,” prepared by VHB, 99 High Street, 10th Floor, Boston, MA 02110, dated December 10, 2020, with Attachments B.
- Exhibit 13** Memorandum regarding “Traffic Peer Review – Boston Children’s Hospital – Needham, MA,” prepared by BETA Group, Inc., dated December 14, 2020.
- Exhibit 14** Memorandum from the Design Review Board, dated September 14, 2020.
- Exhibit 15** Letter from Attorney Timothy W. Sullivan, Goulston & Storrs, to the Planning Board Members, dated December 29, 2020.
- Exhibit 16** Interdepartmental Communications (IDC) to the Board from Chief Dennis Condon, Needham Fire Department dated October 22, 2020; IDC to the Board from Tara Gurge, Assistant Public Health Director, dated November 4, 2020; IDC to the Board from Chief John Schlittler, Needham Police Department dated November 10, 2020; IDC to the Board from the Engineering Division of the Department of Public Works from Thomas Ryder, Assistant Town Engineer, dated November 16, 2020, December 14, 2020 and December 22, 2020 and from Anthony Del Gaizo, Town Engineer, dated December 14, 2020.

FINDINGS AND CONCLUSIONS

Based upon its review of the Exhibits and the record of the proceedings, the Board found and concluded that:

- 1.1 On October 16, 2012 the Board issued a Major Project Site Plan Special Permit, which approved a multi-phased project to construct multiple office/research and development buildings, a hotel, multiple parking garages, surface parking and associated landscaping and driveways at the Property (the “Original Decision”). The Original Decision has been amended by subsequent decisions issued by the Board on April 2, 2013, September 17, 2013, January 6, 2015, April 28, 2015,

November 10, 2015, April 25, 2016 and November 4, 2020 (collectively, the “Amendments” and, together with the Original Decision, the “Existing Special Permit”).

- 1.2 The development program approved by the Existing Special Permit consists of: (a) four office/research and development buildings with a total combined square footage of approximately 740,000 sq. ft.; (b) two free standing parking garages (to contain a combined 3,525 parking spaces); (c) 117 surface parking spaces; (d) a hotel comprising approximately 89,740 sq. ft. and containing 128 guest units, approximately 1,240 sq. ft. of conference/function space, a guest dining area, lounge/bar area, indoor pool, exercise room and other hotel amenities, together with (e) associated driveways, landscaping and other associated site improvements. Additionally, the approved development program included the consolidation of the four (4) separate parcels into one (1) new parcel.
- 1.3 Each of the four office buildings are identified in the Existing Special Permit in the following manner: “Building 1” is the building to be located at 380 First Avenue¹; “Building 2” is the building to be located at 2 B Street; “Building 3” is the building located at 410 First Avenue; “Building 4” is the building to be located at 37 A Street; “Garage A” is the parking structure to be constructed with a total of 925 parking spaces; and “Garage B” is the parking structure to be constructed with a total of 2,600 parking spaces. The Board notes that per the terms of the Existing Special Permit, a Reciprocal Parking and Access Easement Agreement has been executed and recorded in the land records to reflect the requirement that 857 parking spaces located in Parking Garage B have been allocated for use by the adjacent Center 128 East. As further discussed below, there will be sufficient parking at the Proposed Development (as defined below) to accommodate the Project without use of these 857 spaces that have been allocated to Center 128 East as required by the Existing Special Permit, and to satisfy the zoning requirements applicable to all of the uses at the Property and Center 128 East.
- 1.4 A portion of the development as approved under the Existing Special Permit has been constructed, which includes the hotel, Building 3 (currently occupied by TripAdvisor, Inc.), a portion of Garage B (2,070 parking spaces) and 153 surface parking spaces (collectively, the “Constructed Improvements”). Accordingly, three (3) office buildings (Buildings 1, 2 and 4) with an aggregate of approximately 452,000 sq. ft., Garage A (925 parking spaces), a portion of Garage B (530 parking spaces), 153 surface parking spaces, and the remaining associated landscaping, driveways and other site improvements have yet to be developed (the “Remaining Development Rights”). The Project, together with the previously-approved Remaining Development Rights, are hereinafter referred to as the “Proposed Development”.
- 1.5 The Project is described as follows:
 - a. Use: The Petitioner is seeking to construct Building 1 as an approximately 224,000 sq. ft. Pediatric Medical Facility. Building 2 and Building 4 are expected to be constructed at a later date and the approved use is currently expected to remain office as set forth in the Existing Special Permit. Pursuant to Section 3.2.4.2 (j) of the By-law, a Pediatric Medical Facility is allowed upon issuance of a special permit from the Board. Accordingly, a special permit is required to construct Building 1 as a Pediatric Medical Facility in lieu of an office building.
 - b. Building Size: The Petitioner is seeking to increase the approved size of Building 1 by approximately 34,491 sq. ft. by reducing the size of Building 4 by 34,491 sq. ft. and reallocating this square footage to Building 1. Accordingly, the Existing Special Permit must be amended to reflect the following changes:

Building #	Street Address	Approved in Existing Special Permit	Proposed
Building 1	380 First Ave.	189,509 sq. ft. 5 Stories / 84 feet	224,000 sq. ft. 5 Stories / 84 feet
Building 2	2 B Street	127,145 sq. ft. 5 Stories / 72 feet	No change
Building 4	37 A Street	135,000 sq. ft. 5 Stories / 70 feet	100,509 sq. ft. 4 Stories / 56 feet

- c: Parking: A portion of Garage B (2,070 spaces) and 153 interim surface parking spaces have been constructed for a total of 2,223 parking spaces. The Project plans to construct 530 additional spaces to be located in an addition to Garage B and to construct an interim surface parking lot with 105 spaces at 37 A Street for a total of 2,858 parking spaces as shown on the Interim Conditions Site Plan (Exhibit 5). Presently, there is a surplus of 264 spaces at the Property (i.e., 264 spaces greater than what is required under zoning for the all uses at the Property). Pursuant to Section 5.1.2 of the Bylaw, one (1) parking space is required per 290 sq. ft. of floor area in a Pediatric Medical Facility. In this case, 773 parking spaces are required for the Pediatric Medical Facility, resulting in an overall parking requirement of 2,732 spaces (inclusive of the 857 spaces allocated to Center 128 East) for the Interim Condition. Accordingly, the parking to be constructed, together with 138 of the existing surplus spaces, is sufficient to satisfy zoning.

The following chart demonstrates that, upon completion of the Project, the number of parking spaces at the Property will be sufficient to satisfy all of the uses:

Use	Space Required by Zoning	Existing Parking Spaces	Proposed Parking Spaces
Hotel	140 spaces <i>(1 space per sleeping unit, plus one space for each 200 sq. ft. of function or conference area, plus one space for each 3 employees on the largest shift)</i>		
Office <i>(Building 3)</i>	962 spaces <i>(1 space per 300 sq. ft.)</i>		
Pediatric Medical Facility	773 spaces <i>(1 space per 290 sq. ft.)</i>		
Center 128 East	857 ²		
Total	2,732	2,223 (2,070 in Garage B and 153 surface spaces)	2,858 (2,600 in Garage B and 258 surface spaces)

² Per the terms of the Existing Special Permit, 857 parking spaces located in Parking Garage B are allocated to the adjacent Center 128 East to satisfy the parking requirements for the development of Center 128 East under the special permit, as amended, that has been issued for Center 128 East.

The following chart demonstrates that, upon completion of the Proposed Development, the number of parking spaces at the Property will be sufficient to satisfy all of the uses:

Use	Space Required by Zoning	Existing Parking Spaces	Proposed Parking Spaces
Hotel	140 spaces <i>(1 space per sleeping unit, plus one space for each 200 sq. ft. of function or conference area, plus one space for each 3 employees on the largest shift)</i>		
Office <i>(Buildings 2 - 4)</i>	1721 spaces <i>(1 space per 300 sq. ft.)</i>		
Pediatric Medical Facility	773 spaces <i>(1 space per 290 sq. ft.)</i>		
Center 128 East	857 ³		
Total	3,491	2,223 (2,070 in Garage B and 153 surface spaces)	3,642 (925 in Garage A, 2,600 in Garage B and 117 surface spaces)

- c. Dimensional Requirements: The proposed buildings will conform to the dimensional requirements of the By-Law. The following chart, together with the Plan, demonstrates that Building 1, upon completion of the Project, will comply with the dimensional requirements applicable to the Property pursuant to the terms of the Existing Special Permit:

Item	Required	Approved under Existing Special Permit	Current Proposal	Compliance with Zoning
Minimum Lot Area	40,000 sf	596,000 sf	596,000 sf	YES
Minimum Lot Frontage	100 ft	450 ft	450 ft	YES
Minimum Floor Area Ratio	1.0	1.39	1.39	YES; relief previously granted in Existing Special Permit to increase FAR to 1.39
Minimum Front Yard	15 ft	15 ft	15 ft	YES
Minimum Side Yard	20 ft	20 ft 6 in.	20 ft 6 in	YES
Minimum Rear Yard	20 ft	15 ft 7 in	15 ft 7 in	YES; relief previously granted in Existing Special Permit to reduce side setback to 15 ft 7 in
Maximum Lot Coverage	65%	48%	52.3%	YES

³ See footnote #2.

Maximum Building Height	72 ft	84 ft	84 ft	YES; relief previously granted in Existing Special Permit to increase building height to 84 ft
Minimum Open Space	25%	23%	23%	YES; relief previously granted in Existing Special Permit to reduce open space to 23%
Maximum Uninterrupted Façade Length	300 ft	352 ft for Garage B	337 ft for Garage A	YES; relief previously granted in existing special Permit to allow uninterrupted façade length of up to 352 ft for Garage B ⁴
Minimum Street Trees	1 per 40 ft	1 per 40 ft	1 per 40 ft	YES

- 1.6 In connection with this application for Site Plan Review and Special Permit Amendment for the proposed Pediatric Medical Facility to be located at the Property, the Petitioner has provided a letter (Exhibit 15) to confirm Children’s proposed approach with respect to mitigation of inflow and infiltration of wastewater (“I&I”) in connection with the proposed change in use on the Property. Specifically, as a result of changing the use of Building 1 from office to Pediatric Medical Facility, there would be a 4,125 gallons per day (gpd) net increase of sewage flow at the Property. Per email correspondence from the Town Engineering Department (Exhibit 16), Children’s must remove an amount of I&I equal to four (4) times the amount of increased sewage flow, which may be satisfied by either undertaking a construction project or paying a fee to the Town’s I&I program at a rate of \$8.00 per gallon required to be removed. Children’s has by letter (Exhibit 15) confirmed their election to pay the required fee in the amount of \$132,000.00 (4,125 gpd x 4 removal rate x \$8.00 per gallon = \$132,000.00) prior to the issuance of the final certificate of occupancy for Building 1 rather than undertaking a construction project.
- 1.7 The first phase of this project comprises construction of Building 1. The interim parking plan to support this use will consist of expanding the existing parking garage at 380R 1st Street (Garage B) by 530 parking spaces as currently approved. The Petitioner will utilize 138 of the 264 existing surplus parking spaces in the existing Garage B. In addition, an interim surface lot at 37A Street will be constructed with 105 spaces for a total of 773 spaces to meet the zoning requirements for Building 1. The full build parking plan will include the elimination of the interim parking lot and the construction of the previously approved 925 space parking garage located at 400R 1st Avenue (Garage A) for a total of 3,642 spaces. An extensive review of the Parking Generation Evaluation was performed by BETA in April 2020. It was noted by BETA that while 138 existing surplus parking spaces were observed to be currently unused, many of them are allocated for existing uses and could be utilized in the future if tenants change or a reduction in mode shares is seen. The Petitioner has agreed that a review of the parking supply and utilization would be provided post construction as part of the future traffic and parking monitoring program for the site.

⁴ Amendment proposed to increase façade length for Garage A from 315’ to 337’, for which a special permit is being requested.

- 1.8 Safety and operational issues have been identified at the intersection of Kendrick Street at Fourth Avenue. A limited signal warrant analysis has been conducted for the intersection of Kendrick Street at Fourth Avenue based on the limited peak period traffic count data collected in October 2019. Note that only Warrant 2 – Four-Hour Vehicular Volume and Warrant 3 – Peak Hour were able to be assessed at this time. The other warrant conditions were unable to be reviewed due to the limited count data available. Based on this limited assessment, criteria was met on both Warrants 2 and 3, which relates to the amount of peak period volume wanting to turn from the side street (Fourth Ave) to the primary corridor (Kendrick Street). Note that due to the ongoing Covid-19 Pandemic, it would not be prudent to conduct the very detailed array of traffic counts that are necessary to support a proper, complete signal warrant analysis at this time or into the immediate future as traffic conditions are measurably lower than what one would expect under typical conditions. A full signal warrant will be conducted in the future when counts can be collected representing more typical weekday traffic conditions. The Petitioner has committed to working with the Town and MassDOT to conduct both a full Traffic Signal Warrant Analysis and Roadway Safety Audit to help comprehensively assess operational and safety issues at this location. Those studies are to be conducted at an appropriate time in the future in a way that is mutually agreeable to the Town, MassDOT, and Children’s.
- 1.9 Traffic operations analyses conducted at the Kendrick Street and 3rd Avenue intersection indicate that signal timing and phasing adjustments have the potential to mitigate some of the impacts generated by the Project. Mitigation actions that would improve traffic operations include removing the northbound/southbound split phase and running concurrent pedestrian phases. With these in place, operations during the morning peak hour could result in improved LOS compared to the 2026 Approved Project Build Condition and similar operations during the evening peak hour. Preliminary results are summarized along with Synchro results in R23 of Attachment A (Exhibit 12). The Petitioner has committed to studying this issue and will retain a signal contractor to make appropriate signal timing and phasing adjustments, as needed, to improve peak period traffic operations at this identified location. This improvement would, subject to obtaining all necessary permits and approvals, be implemented within six months of the issuance of a Building Permit for Building 1.
- 1.10 Currently there are two marked southbound travel lanes on 3rd Avenue approaching Kendrick Street. Although the outer lane is not marked with right-turn only lane markings, it operates as a right-turn only lane. Therefore, this mitigation condition already exists and would not improve operations at the intersection. However, improved right-turn only lane markings and signage could be provided to better delineate the lanes to make this clearer for motorists approaching the intersection. The Petitioner has committed to work with the Town to assess and implement supplemental striping implementation at this location as deemed appropriate and necessary. These improvements would, subject to obtaining all necessary permits and approvals, be implemented within six months of the issuance of a Building Permit for Building 1.
- 1.11 The 2026 Boston Children’s Hospital proposed analysis, detailed in Exhibit 4, shows that the traffic operations at the intersection of 3rd Avenue and Kendrick Street would be impacted by the Project. The Petitioner has committed to contributing \$30,000 for improvements in addition to extending the right turn arrow striping on Third Avenue southbound, adjusting the location of the signal heads in the eastbound direction, and modifying the timing and phasing to improve peak period traffic operations. The Petitioner has agreed to contribute this amount within six months after the issuance of Building Permit for Building 1.

- 1.12 Based on the foregoing analysis and in accordance with Section 7.4 of the Bylaw and Section 4.2 of the Existing Special Permit, the following items of zoning relief have been requested by the Petitioner:
- a. Amendment to Special Permit and Major Project Site Plan Review, in accordance with By-Law Section 7.4, and Section 4.2 of Major Site Plan Special Permit No. 2012-07 dated October 16, 2012, amended and restated April 2, 2013, and amended on September 17, 2013, January 6, 2015, April 28, 2015, November 10, 2015, April 25, 2016 and November 4, 2020.
 - b. Special Permit, in accordance with By-Law Section 3.2.4.2 (j) and Article II of the Board Rules for a Pediatric Medical Facility Use in the NEBC district.
 - c. Special Permit pursuant to Section 4.8.3 of the By-Law to waive the requirements of Section 4.8.1(6) of the By-Law to permit the facade of Garage A to exceed 300 ft. of uninterrupted facade length by increasing the length of the of uninterrupted facade from 315 feet to 337 feet.
 - d. Amendments to the Existing Special Permit decision, as follows:
 1. Amendment to replace the previously governing special permit plan set with the Plan attached hereto as Exhibit 5;
 2. Amendment to reallocate 34,491 sq. ft. from Building 4 to Building 1;
 3. Amendment to Section 3.9 of the Existing Special Permit to reflect the change in proposed use and subsequent changes to buildout plans and parking;
 4. Amendment to Section 3.11 of the Existing Special Permit to reflect the change in use from office to Pediatric Medical Facility in Building 1 and to provide that the incorporation at the Property of any uses permitted as-of-right in the NEBC will be allowed without any further amendment to the special permit (provided that parking ratios applicable to any such use can be satisfied using the number of spaces already approved in the Existing Special Permit);
 5. Amendment to Section 3.38 of the Existing Special Permit to reflect the change in proposed use and current design of Building 1;
 6. Amendment to Section 4.6 of the Existing Special Permit to extend the date for commencement of construction of the Project and subsequent construction of later phases from November 14, 2022 to December 31, 2029;
 7. Amendment to Existing Special Permit to extend relief previously granted to allow for uninterrupted facade length in excess of 300 ft to apply to the 337 ft proposed for Garage A;
 8. Clarification noting that the Existing Special Permit is separate and distinct from the special permit previously granted for Center 128 East, and in granting the relief requested that the Board expressly finds that the amendment of Existing Special Permit shall not be construed as an amendment or modification to the special permit granted previously for Center 128 East; and
 9. Requests that in the unlikely event that the Plan (Exhibit 5) is approved by the Board, but the Petitioner's purchase of the remaining development rights for the Proposed Development does not occur on or before March 31, 2021, then the Existing Special Permit shall, upon the written election of the Property Owner delivered to the Board no later than July 1, 2021, remain in full force and effect without modification, with the following exceptions: 1) the termination date of the Existing Special Permit shall become December 31, 2029, unless further extensions are granted, and 2) the requested special permit to grant the uninterrupted facade length of Garage A from 315 feet to 337 feet shall continue to be in full force and effect.

- 1.13 The Project is consistent with the goals of the New England Business Center, Highland Avenue Corridor, and Wexford/Charles Street Industrial District Plan dated June 2001 and set forth in the document entitled “Goals of the June 2001 New England Business Center, Highland Avenue Corridor, and Wexford/Charles Street Industrial District Plan”, as adopted by the Planning Board on December 11, 2001 (Goals of the District Plan).
- 1.14 The Project is consistent with the general purposes of the Bylaw, including the promotion of health, safety, convenience, morals or welfare for Needham residents. The addition of a state-of-the-art Pediatric Medical Facility will provide a valuable public health resource to residents, in addition to generating a source of employment for Needham residents and a significant economic benefit. Overall, the Proposed Development replaces an underutilized commercial site with a modern, highly efficient and very attractive Pediatric Medical Facility, sophisticated hotel, and Class-A suburban office buildings of the design and quality sought after by the market. The Project will help to create a high-quality office and medical park that meets the space and infrastructure needs of the regional market. With structured parking and functional open space, the Proposed Development will cater to a wide variety of high-quality tenants looking to establish themselves in Needham. The visibility and prominence along Route 128 will further enhance the attraction of the Proposed Development to prospective tenants. The combination of uses on the Property will also enhance the attractiveness of the office park and will complement the business expected to locate at the Property.
- 1.15 The Project is compatible with the existing natural features of the site and with the characteristics of the surrounding area. The orientation of the buildout with the parking garages located near the “rear” of the Property will result in limited visibility of the structures from the major surrounding roads, including Route 128, A Street, B Street and First Avenue. Trees and landscaping will complement existing features of the Property and surrounding area. The undeveloped portions of the Property which will be loamed and seeded on a temporary basis until future phases of work on the property are approved and implemented.
- 1.16 The adjoining premises will be protected against any seriously detrimental uses on the Property through the provision of surface water drainage, sound and sight buffers, and preservation of views, light and air. The Property will in fact be configured such that the majority of proposed parking will be structured parking, which results in an increase in open space and a corresponding increase in groundwater recharge. The proposed location of buildings in relation to open space and parking purposefully create a campus-like environment minimizes negative impacts to adjacent premises. Surface water that is not recharged directly into the ground will be collected via a series of catch basins and drains. The undeveloped portions of the Property will be loamed and seeded on a temporary basis until future phases of work on the Property are approved and implemented.
- 1.17 Convenience and safety of vehicular and pedestrian traffic will not be adversely affected by the Project. The parking garages and other parking areas proposed to be created will contain at least the number of parking spaces required by the Bylaw and will comply with the design criteria set forth in Section 5.1.3 of the Bylaw. Instead of the continuation of four separate parcels, each containing its own building and parking area, curb cuts and the like, the consolidated new parcel will streamline the parking and traffic to and from (as well as within) the Property, improve the convenience and safety of vehicular and pedestrian movement within the site and on adjacent streets, and the location of driveway openings in relation to traffic and adjacent streets will be enhanced. The Project also complies with other regulations for the handicapped, minors and the elderly. Finally, as described in the traffic management plan submitted in connection with this Application, motor vehicle traffic will be accommodated on the Property in such a way that compliments and encourages pedestrian activity and does not result in additional traffic congestion.

A series of pedestrian walkways will connect various buildings and parking garages, contributing to the “campus-like” environment of the Property.

- 1.18 Parking facilities and loading docks have been adequately arranged in relation to the proposed uses on the premises. The number of parking spaces required by the Bylaw will be provided. The bulk of the parking will be structured parking, which will protect employees and visitors to the site from the elements.
- 1.19 Adequate methods for disposal of refuse and waste will be provided by the Project. Solid waste and refuse will be disposed of in compliance with all applicable rules and regulations. The waste-water system is connected to the municipal sewer system and will continue to be so connected.
- 1.20 The relationship of the structures to be constructed to those in the surrounding area will substantially improve the present condition of the Property. The addition of the world-class Pediatric Medical Facility will bring a valuable asset and significant economic resource to the Town of Needham and will complement the existing hotel and office uses on the Property. The creation of a campus-like environment and structured parking will enhance the relationship of structures and open space on the site. The Project will comply with the off-street parking requirements of Section 5.1.2 of the Bylaw as well as the parking design criteria set forth in Section 5.1.3 of the By-Law.
- 1.21 The Project will not have any adverse impact on the Town’s water supply and distribution system, sewer collection and treatment, fire protection and streets. The Project will not have any adverse impact on the Town’s water or wastewater infrastructure. Sufficient pump stations, including the Reservoir B station, the Kendrick Street station, and a third pump station enhanced in connection with the Charles River Landing project all provide support for the area. With respect to fire protection, the new Building 1 will be fully accessible for the Town’s firefighting apparatus. The maximum height of the proposed Building 1 is 84 feet, plus mechanicals, and all buildings will be properly accessible to fire-fighting equipment.
- 1.22 The Project has been reviewed by and approved by the Design Review Board.
- 1.23 Under Section 7.4 of the By-Law, a Major Project Site Plan Special Permit may be granted in the New England Business Center Zoning District, if the Board finds that the proposed project complies with the standards and criteria set forth in the provisions of the By-Law. On the basis of the above findings and criteria, the Board finds the Plan, as conditioned and limited herein for Site Plan Review, to be in harmony with the purposes and intent of the By-Law to comply with all applicable By-Law requirements, to have minimal adverse impact and to have proposed a development which is harmonious with the surrounding area.
- 1.24 Under Section 3.2.4.2(j), a Special Permit may be granted for a Pediatric Medical Facility in the New England Business Center Zoning District, provided the Board finds that the proposed use is in harmony with the general purposes and intent of the By-Law and is designed in a manner that is compatible with the existing natural features of the site and is compatible with the characteristics of the surrounding area. The Board finds the proposed development plan shown on the Plan, as conditioned and limited herein, to be in harmony with the general purposes and intent of the By-Law and to comply with all applicable By-Law requirements.
- 1.25 Under Section 4.8.3 of the By-Law, a Special Permit may be granted to waive any or all dimensional requirements set forth in Section 4.8 of the By-Law, by relaxing each by up to a maximum of 25% if it finds that, given the particular location and/or configuration of a project in relation to the surrounding neighborhood, such waivers are consistent with the public good, that to

grant such waivers does not substantially derogate from the intent and purposes of the By-Law or the Goals of the District Plan cited in Section 6.8.1(b) of the By-Law, and that such waivers are consistent with the requirements of Section 6.8. The Petitioner has requested a Special Permit under Section 4.8.3 to waive the requirements of Sections 4.8.1(6) of the By-Law (“maximum uninterrupted façade lengths shall be 300 ft. or 200 ft. if within 350 ft. of a General Residence District Zoning Boundary, a river or a lake”) by increasing the length of the currently approved uninterrupted façade length at Garage A from 315 feet to 337 feet. The Board finds that given the particular location and/or configuration of Garage A in relation to the surrounding neighborhood, the requested waiver is consistent with the public good and that to grant such a waiver does not substantially derogate from the intent and purposes of the By-Law or the Goals of the District Plan cited in Section 6.8.1(b) of the By-Laws, and that such waiver is consistent with the requirements of Section 6.8. The Board notes that the affected façade is located along a side lot line abutting a strip of land previously utilized for railroad purposes and that said facade does not face or front on a street upon which such extended facade length would be visible.

DECISION

On the basis of the above findings and conclusions, the Board finds the Project and the Plan, as conditioned and limited herein, to meet these requirements, to be in harmony with the general purposes and intent of the By-Law, to comply with all applicable By-Law requirements, and will not be a detriment to the Town’s and neighborhood’s inherent use of the surrounding area. Accordingly, the Board hereby approves the modifications as described under Exhibits 1, 2, 3, 4, 5, 6, 7, 8, 9, 10, 11, 12, 13 and 15 of this Decision. The plans described under Exhibits 4, 5, 7, and 11 of the January 6, 2015 Decision Amendment, under Exhibit 3 of the April 28, 2015 Decision Amendment, under Exhibits 5, 6, 8 of the April 25, 2016 Decision Amendment, as supplemented and modified by the plans described under Exhibit 5 of this Decision, constitute the approved plan set for the Project. To the extent the plans described in Exhibit 5 or any other provisions of this Decision conflict or are inconsistent with the Existing Special Permit, the terms of this Decision, including, without limitation, Exhibit 5, shall govern.

THEREFORE, the Board voted 5-0 to GRANT:

- (1) the requested Amendment to a Special Permit and Major Project Site Plan Review under Section 7.4 of this By-Law; to approve the Plan described in this Amendment, to approve the detailed plans of Building 1, together with associated landscaping and other site improvements as shown on the Plan, and to approve the Interim Conditions Site Plan of the Project, as shown on the phasing plan described as Sheet 21 of Exhibit 5 of this Amendment;
- (2) the requested Special Permit, in accordance with Bylaw Section 3.2.4.2 (j) and Article II of the Board Rules for a Pediatric Medical Facility Use in the New England Business Center District;
- (3) the requested Special Permit pursuant to Section 4.8.3 of the By-Law to waive the requirements of Section 4.8.1(6) of the By-Law to permit the facade of Garage A to exceed 300 ft. of uninterrupted façade length by increasing the length of the uninterrupted façade from 315 feet to 337 feet;
- (4) the requested Amendment to replace the previously governing plan (Exhibit 6 of the January 6, 2015 Decision) with the Plan attached hereto as Exhibit 5;
- (5) the requested Amendment to reallocate 34,491 sq. ft. from Building 4 to Building 1;
- (6) the requested Amendment to Section 3.9 of the Existing Special Permit to reflect the change in proposed use and subsequent changes to buildout plans and parking;

- (7) the requested Amendment to Section 3.11 of the Existing Special Permit to reflect the change in use from office to Pediatric Medical Facility in Building 1;
- (8) the requested Amendment to Section 3.38 of the Existing Special Permit to reflect the change in proposed use and current design of Building 1;
- (9) the requested Amendment to Section 4.6 of the Existing Special Permit to extend the date for commencement of construction of the Project and subsequent construction of later phases from November 14, 2022 to December 31, 2029;
- (10) the requested Amendment to the Existing Special Permit to extend relief previously granted to allow for uninterrupted façade length in excess of 300 ft to apply to the 337 ft proposed for Garage A;
- (11) the requested clarification noting that the Existing Special Permit is separate and distinct from the special permit previously granted for Center 128 East, and in granting the relief requested that the Board expressly finds that the amendment of Existing Special Permit shall not be construed as an amendment or modification to the special permit granted previously for Center 128 East; and
- (12) the request that in the unlikely event that the Plan is approved by the Board, but the Petitioner's purchase of the remaining development rights for the Proposed Development does not occur on or before March 31, 2021, that the Existing Special Permit shall, upon the written election of the Property Owner delivered to the Board no later than July 1, 2021, remain in full force and effect without modification, with the following exceptions: 1) the termination date of the Existing Special Permit shall become December 31, 2029, unless further extensions are granted, and 2) the requested special permit to grant the uninterrupted façade length of Garage A from 315 feet to 337 feet shall continue to be in full force and effect.

PLAN MODIFICATIONS

Prior to the issuance of a building permit or the start of any construction on the Property, the Petitioner shall cause the Plan to be revised, if necessary, to show the following additional, corrected, or modified information. The Building Inspector shall not issue any building permit nor shall he permit any construction activity on the Property to begin until and unless he finds that the Plan contains or is revised to include the following additional, corrected, or modified information. Except where otherwise provided, all such information shall be subject to the approval of the Building Inspector. Where approvals are required from persons other than the Building Inspector, the Petitioner shall be responsible for providing a written copy of such approvals to the Building Inspector before the Inspector shall issue any building permit or permit for any construction on the Site. The Petitioner shall submit nine copies of the final plans as approved for construction by the Building Inspector to the Board prior to the issuance of a Building Permit.

- 2.1 The Plan shall be modified to include the requirements and recommendations of the Board as set forth below. The modified plans shall be submitted to the Board for approval and endorsement. All requirements and recommendations of the Board, set forth below, shall be met by the Petitioner.
 - a. The Plan shall be revised to show a raised crosswalk between Garage B to Building 1 if viable or another safety measure satisfactory to the Board shall be provided to assure pedestrian safety at the location.
 - b. All-way stop control shall be provided at the New Way/Founders Drive for both the interim and full build conditions. The Plan shall be revised to reflect the all-way stop control for both the interim and full build conditions.

CONDITIONS

The conditions contained in Major Project Site Plan Special Permit No. 2012-07, dated October 16, 2012, amended and restated April 2, 2013 and January 6, 2015, and further amended on September 17, 2013, January 6, 2015, April 28, 2015, November 10, 2015, April 25, 2016 and November 4, 2020 are ratified and confirmed except as modified herein.

- 3.1 The Board hereby approves the modifications as described under Exhibits 1, 2, 3, 4, 5, 6, 7, 8, 9, 10, 11, 12, 13 and 15 of this Decision Amendment. The plans described under Exhibits 4, 5, 7, and 11 of the January 6, 2015 Decision Amendment, under Exhibit 3 of the April 28, 2015 Decision Amendment, under Exhibits 5, 6, 8 of the April 25, 2016 Decision Amendment, as supplemented and modified by the plans described under Exhibit 5 of this Decision, constitute the approved plan set for the Project.
- 3.2 As detailed in Section 1.6 of this Decision, the Petitioner shall pay the Town's I&I program fee in the amount of \$132,000.00 (4,125 gpd x 4 removal rate x \$8.00 per gallon = \$132,000.00) prior to the issuance of the final certificate of occupancy for the Pediatric Medical Facility building located at 380 First Avenue (Building 1).
- 3.3 As detailed in Section 1.11 of this Decision, the Petitioner shall pay the Town \$30,000 to be spent for traffic operations improvements at the intersection of 3rd Avenue and Kendrick Street. The Petitioner shall make the payment within six months of the issuance of Building Permit for the Pediatric Medical Facility building located at 380 First Avenue (Building 1).
- 3.4 As detailed in Section 1.7 of this Decision, a future traffic and parking monitoring program shall be implemented at the Property as part of the mitigation program for this Project. The Petitioner shall also compile the information necessary for the Property, which information shall be included in the post occupancy monitoring study of the key project affected intersections within the larger Founders Park site mitigation commitments as more fully set forth in the MEPA Section 61 Findings to determine the realized impacts of the development. The study shall include the following seven intersections: Highland Avenue at 1st Avenue, Highland Avenue at 2nd Avenue, Kendrick Street at 3rd Avenue, Kendrick Street at 4th Avenue, 2nd Avenue at A Street, 1st Avenue at A Street, and 1st Avenue at B Street. Additionally, a post occupancy review of the parking supply and utilization at the Property shall be performed. The monitoring programs shall commence one year after receipt of a final Certificate of Occupancy for Building 1 and shall be conducted annually thereafter, as mutually agreed to by both Boston Children's Hospital and the Town of Needham.
- 3.5 As detailed in Section 1.8 of this Decision, the Petitioner shall work with the Town and MassDOT to conduct both a full Traffic Signal Warrant Analysis and Roadway Safety Audit of the Kendrick Street and 4th Avenue intersection to help comprehensively assess operational and safety issues at this location. Those studies are to be conducted at an appropriate time in the future in a way that is mutually agreeable to the Town, MassDOT and the Petitioner but in any event no later than one year after receipt of a Certificate of Occupancy for the Pediatric Medical Facility building located at 380 First Avenue (Building 1) unless otherwise extended by the Board, following such notice and hearing, if any, as the Board, in its sole and exclusive discretion, shall deem due and sufficient.
- 3.6 As detailed in Section 1.9 of this Decision, the Petitioner shall retain a signal contractor to make signal timing and phasing adjustments and modifications in the location of the signal heads in the eastbound direction to improve their visibility and traffic operations at the Kendrick Street and

Third Avenue intersection. Said adjustments to occur, subject to obtaining all necessary permits and approvals, within six months of the issuance of the Building Permit for the Pediatric Medical Facility building located at 380 First Avenue (Building 1).

- 3.7 As detailed in Section 1.10 of this Decision Amendment, the Petitioner shall, subject to obtaining all necessary permits and approvals, work with the Town to improve the delineation of the 3rd Avenue travel lanes approaching Kendrick Street with exclusive right-turn lane markings within six months of the issuance of the Building Permit for the Pediatric Medical Facility building located at 380 First Avenue (Building 1).

- 3.8 Section 3.9 of the Existing Special Permit is modified to read as follows:

“The proposed buildings, parking areas, driveways, landscape areas, and other site and off-site features shall be constructed in substantial accordance with the plans described under Exhibits 4, 5, 7, and 11 of the January 6, 2015 Decision Amendment, the plans described under Exhibit 3 of the April 28, 2015 Decision Amendment, the plans described under Exhibits 5, 6, 8 in the April 25, 2016 Decision Amendment, as supplemented and modified by the plans described under Exhibit 5 of this Decision and shall contain the dimensions and be located on that portion of the Property as shown on the Plan and in accordance with applicable dimensional requirements of the By-Law, except as may be approved by this Board in accordance with the terms of this Decision. Upon completion of the Proposed Development, a total of 3,642 parking spaces shall be provided on the Property of which 2,785 spaces shall serve Center 128 West and 857 shall serve Center 128 East. All off-street parking shall comply with the requirements of Section 5.1.2 and 5.1.3 of the By-Law, as shown on the Plan, or as may be waived in the future by this Board, following such notice and hearing, if any, as the Board, in its sole and exclusive discretion, shall deem due and sufficient.”

- 3.9 Section 3.11 of the Existing Special Permit is modified to read as follows:

“This permit is issued for professional, business or administrative offices, laboratories engaged in scientific research and development, pediatric medical facilities, hotels and any accessory uses customarily conducted in coordination with any of the foregoing. Any changes of such above-described uses shall be permitted only by amendment of this Approval by the Board. Notwithstanding the above, the Board may permit on the first floor of a multi-story building the uses contemplated under Section 3.2.4/1(j) of the By-Law following such notice and hearing, if any, as the Board, in its sole and exclusive discretion, shall deem due and sufficient.”

- 3.10 Section 3.38, Design Guidelines, of the Existing Special Permit is modified to read as follows:

“Design Guidelines. These Design Guidelines have been satisfied as to the approved plans for Building 1, and accordingly are not prerequisites to the construction of Building 1, but would be applicable to any substantial modification of the plans for Building 1’s construction. The Board approves the plans for the site, Building 1 (Children’s Pediatric Medical Facility), Building 3 (Trip Advisor), and Garage B, as filed. The Board approves Buildings 2, and 4, with general size, massing and locations of the buildings at a conceptual level as described in the application and using the conceptual plans developed for Building 1 detailed as Exhibit 12 of the November 10, 2015 Decision as a template. The Board approves Garage A at a conceptual level as described in Exhibit 12 of the November 10, 2015 Decision, as modified by Exhibit 5 of this Decision, and using the plans for Garage B as a guide to inform the façade treatment of Garage A. As a prerequisite for final approval and the issuance of a building permit, Building 2, Building 4 and Garage A shall be subject to design review by the Planning Board to determine conformance to the following Design Guidelines. Modifications to approved plans for Building 1 (Children’s Pediatric Medical

Facility), Building 3 (Trip Advisor), Building 2, Building 4, Garage A and Garage B shall also be subject to design review by the Planning Board to determine conformance to the following Design Guidelines. Design approval shall be granted by the Planning Board for final plans or modifications that are consistent with the Design Guidelines and the applicable requirements of the By-Law. Design Review approval by the Planning Board shall constitute the Planning Board's determination that the proposed plans are consistent with these design guidelines and meet all applicable standards of review for the Project.

Design Guidelines

- 1) There shall be three office buildings, one pediatric medical facility and two free-standing garages. The total square footage of the three office buildings shall not exceed 516,000 sq. ft. The total square footage of the pediatric medical facility shall not exceed 224,000 square feet.
- 2) The buildings will be designed in a first-class manner and Class A commercial building standards consistent with the Central Route 128 office market.
- 3) The prior concept plan for Building 1 that was approved under the Existing Special Permit was approximately 35% opaque, which shall serve as a general template for Buildings 2 and 4. With respect to Buildings 2 and 4, of this amount 60 to 70% may be precast concrete, natural or manufactured stone, brick or similar masonry material and the remainder may be metal, wood, ceramic, glass fiber reinforced concrete, fiber cement or similar panelized material to be used as part of wall and curtain wall systems. Synthetic stucco (EIFS) is prohibited.
- 4) The prior concept plan for Building 1 that was approved under the Existing Special Permit was approximately 65% transparent, which shall serve as a general template for Buildings 2 and 4. With respect to Buildings 2 and 4, (a) of this amount 60 to 70% may be glazing in a punched or ribbon arrangement and the remainder may be aluminum storefront or curtain wall systems; (b) vision glass will be low-e, minimally reflective and may be tinted for aesthetic effect without significantly reducing transparency; and (c) mirrored or highly reflective glass is prohibited.
- 5) Notwithstanding the current design approved for Building 1 in connection with this Decision, the prior concept plan for Building 1 that was approved under the Existing Special Permit shall serve as a general template for Buildings 2 and 4. Quality design and construction will be carried through to such buildings. While there may be shared architectural elements and materials between the buildings, some variation is encouraged. Primary materials identified for the prior concept plan for Building 1 that was approved under the Existing Special Permit will be, in a generic sense, assigned a proportional range of façade area and will be carried through, with some variation, to Buildings 2 and 4.
- 6) Each building can be increased or decreased by not more than one floor.
- 7) The location of the building footprint may be moved not more than 15 ft. in any direction, as long as the minimum setbacks, site distances and required open space requirements are maintained.
- 8) The shape of the footprint of each building can be modified no more than 15 ft. in any direction, as long as the minimum setbacks, site distances, and required open space requirements are maintained.
- 9) The total square footage of each building shall not vary more than 15% than what is described hereinabove, except that a larger variation is acceptable if an additional floor is added to

the building pursuant to Design Guideline (6) above and if the shape of the footprint of the building is modified pursuant to Design Guideline (8) above.

10) The 15 ft. variation in shape, size and location shall be applicable to Garage A and Garage B to the same extent as they are applicable to the office buildings as described in 7, 8 and above.

11) Site changes, including landscaping, may be modified without further public hearing to accommodate changes in building shape, location and size described above.

12) An architectural façade design treatment shall be provided on all sides of Garage A using the treatment afforded to Garage B as a guide. The goal shall be to provide aesthetic interest through the use of a variety of materials and colors other than precast concrete or block to better mask the building's function as a parking garage. Without limiting the Petitioner's discretion, in order to achieve that outcome on the exterior of the parking garage, the following five methods are examples of incorporating design elements to achieve a successful architectural façade on the parking structure which may be considered: architectural compatibility with the principle building when appropriate; exterior landscaping to screen the structure within the setback; exterior façade coverings on the concrete panels to add "skin" to the concrete panels "bones" of the parking garage; exterior architectural articulation and color composition to provide aesthetic interest; and fenestrations for the openings and control over the design of the openings. The examples described above are not intended to limit the Petitioner's discretion in accomplishing the stated goal but rather to offer strategies for its accomplishment.

The proposed plans and an application for review shall be filed with the Planning Board. At the same time application materials shall also be submitted to the Design Review Board along with an application for design review. Within 20 days of receipt of the Design Review application, the Design Review Board shall hold a public meeting, to which the applicant shall be invited for the purpose of determining whether the proposed plans fall within the Design Guidelines described above. Within 15 days of the meeting the Design Review Board shall transmit its determination as to the plans' compliance with the Design Guidelines described above and its design review report to both the Planning Board and applicant. The Planning Board shall review said plans with the applicant at its next public meeting following receipt of said recommendation from the Design Review Board provided such recommendation is received at least 7 days prior to the next scheduled meeting. If the Planning Board finds that the plans do fall within said Design Guidelines, the Planning Board shall approve and endorse said plans and transmit its decision to the Applicant and Building Inspector via memorandum. If the Planning Board finds that the plans do not fall within said Design Guidelines, the applicant may modify said plans or file a Request for Further Site Plan Review with the Board. The Planning Board shall make its determination within 60 days of receipt of said plans from the applicant.

The Board acknowledges that Building 3 (known as the Trip Advisor Building) and the Hotel (known as the Marriot Residence Inn) have been approved by the Planning Board and constructed in accordance with the submitted plans. The Board further acknowledges that Building 1 (known as Children's Pediatric Medical Facility) has been approved under the terms of this Decision."

LIMITATIONS

The limitations contained in Major Project Site Plan Special Permit No. 2012-07, dated October 16, 2012, amended and restated April 2, 2013 and January 6, 2015, and further amended on September 17, 2013, January 6, 2015, April 28, 2015, November 10, 2015, April 25, 2016 and November 4, 2020, are ratified and confirmed.

4.1 Section 4.6 of the Existing Special Permit is modified to read as follows:

“This special permit shall be governed by the provisions of Chapter 40A and Section 7.5.2 of the By-Law, which establish the time within which construction authorized by the Existing Special Permit, as amended by this Decision must commence. The Board finds that construction commenced within two years of the date of filing of the Original Decision (October 24, 2012) with the Town Clerk.

Given the size of the Proposed Development, and its anticipated duration of full build out, the precise time for each subsequent building to commence construction cannot be established with any certainty at this time at the time of the granting of this Decision. Therefore, the Board establishes the following conditions and limitations regarding the completion of the Proposed Development:

- a) All authorized construction of buildings and required site improvements, infrastructure and mitigation measures shall be constructed or under construction (or authorized by the issuance of a Building Permit), installed, or put into operation on or before December 31, 2029. Additionally, the Board finds that in the unlikely event that the Petitioner’s purchase of the remaining development rights for the Proposed Development does not occur on or before March 31, 2021, that the Existing Special Permit shall, upon the written election of the Property Owner delivered to the Board no later than July 1, 2021, remain in full force and effect without modification, with the following exceptions: 1) the termination date of the Existing Special Permit shall remain December 31, 2029, unless further extensions are granted, and 2) the requested special permit to grant the uninterrupted façade length of Garage A from 315 feet to 337 feet shall continue to be in full force and effect.
- b) Should the Petitioner (or its successors, assigns or other designee) not seek design approval for a building for a period of three years from design approval for the preceding building, the Petitioner shall report to the Board at the end of that three year period, updating the Board on the anticipated schedule for future construction, difficulties encountered in executing the balance of the Proposed Development, and whether the Petitioner believes that the entire Proposed Development can be fully constructed on or before December 31, 2029, and if not how much additional time might be required.
- c) In no event shall any portion of the Proposed Development for which a certificate of occupancy has been issued be deemed to be in violation of the Existing Special Permit, as amended by this Decision, or be deemed to have lapsed due to the fact that any phase of the Proposed Development has not been commenced or completed prior to December 31, 2029.

Any further requests for an extension of the time limit set forth herein must be in writing to the Board at least thirty (30) days prior to the expiration of this Decision. The Board herein reserves its rights and powers to grant or deny such extension without a public hearing. The Board, however, shall not grant an extension as herein provided unless it finds that the use of the property in question or the construction of the site has not begun except for good cause.”

The provisions of this Major Site Plan Special Permit Amendment shall be binding upon every owner or owners of the lots and the executors, administrator, heirs, successors and assigns of such owners, and the obligations and restrictions herein set forth shall run with the land in accordance with their terms, in full force and effect for the benefit of and enforceable by the Town of Needham.

Any person aggrieved by this Amendment may appeal pursuant to the General Laws, Chapter 40A, Section 17, within twenty (20) days after filing of this First Amendment with the Needham Town Clerk.

Witness our hands this 4th day of January, 2021.

NEEDHAM PLANNING BOARD

Jeanne S. McKnight
Jeanne S. McKnight, Chairperson

Paul S. Alpert
Paul S. Alpert

Martin Jacobs
Martin Jacobs

Adam Block
Adam Block

Ted Owens
Ted Owens

COMMONWEALTH OF MASSACHUSETTS

Norfolk, ss

Jan. 8, 2021

On this 8 day of January, 2021, before me, the undersigned notary public, personally appeared Martin Jacobs, one of the members of the Planning Board of the Town of Needham, Massachusetts, proved to me through satisfactory evidence of identification, which was personally known to me, to be the person whose name is signed on the preceding or attached document, and acknowledged the foregoing to be the free act and deed of said Board before me.

[Signature]
Notary Public

My Commission Expires: March 18, 2022

TO WHOM IT MAY CONCERN: This is to certify that the 20-day appeal period on the Decision of the project proposed by The Children's Hospital Corporation c/o Boston Children's Hospital, 300 Longwood Avenue, Boston, MA, for property located at the 66 B Street, 360 First Avenue, 410 First Avenue, and 37 A Street, Needham, Massachusetts, has passed,

 and there have been no appeals filed in the Office of the Town Clerk or
 there has been an appeal filed.

Date

Theodora K. Eaton, Town Clerk

Copy sent to:

Petitioner-Certified Mail # _____
Design Review Board
Building Inspector
Conservation Commission

Select Board
Engineering
Fire Department
Police Department

Board of Health
Town Clerk
Director, PWD
Parties in Interest