

CONDITION 6

The Petitioner has voluntarily agreed to contribute \$6,100,000 to the City to establish a Mitigation Fund (“Fund”). The purpose of the Fund is to provide mitigations related to the Project such as sewer and stormwater mitigations, and traffic improvements and/or mitigations that foster the desired attributes of this mixed-use/transit-oriented development, particularly those that enhance connections between modes of transportation and enhance the access to the natural features of the surroundings.

As further discussed below, the Fund may be used for the following public purposes: improvements to the sewer and stormwater systems infrastructure to reduce inflow and infiltration; traffic studies and/or traffic mitigation in the areas of Lower Falls and Auburndale impacted by the Project; and for such other public purposes as set out in this condition.

The Petitioner shall pay the \$6,100,000 voluntary contribution to the City as follows: one quarter upon the issuance of a Building Permit for the residential building; one quarter upon the issuance of a Building Permit for the office building; one quarter upon the issuance of a Certificate of Occupancy for the residential building; and one quarter upon the issuance of a Certificate of Occupancy for the office building.

Inflow and Infiltration Allocation: \$4,100,000 of the Fund shall be dedicated to sewer and stormwater improvements directed at eliminating inflow and infiltration (“I&I”) with the allocation among the buildings being 64.7% for the residential building, 24.1% to the office building, and 11.2% to the retail/community building. The monies placed in the I&I Allocation of the Fund shall be deemed to satisfy the Petitioner’s obligation for I &I mitigation, including for purposes of sewer connection permits for all buildings in the Project, provided that the Petitioner undertakes the water conservation measures set out in this Condition.

The Petitioner has agreed to mitigate for infiltration and inflow at a rate of 8 gallons for each gallon of sanitary sewage generated by the building, at a cost of \$8.40 per gallon of mitigation. The Petitioner intends to implement water conservation measures which will result in an overall reduction of approximately 10%-30% in water use and subsequent wastewater generation from the current flow schedule at 314 CMR 7.15. To secure such water conservation measures, the Petitioner has agreed to install the following: a) low-flow, high-efficient faucets (*i.e.*, 0.5 gallons per minute (gpm)) in the office, residential, and retail/community buildings including in all restaurants; and b) low-flow water closets and urinals in the office building.

Traffic and Neighborhood Improvements Allocation: \$2,000,000 of the Fund shall be allocated to traffic improvements or other neighborhood improvements as follow, which are offered by way of illustration and not by way of limitation: traffic studies and/or traffic mitigation in the areas of Lower Falls and Auburndale impacted by the Project;

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improvements to the Williams School; fire and safety equipment; a study of the Charles River Basin area in close proximity to the Site; improvements to the rail trail running over I-95 from Newton Lower Falls to the MBTA Riverside Facility; playground and/or park improvements; and similar purposes. A minimum of 60% of this allocation will be dedicated to traffic improvements, which may be expended for such traffic improvements either prior to or subsequent to the post-occupancy traffic studies required by this Special Permit/Site Plan Approval. If based on the post-occupancy traffic studies the Petitioner is obligated to undertake additional traffic mitigation measures to fulfill the requirements of this Special Permit/Site Plan Approval, the Petitioner shall receive a credit towards such traffic mitigation measures up to the greater of the following: a) all funds actually spent on traffic mitigations, or b) 60% of this allocation. Nothing in this Condition shall relieve the Petitioner from paying the cost of all required post-occupancy traffic mitigations that may exceed monies available for this purpose from the Fund.

The Mitigation Fund shall be expended only with the approval of the Board of Aldermen. Requests for expenditures from the Mitigation Fund may be made by a Neighborhood Improvement Council ("NIC") to be established by the Board of Aldermen in accordance with this condition, or at the request of City officials. The NIC shall serve in an advisory role regarding any expenditures from the Traffic and Neighborhood Improvements Allocation. All requests for expenditures made by the NIC shall be referred to the appropriate City Department for review. All expenditures from the Mitigation Fund shall require, in addition to the approval of the Board of Aldermen, the approval of the City Department, or State agency, if any, where the improvement is proposed.

The Board of Aldermen shall establish a five-member NIC, which shall be composed as follows: one alderman from Ward 4 and two representatives each from the Auburndale and Lower Falls neighborhoods. Any request for expenditures made by the NIC shall require a majority vote of a quorum of three members of the NIC, provided, however, that no vote shall be required when the NIC is providing advice to the Board of Aldermen on a request for any expenditure from the Fund. The Board of Aldermen may establish terms for the community members as well as additional procedural rules for the NIC, which shall be subject to the same laws and regulations as any other City board or commission. The NIC shall be staffed by the Planning and Development Department.