

N O R T H L A N D

Northland Investment Corporation

December 1, 2022

Formal Response to City of Newton

EXPRESSION OF INTEREST:

DUDLEY ROAD ESTATE

EOI #23-43

Proposal Opening Date: December 1, 2022, at 10:30 a.m.

NORTHLAND



December 1, 2022

EXPRESSION OF INTEREST
DUDLEY ROAD ESTATE
EOI #23-43

RE: EOI #23-43 Submission Requirement #1

Development Entity Name: Northland Dudley LLC
c/o Northland Investment Corporation
2150 Washington Street
Newton MA, 02462

Contact Name(s): Peter Standish
Senior Vice President
Northland
(617) 630-7271
pstandish@northland.com

Santo Dettore
Associate Vice President
Northland
(617) 630-7267
sdettore@northland.com

Stephen J. Buchbinder, Esq.
Schlesinger and Buchbinder, LLP
(617) 965-3500
sjbuchbinder@sab-law.com



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EXPRESSION OF INTEREST
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RE: EOI #23-43 Submission Requirement #2

Qualification Statement:

- a) *Describe the composition and structure of the Development Team, including the developer, architect, lawyer, engineer, and any other firms and professionals who will be part of the team;*

Role	Member	Contact
Developer	Northland Investment Corporation	Peter Standish
Architect	Stantec	James Gray
Lawyer	Schlesinger and Buchbinder, LLP	Stephen Buchbinder
Civil Engineer	VHB	Curtis Quitzau

- b) *Describe the qualifications of the Development Team as they relate directly to developing a project which makes best use of the affordable housing and open space conservation potential of the site;*

- a. Northland’s proposed development team represents decades of experience and demonstrated capability both in the City of Newton and the New England region. Working together, the team has been involved with the design and execution of several large and complex multifamily developments that include both market rate and affordable components. These include The Merc at Moody & Main in Waltham (269 units), The Northland Newton Development (“NND”) (800 units), and the Northland Charlemont 40B Development in Newton (410 units). NND is an innovative national model of masterplanning, sustainability, affordable housing, transit demand management, historic preservation, open space, and community amenities. In addition to its 10 acres of public parks and greenspaces, NND will offer 140 new affordable apartments enhancing Newton’s current inventory. Northland’s proposed Charlemont 40B development will provide an additional 103 affordable apartments and create 2 acres of new greenspace incorporating a new pedestrian path and recreation space for community use enhancing connectivity



between local neighborhoods. These are all elements that Northland contemplates for its planning and design of the Dudley Road Estate.

- c) *Describe the prior experience of the principals and key staff assigned to the project, including the project manager, in structuring and implementing similar projects that integrate affordable housing and open space conservation and which also include a community review process.*
- a. As stated above, the key members of the Development Team have been involved in the planning and design of three local projects totaling nearly 1,500 multifamily units including 270 affordable units. The 269-unit Merc in Waltham, completed in 2017, demonstrates the quality of design and execution capability of the team. NND represents the team's ability to design a model mixed use development aligned with the City's neighborhood vision; integrating affordability, public greenspace, and community amenities, while actively engaging the public through a very detailed and intense approval process.
- d) *Describe the Development Team's plan to include historically disadvantaged businesses, including minority- owned and women owned business enterprises (M/WBEs) to grow and enhance their capacity.*
- a. The Northland Development team will actively seek out opportunities to engage both local and regional minority and women-owned business enterprises in the planning, design, construction, and operation of the proposed development. Several M/WBEs are involved in NND among them including Lambert Sustainability and Security Risk Management Consultants.



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RE: EOI #23-43 Submission Requirement #3

Comparable Projects and References:

a) *Provide a description of similar projects completed, under construction, or planned within the past 5 years, listing location, size, ownership entity, income groups served, development costs, current status, and contact names and telephone numbers.*

a. The Merc at Moody and Main

Location	45 Moody Street Waltham, MA 02453
Project Size	269 Multifamily Units, 25k SF Retail
Ownership Entity	Northland The Merc LLC
Income Groups Served	27 Units at 80% AMI
Development Costs	\$115,000,000
Current Status	Completed Summer 2017
Contact Name/Number	Peter Standish – (617) 630-7271

b. Northland Newton Development

Location	156 Oak Street Newton, MA 02464
Project Size	800 Multifamily Units, 96k SF Retail, 180k SF Office
Ownership Entity	Northland Ventures L.P.
Income Groups Served	60 Units at 50% AMI, 60 Units at 80% AMI, 20 Units at 110% AMI
Development Costs	\$1,000,000,000 Estimated
Current Status	Demolition and Sitework Underway
Contact Name/Number	Peter Standish – (617) 630-7271

c. Northland Charlemont 40B Development

Location	160 Charlemont Street Newton, MA 02464
Project Size	410 Multifamily Units
Ownership Entity	Northland Ventures L.P.
Income Groups Served	103 Units at 80% AMI
Development Costs	\$320,000,000 Estimated
Current Status	Entitlement and Planning
Contact Name/Number	Peter Standish – (617) 630-7271



d. Altitude at Vizcaya Apartments

Location	2500 Sawmill Road Santa Fe, NM 87505
Project Size	52 Multifamily Units
Ownership Entity	Northland Fund VI
Income Groups Served	100% Market Rate
Development Costs	\$11,000,000
Current Status	Completed Fall 2020
Contact Name/Number	Santo Dettore – (617) 630-7267

e. SoRoc on Maine Apartments

Location	4850 Maine Ave SE, Rochester, MN 55904
Project Size	194 Multifamily Units
Ownership Entity	Northland Ventures L.P.
Income Groups Served	100% Market Rate
Development Costs	\$45,000,000
Current Status	Under Construction
Contact Name/Number	Santo Dettore – (617) 630-7267

b) Describe the relevant experience of the other members of the Development Team (e.g., architect, lawyer, engineers, etc.) and the staff assigned to this project.

a. Please see attached Exhibit A for team member’s Statement of Qualifications.



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Development Approach:

- a) *Provide a brief narrative describing the Development Team's approach to affordable housing, land conservation, and the use of a portion of the site for future municipal and/or school purposes. The narrative should include preliminary details on the possible housing types, affordability range, density range, siting of the development, amount of protected open space, and community benefits.*

Northland's goals for the development of the Dudley Road Estate will be similar to our approach for both the NND and Charlemont 40B developments, where we strive to:

- Create housing opportunity and diversity for the City of Newton
- Minimize impacts on the abutting neighborhood
- Maximize green space
- Foster benefits for the community
- Be at the forefront of sustainability

In collaboration with the City, Northland will pursue a development plan for the Dudley Road Estate that will include the following:

- a. Development of a residential apartment community with a unit mix of at least 10% 3-bedroom units and 40% 2-bedroom units and an affordability component comprising 25% of the total units, including a to-be-determined number a deeply affordable units at 50% AMI. The size of the development will be subject to further site assessment and discussion with the City, but is proposed to include a minimum of 250 units.
- b. Preservation of as much natural woodland as feasible given the existing site constraints, making portions of the wooded area available for community recreational use subject to reasonable restrictions to be determined. The amount of open and wooded space to be preserved will be identified upon further site planning and geotechnical assessment.



Northland will employ a design strategy to concentrate height and density of buildings to maximize open space.

- c. Exploration of opportunities to make available a small portion of the site along Brandeis Road for the needs of Newton South High School in exchange for adequate vehicular access off Brandeis Road for a primary site entry point.

Northland contemplates a development program of one to three mid-rise buildings on the site with primarily surface parking. Site planning and programming will be dependent on further assessment of existing site conditions. The site appears to have severe constraints due to ledge conditions and elevation change. Vehicular access would be provided off both Brandeis Road and Dudley Road, subject to site constraints and limitations that may be identified in a traffic study.

- b) *Legal & ownership structure: Describe proposed ownership structure of potential development and open space.*

- a. Northland Investment Corporation, through a special purpose entity, Northland Dudley LLC, will purchase and own full interest in the land and perform the proposed development.



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Creditworthiness:

- a) Provide evidence of the individual/development entity’s financial capacity to undertake development of any or all of the Property. At a minimum the information supplied must include a summary statement of current assets and liabilities and a summary statement of income and expenses for the previous fiscal year. Audited or certified financial statements are not required at this time.

- a. Financial Summary
Northland Investment Corporation & Affiliates
December 31st, 2021

Real Estate	\$	8,000,000,000
Other Assets		380,000,000
Liabilities	\$	3,600,000,000
Net Worth	\$	4,780,000,000
Income	\$	470,000,000
Expenses	\$	200,000,000

EXHIBIT A



Relevant Experience

Stantec Boston

The Summer Street office was founded in 1971 with a focus on commercial architecture and design. Over the past four decades we have grown into a diverse, nationally-recognized team that delivers award-winning architecture, planning, interior design and branding services to Workplace, Commercial / Mixed Use, Academic, Residential, Retail, and Hospitality clients. Our services include Master Planning, Architecture, Interior Design, Workplace Strategies, and Branding. Throughout our almost 50-year history, design for corporate users and commercial developers has been a common thread. We maintain a deep bench of over 130 talented professionals including over 70 architects and 30 interior designers. Many of whom are LEED Accredited Professionals and this core team is supported by resources in branding, landscape design, lighting, and acoustical consulting.

Services

Architecture

Our buildings are intelligent and artful. We investigate our clients' aspirations, interpret their stated goals and respond with design tailored to suit the project. With expertise and practical experience, our design teams deliver consultative advice throughout the creative process. By understanding the factors that contribute to the performance of a real estate investment, we create buildings that are both beautiful and respectful of the local context and global environment.

Interior Design

We create engaging interiors with a strategic blend of design and function. Often described as warm modernist, our interiors enliven everyday life, support business goals and perform well into the future. We create multi-layered experiences to be discovered over time by integrating the design concept throughout an environment. Our design professionals benchmark practices, performance and materials to deliver interiors that are both timeless and beautiful.

Sustainability

We're dedicated to helping clients realize the full potential of their projects in terms of life cycle cost, energy efficiency, carbon reduction, and human health and wellness. Informed by data and grounded in the market, we design environments to support human resilience, health, and wellness while delivering value through life cycle cost analysis and reducing consumption of energy and carbon.

Branding & Graphic Design

Branding Iron creates strong identities and compelling graphics that distinguish our clients from their competitors. Leveraging new or existing brands, we deliver powerful visuals through thoughtful analysis and a keen sense of the marketplace. Our process results in a clear strategy that guides all aspects of a memorable brand experience. When working with our architectural and interior design teams, we complete the story to help real estate stand out in the marketplace.



James Gray AIA

Senior Principal, Architecture

James spearheads many of the firm's large, high-profile, mixed-use projects. He brings a passion for cities to his practice of urban architecture and is a strong advocate for transit-oriented design and bike/pedestrian friendly streets. His particular expertise is in synthesizing clients' design vision, a keen understanding of today's residential and commercial market forces, and a thorough knowledge of today's dynamic construction industry into outstanding examples of multi-family housing and commercial projects that deliver returns on clients' expectations and investments.

Education

- Bachelor of Science in Architecture, Pennsylvania State University

Registrations & Memberships

- Boston Society of Architects
- American Institute of Architects
- Urban Land Institute
- Registered Architect, Commonwealth of Massachusetts, #952144

Relevant Experience

Northland Newton

This ambitious project will convert a 20+ acre former industrial site into a new neighborhood and focal point for the Upper Falls Village. The 14M SF project will encompass a variety of uses, including office space in the re-purposed historic Saco- Pettee mill building, 100,000 SF of destination retail and 800 residential rental units spread across 11 buildings. All residential buildings will be developed to Passive House PHI standard and the entire development will be LEED for Homes and LEED ND Gold certified.

Watermark Seaport

Watermark Seaport is skillfully nestled between Boston's historic Fort Point District and the emerging Seaport, serving as a gateway between Boston's past and its promising future. Watermark is a dual building with 346 residential units and 25,000 SF of ground floor retail and a full amenities package.

Proto

280 unit, 22-story mixed-use residential tower in Kendall Square with a unit mix of mostly studio and one-bedroom apartments serves the unique needs of this neighborhood. 8,200 SF full interior amenity package includes a dog spa, outdoor terrace and large common living room, co-living and working spaces, reservable work rooms, communal laundry lounge, and a digital jam & gaming cave.

The Parker

21-story tower which will feature 176 luxury residential units including studios, one-bedrooms and two-bedrooms in the heart of Downtown Crossing. The ground floor public realm is designed as an experience.

Dock Square

Redevelopment of existing 698-space parking garage into a 10-story, 253,000 SF addition constructed atop the garage containing 195 for-sale condominium residences, expanding the garage to 17 stories.

Miscela

500 new residences and 26,500 SF restaurant and retail space, located in the epicenter of Assembly Row. One of the most dynamic and sought after neighborhoods in Somerville provides access to shopping, restaurants, and public transportation. Living here puts everything at your fingertips.

315 on A

315 on A blends historic architecture and 21st century design to infuse new residential life into the emerging Innovation District. The 202-unit tower features a 20th floor roof deck and fitness center, 96-car structured parking and is LEED Gold certified.



BK Boley AIA, LEED AP

Senior Principal, Architecture

B.K. leads projects with a passion for design excellence and sustainability. Driven by attention to design quality at every scale, he delivers beautiful architecture, urban design and campus planning. By embracing both innovation and practicality, B.K. guides a creative process that consistently results in distinctive award-winning solutions.

Education

- Bachelor of Architecture, Carnegie Mellon University
- Master of Architecture and Urban Design, Berlage Institute, Amsterdam

Registrations

- MA Registered Architect #8310
- LEED Accredited Professional

Memberships

- Boston Society of Architects
- Fort Point Channel Historic District
- Society of College and University Planning (SCUP)

Relevant Experience

Northland Newton

This ambitious project will convert a 20+ acre former industrial site into a new neighborhood and focal point for the Upper Falls Village. The 14M SF project will encompass a variety of uses, including office space in the re-purposed historic Saco- Pettee mill building, 100,000 SF of destination retail and 800 residential rental units spread across 11 buildings. All residential buildings will be developed to Passive House PHI standard and the entire development will be LEED for Homes and LEED ND Gold certified.

Montaje

This vibrant mixed-use residential development is the first high-rise residential tower in the complex. The project features storefronts that run continuously along the six story base. A 20-story modern white residential tower behind the Main Street facades are a landmark of the complex and feature spectacular views of Boston and Somerville. Directly adjacent to the new MBTA Orange Line Station and with nearly 450 rental units, bicycle parking and a 670-car garage, the project will serve as an integral part of the Assembly Row's revitalization. LEED Silver (pursuing)

The Harlo

212 unit new dynamic urban residential property in the heart of the Fenway neighborhood, near public transit lines, the bustling employment of Longwood Medical areas, as well as many universities. Building contains two ground floor retailers, and underground parking.

315 on A

315 on A blends historic architecture and 21st century design to infuse new residential life into the emerging Innovation District. The 202-unit tower features a 20th floor roof deck and fitness center, 96-car structured parking and is LEED Gold certified.

One Greenway

217 market-rate & 95 affordable apartments, 135 car parking, 5,800 sf retail, full amenities package

Mosaic

145 residential units (60 affordable apartments, 43 affordable condominiums, 42 market rate condominiums), 8,500 sf daycare



JAN KARSKI

Location Dorchester MA

Services Planning, Architecture

Project Size 403 Units, 14,000 SF retail



DOT BLOCK

Location Dorchester MA

Services Planning, Architecture

Project Size 489 Units



5 WASHINGTON

Location Brighton MA

Services Architecture, Interior Design, Branding, Sustainability

Project Size 108 units, ground floor retail



NEEDHAM NORTHLAND

Location Newton Upper Falls MA

Services Architecture, Interior Design, Landscape, Urban Design

Project Size 389 Units



MONTAJE

Location Somerville MA

Services Architecture, Interior Design

Project Size 447 units, 44,000 sf retail, 671-car structured parking



THE ANDI

Location Dorchester MA

Services Planning, Architecture, Branding

Project Size 475 residential units



SECOND & VINE

Location Everett MA

Services Architecture



MISCELA

Location Somerville MA

Services Planning, Architecture, Interior Design

Project Size 500 units, 248 parking spaces, 30,000 sf retail



28 AUSTIN

Location Newton MA

Services Planning, Architecture

Project Size 68 Units



THE MERC

Location Waltham MA

Services Planning, Architecture, Interior Design

Project Size 269 units, 423-car parking, 28,000 sf retail, Full amenities



OLMSTED PLACE

Location Boston MA

Services Architecture, Interior Design

Project Size 196 Units, 156 Car Garage, Outdoor Pool, 5,000 SF Interior Amenities



ALLSTON YARDS

Location Allston MA

Services Architecture

Project Size 150 Units, 68,000sf Stop&Shop, 20,000sf retail



Who We Are

VHB's passionate professionals include engineers, scientists, planners, and designers who partner with public and private clients in the transportation, real estate, institutional, and energy industries, as well as federal, state, and local governments.



Together, we work to improve mobility, enhance communities and economic vitality, and balance development and infrastructure needs with environmental stewardship.

We're a team—1,600 strong—eager to deliver value by embracing our clients' goals, anticipating challenges, building lasting partnerships, and always providing an exceptional experience.

We're passionate about making meaningful contributions to the world through the work we do; and we are proud, yet humbled, to have been doing this for over 40 years.

VHB's innovative thinking leads to creative, practical solutions for our clients.

We bring collective knowledge, technical excellence, and a wide network of trusted relationships across our footprint to deliver value. When you have a team with such broad and deep experience, it's only natural to look at projects from every angle and ask the types of questions that lead to better solutions. That's what we do at VHB—we help our clients make the right decisions to move their projects forward.

Our team has an open-minded approach to projects, and we are committed to listening and truly understanding our clients' needs—we see the whole picture, not just one piece. We integrate the right people and resources from our five core service areas to help clients initiate and complete intricate, challenging, and significant projects.



Founded in
1979

1,600 passionate professionals

including engineers, scientists, planners, and designers

30+ locations

throughout the East Coast

56 on ENR

Top 500 Design Firms List

Markets

- Transportation Agencies
- Real Estate
- Institutions
- Energy
- Federal Government
- State and Local Governments

Transportation Planning & Engineering

Related Services | Roadway & Highway Engineering | Transit & Rail | Aviation | Bridge Design & Engineering | Bicycle/ Pedestrian Planning & Engineering | Traffic Engineering | Alternative Delivery

Land Development

Related Services | Civil Engineering | Community Planning | Due Diligence Research & Analysis | Land Survey | Land Use Planning, Engineering & Analysis | Stormwater Design & Engineering | Utilities Design | Master Planning

Planning & Design

Related Services | Community Planning | Comprehensive Plans | Entitlement Services | Landscape Architecture | Public Outreach | Zoning Analysis

Environmental

Related Services | Environmental Assessment & Compliance | Natural Resource Assessment & Analysis | NEPA Documentation & Analysis | Water Resources Analysis | Wetlands Delineation, Mitigation & Permitting | Climate Adaptation Planning

Applied Technologies

Related Services | Application Development | GIS/Geospatial Services | Visualization | Workflow/Process Automation | Systems Integration | Cartography/Mapping | Analysis | Video | Asset Management | Planning | Data Collection | 3D/4D Modeling | Photo Simulation



Residential





Who We Are

Founded in
1979

1,600 passionate professionals
including engineers,
scientists, planners,
and designers

31 locations
on the east coast

Core Services

Land Development
Transportation Planning & Engineering
Planning & Design
Environmental

Markets

Real Estate
Institutions
Transportation Agencies
County and Local Governments
Federal Government
Energy



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The Merc at Moody & Main

Waltham, MA | Northland Investment Corporation

269
residential units
27,000 sf
retail and
underground parking

The Merc at Moody & Main is a transit-oriented apartment community transforming Waltham center. Centrally located near public transportation and restaurants, this community is well positioned to serve Waltham’s growing demand for housing. VHB’s history with Northland, familiarity with the site, and strong relationships with the City of Waltham enabled us to alleviate site challenges, such as site logistics due to existing tenants and a uniquely designed underground parking garage with surface parking. Our extensive knowledge of the City’s environmental regulations, review process, and drainage for development within the Charles River Basin enabled us to drive the development forward and meet the construction schedule.

Architects ADD Inc./Stantec, Spine 3D



The Continuum

Allston, MA | Samuels & Associates,
Harvard University

300,000 sf
residential

325
residential units

35,000 sf
retail

The Continuum is a new apartment community on the border of Harvard University's southern campus and North Allston. Designed to meet the community demand for high quality housing, Continuum offers rental units as well as a fitness center, game room, roof garden and public terraces. VHB provided civil engineering and transportation services. Key to the project's success was the design of a new public roadway network to support the ongoing redevelopment of the area. Continuum's public open space features wide sidewalks, street furniture, and ground floor shops to align with the community's goals—creating a lively and fun destination for residents and visitors.





Arborpoint at Woodland Station

Newton, MA | National Development

180
residential units

36
affordable units

MBTA Transit
station on-site

75%
of residents utilize the
station for travel

Arborpoint is a luxury transit-oriented apartment community that exemplifies smart growth by its close proximity to transit and walkability to commercial districts and recreational amenities. Our traffic engineers advanced the development by carefully assessing project impacts, addressing neighborhood concerns, and designing off-site improvements. VHB's ability to work with the neighborhood and consultants for abutting developments, as well as the City's peer review consultant, enabled the project to move seamlessly through the City of Newton review and approvals process.





North Hill-Project True North

Needham, MA | North Hill Needham, Inc.

59 acre
senior living community

375
residential units

72
additional skilled
nursing rooms

1st
community in Massachusetts
to offer Lifecare

VHB's experience completing complex development projects and deep relationship with the community directly benefited the client through the development process for North Hill's latest expansion of its award-winning senior living community. We successfully kept the project on track from planning through construction with our comprehensive due diligence efforts, strategic and innovative approach to permitting and zoning changes, comprehensive parking analysis, and construction phasing plans that minimized disruptions to residents.





Renderings courtesy of Stantec
Architects ADD Inc./Stantec, Ground, Inc.

The Station at Riverside

Newton, MA | Normandy Real Estate Partners

290
residential units

225,000 sf
office and retail

1,000+
parking spaces

Transit
station on-site

To move this transit-oriented mixed-use development forward, VHB oversaw the local and state permitting process, civil engineering, and extensive transportation analysis and highway design. We developed effective solutions for the challenging site topography, site access from the local roadway network and adjacent highway, and stringent stormwater regulations with special consideration for the abutting Charles River. VHB's existing relationships with the City of Newton, regulating agencies, and the community helped to validate the project's proposed planning and design, which supported the extensive permitting and community engagement process.

