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May 18, 2023

VIA ELECTRONIC MAIL

City of Somerville City Council
City Hall
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City of Somerville Planning Board
City Hall 3rd Floor
93 Highland Avenue
Somerville, Massachusetts 02143
planning@somervillema.gov

Re: Zoning Text Amendment Application Submitted by Union Square One Development, LLC (together with its affiliates, "Hamilton") to the City Clerk's Office on April 4, 2023 regarding proposed changes to Somerville Zoning Ordinance ("SZO") Sections 8.4.17.g.iii.a and 8.4.17.g.iii.b (the "Proposed Amendment")

Dear Members of the City Council and the Planning Board:

We represent Union Square RELP Master Developer LLC ("**US2**"), the master developer designated by the City of Somerville to redevelop the Union Square "D Blocks", which include the property located at 1-9 Union Square and 282-290 Somerville Avenue (the "**D6 Site**"). We are writing in opposition to the Proposed Amendment related to the D6 Site submitted by Hamilton.

As outlined below, Hamilton is asking the City Council to exercise its extraordinary legislative powers to amend the SZO, contradicting binding legal agreements applicable to the D6 Site, and overriding years of public process. The hypothetical large lab building purportedly behind the proposal will almost certainly never be built by Hamilton for reasons outlined below, and the Planning Board and City Council should reject the Proposed Amendment.

Background. The Proposed Amendment is inconsistent with the long-planned redevelopment of the D6 Site and Union Square's other D Blocks, as reflected in years of community planning and approvals that include SomerVision, Somerville's comprehensive plan, the Union Square Revitalization Plan (the "**Revitalization Plan**"), the official urban renewal plan adopted by the Somerville Redevelopment Authority (the "**SRA**") and approved by the Department of Housing and Community Development, the Union Square Neighborhood Plan (the "**Neighborhood Plan**"), and US2's formal designation by the SRA as master developer for Union Square in June 2014.

As master developer for Union Square, including the D6 Site, US2 has spent nearly a decade working with elected and appointed officials, City staff, the Union Square community, and the MBTA to facilitate a variety of important planning documents, agreements, permits and approvals, including: (1) the Planning Board's adoption of the Neighborhood Plan in 2016, (2) US2 and the SRA's execution of a Master Land Disposition Agreement ("**MLDA**") in 2017, (3) US2 and the City of Somerville's execution of a development covenant ("**Development Covenant**") in 2017, (4) the Somerville Planning Board's issuance to US2 of a Coordinated Development Special Permit ("**CDSP**") in 2017, (5) the City Council's adoption of the Union Square Overlay District zoning in 2017, and of Master Planned Development overlay zoning and Union Square sub-area zoning in 2019 (collectively, the "**USOD Zoning**"), each following the Planning Board's recommendations, and (6) execution by US2 and the Union Square Neighborhood Council (USNC) of a community benefits agreement ("**CBA**") in 2019 to create additional commitments and community benefits.

All of these things are premised on implementation of a master-planned development across all of the D Blocks, including the D6 Site, which US2 has been implementing. These agreements, permits and approvals govern and facilitate the redevelopment of Union Square through a coordinated process established to be consistent with carefully negotiated community objectives that are reflected in the Revitalization Plan, the Neighborhood Plan and the USOD Zoning, and with many important benefits that would not be realized through piecemeal building-by-building development by individual developers.

The Proposed Amendment asks the City Council and Planning Board to reject this approach, and to upend many existing permits and approvals and binding legal agreements.

The Proposed Amendment Contravenes Legal Agreements Binding on the City and the SRA. The SRA and US2 are parties to the MLDA, which requires US2 to acquire and redevelop all of the D blocks (including the D6 Site) in accordance with the Revitalization Plan, the Neighborhood Plan, the CDSP and other approvals, and further provides that development of the D Blocks (including the D6 Site) by others (such as Hamilton) may not occur without the consent of both the SRA and US2. Adopting the Proposed Amendment would contravene the SRA's agreements in the MLDA, and would call into question the commitment of the City and SRA to implement the Revitalization Plan.

Since the approval of the CDSP, US2 has made significant progress in fulfilling the objectives reflected in the Revitalization Plan, the Neighborhood Plan and the USOD Zoning. US2 has acquired and performed extensive environmental remediation on the Block D2 site and supported the MBTA's delivery of Union Square Station by constructing MBTA-specific improvements that enabled its opening in March 2022. US2 has also nearly completed the construction of a new commercial building on the Block D2 site in the heart of Union Square that will provide a space for close to 500 new workers as well as a new residential community of 450 units of much needed residential housing, including 90 affordable units. This summer, Station Plaza, the first of eleven master planned open spaces, will open on the D2 Block. US2 has also moved toward satisfying one of the City and community's documented priorities of developing the next commercial project by privately acquiring the Block D3.1 site, clearing the site and completing the Design Review process for it. Throughout this time, US2 has invested in the community and collaborated with local organizations and businesses (e.g., Union Square Main Streets, Somerville Arts Council, Somerville Community Corporation and the Somerville Homeless Coalition) to support small businesses, employ local workers, extend social services, support more affordable housing, and more.

If the Proposed Amendment is adopted, US2 would be forced to evaluate with the City and SRA their respective rights and remedies under the MLDA, the Revitalization Plan, and applicable law to protect and preserve the ability to comply with obligations to redevelop the D6 Site consistent with the Revitalization Plan, the Neighborhood Plan, the CDSP and other referenced permits and approvals.

The Proposed Amendment Is Inconsistent With Years of Planning and Community Feedback and Goals. The Proposed Amendment is premised on a plan to redevelop the D6 Site in a manner proposed by a single parcel owner, inconsistent with the years of community-based planning reflected in the permits, approvals and agreements outlined above. These approvals call for a multi-building, multi-block development based on an approved master plan. The master plan followed extensive discussions to ensure that City and community goals and site-specific considerations were addressed. The D6 Site is in a prominent location, across from the main civic space in Union Square, and plans include facilitating pedestrian connections to Union Square and a building scale that responded to priorities identified by the community. The Proposed Amendment as outlined by Hamilton suggests that a single parcel owner can develop a different project that does not look at the larger planning context and that would have the City Council and Planning Board unilaterally override the extensive community planning and input that went into the master plan for redevelopment of the D Blocks, a process which viewed the relationships of each D Block and its parcels as integral to the whole and connected to the broader neighborhood.

The Proposed Amendment would allow a single building owner to set the precedent that overrides the integrity of the master plan for the D Blocks and allows for piecemeal and haphazard development, which the Revitalization Plan, Neighborhood Plan, CDSP and other approvals are specifically intended to prevent.

The Proposed Amendment Would Endanger Long-Promised Public Benefits to Union Square.

Hamilton's proposal would endanger critical public benefits memorialized in the MLDA, Development Covenant and CDSP. The CDSP allows for development across the D Blocks, and in exchange imposes significant obligations on US2 as master developer, including obligations to create eleven (11) civic spaces that will include a large neighborhood park. Similarly, the Development Covenant requires US2 to make significant monetary contributions in connection with the redevelopment of the D Blocks (including the D6 Site), and the CBA commits US2 to implement certain community benefits contributions in connection with the redevelopment of the D Blocks (including the D6 Site). Neither the City nor the Union Square community would realize such benefits without site-wide commitments by US2 that are tied to US2's master plan for development across the D Blocks. Amending the SZO in furtherance of a request by an individual parcel owner to facilitate its proposed development of a single building, with no proposed master planning process, would lead to many anticipated benefits not being realized. US2's development projects on Block D2 will provide more than \$30 million in fees, contributions and land payments to the City, of which \$28 million has been paid to date. Block D2 will also create more than \$2.4 million annually in new taxes that will support new City programs. All of this is just the first step in US2 delivering more than \$100 million in community and public benefits and more than \$500 million in new taxes over the next three decades in connection with the redevelopment of the D Blocks.

The Proposed Zoning Is Premised On A Project That Is Impractical and Not Viable.

Another reason to reject the Proposed Amendment is that it is impractical for Hamilton to redevelop the D6 Site as it suggests. The MLDA provides that if US2 is unable to itself acquire any of the D Blocks (including the D6 Site) from existing landowners, the SRA may initiate eminent domain proceedings at US2's request to acquire an applicable site to facilitate redevelopment. The D6 Site was publicly identified in the Revitalization Plan before Hamilton purchased it, Hamilton acquired portions of the D6 Site after US2's designation as master developer, and US2 has made Hamilton aware of its obligations, rights and intention to develop the D6 Site as described in the Revitalization Plan, the Neighborhood Plan, the CDSP and other approvals. US2 has been engaged with Hamilton regarding acquisition, and Hamilton has declined to accept US2's offers and has brought forth the Proposed Amendment knowing of US2's obligations to acquire the D6 Site. The Proposed Amendment, however, seems to ask the Planning Board and City Council to ignore the fact that US2 is legally required to redevelop the D6 Site in accordance with the Revitalization Plan, the Neighborhood Plan, the CDSP, and other approvals, and that US2 can seek to cause the SRA to pursue eminent domain. In reality, no responsible investors or lenders would fund development by Hamilton of a D6 Site that is subject to the MLDA and eminent domain.

Spot Zoning That Would Benefit A Single Property Owner Like This Should Be Rejected.

The Proposed Amendment, if adopted, would be subject to legal challenge on the ground that it constitutes impermissible spot zoning. Spot zoning is the application of rezoning to a specific site that singles it out for different treatment from other similar sites, solely for the economic benefit of the site's owner. Here, Hamilton suggests that the Proposed Amendment's provisions could also apply to a second site zoned as CC5 within the Union Square Sub-Area, not just to the D6 Site, but the practical effect of the amendment is to allow larger floor plates and building widths and the other site's configuration makes the change unlikely to serve any purpose there, meaning that the Proposed Amendment is really relevant to the D6 Site only. Hamilton's proposed project is unlikely to ever be built for various reasons, including that US2 is required to redevelop the D6 Site and subject to future eminent domain, and the Proposed Amendment is unlikely to bring any public benefits whatsoever, with its only likely effect being to economically benefit Hamilton. The City Council and Planning Board should not endorse a zoning amendment solely to benefit Hamilton, especially where the Proposed Amendment is contrary to years of community input and explicit provisions of Somerville zoning and planning.

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The Hamilton Proposal interferes with and ignores the realities of the contractual rights of US2, the City and the SRA set forth in the legal framework and agreements applicable to the D6 Site. It is inconsistent with years of community planning for the D6 Site to develop it as part of a cohesive multi-phase development with the other D Blocks. And it endangers public and community benefits intended for the D6 Site. Neither the Planning Board nor the City Council should support or approve the Proposed Amendment.

Sincerely,

A handwritten signature in blue ink, appearing to read "John E. Rattigan, Jr.", with a stylized flourish at the end.

John E. Rattigan, Jr.

cc: Somerville Redevelopment Authority
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