

South Station Overview

Massachusetts Bay Transportation Authority

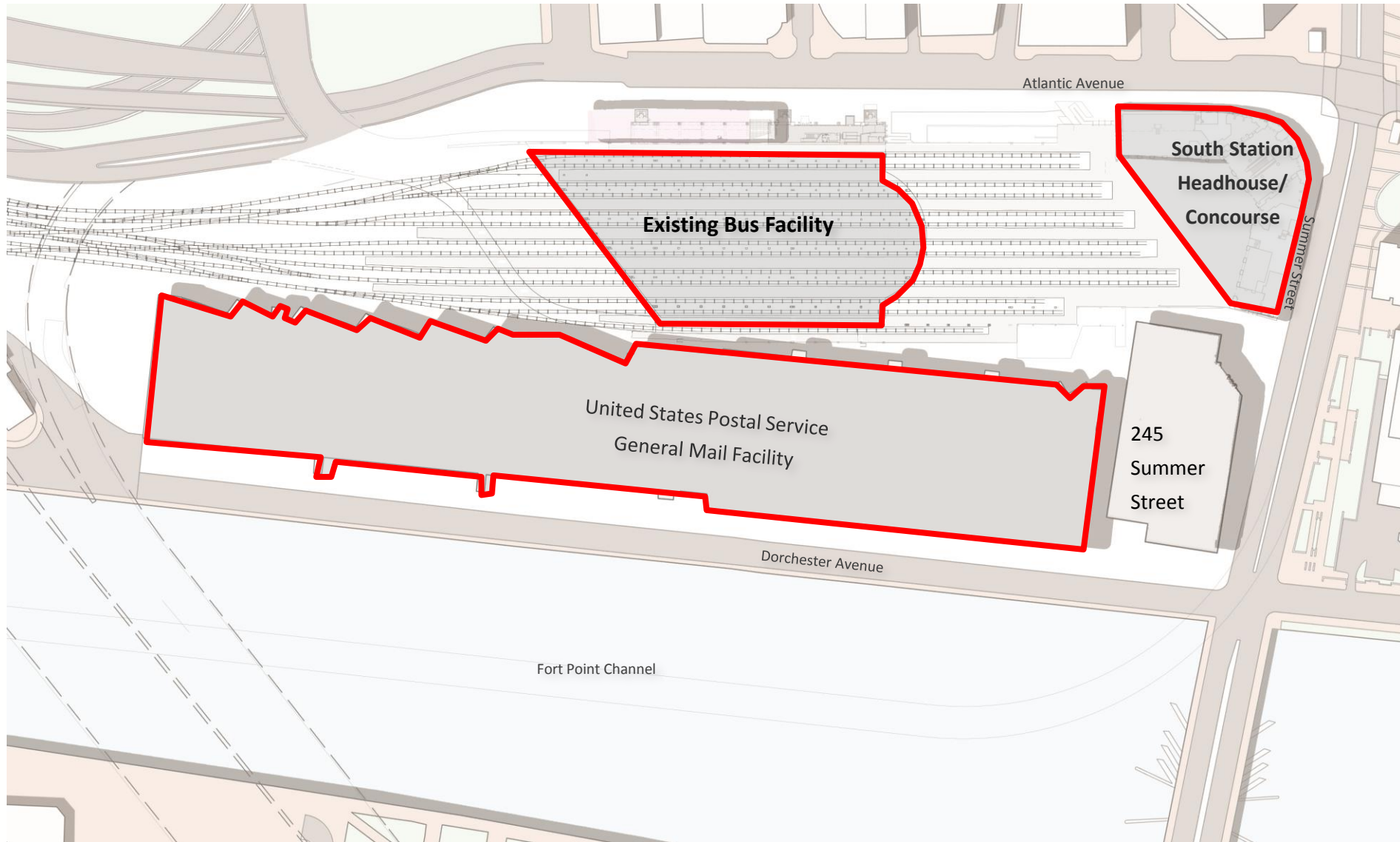


Agenda

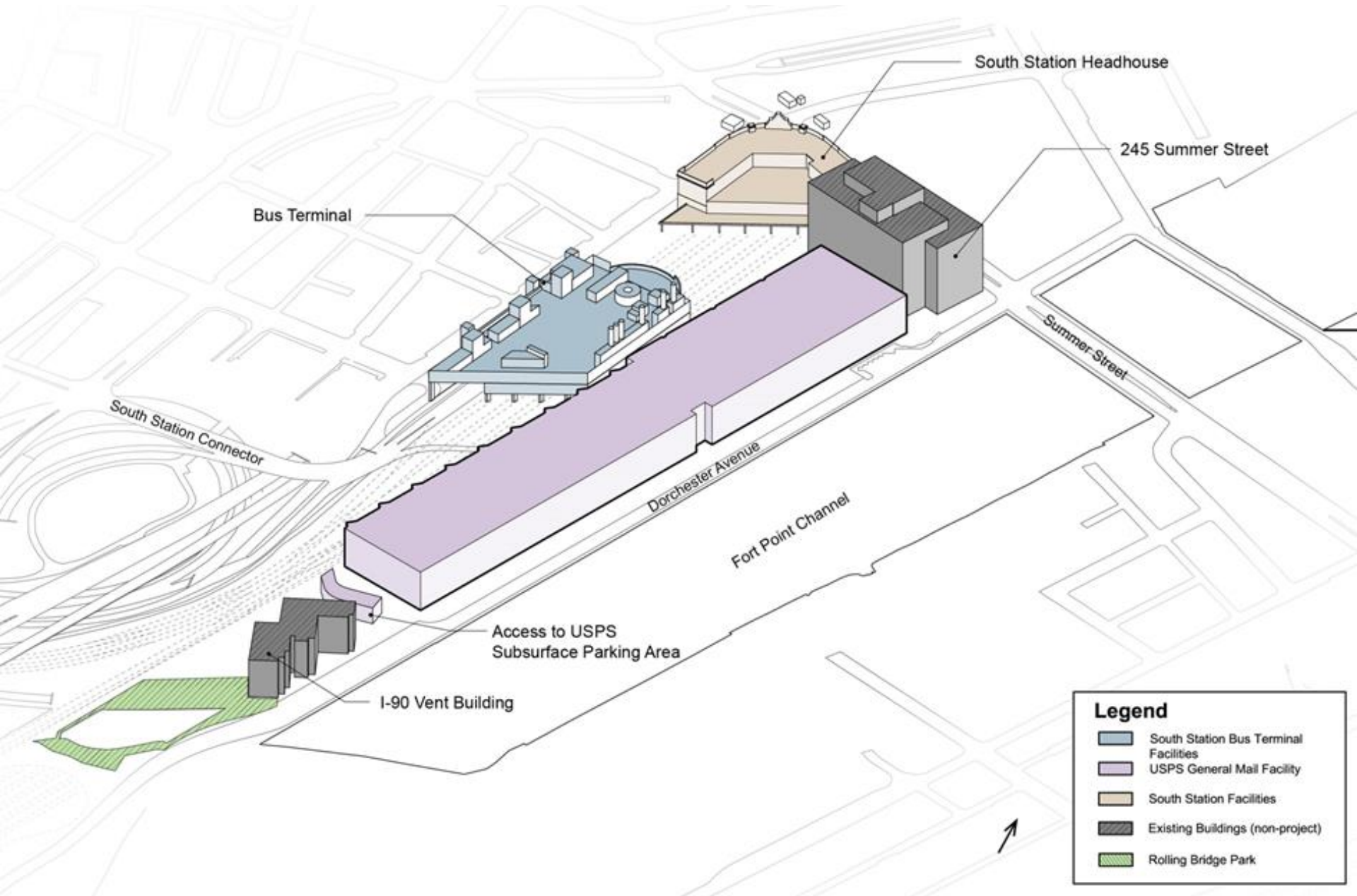
- Existing South Station Campus
- South Station Headhouse/Concourse - Equity Office Properties: Amended and Restated Lease
- South Station Air Rights Project (SSAR) - Hines Interests
 - Permitting
 - Schedule
 - Transportation Benefits
- South Station Expansion (SSX)
 - Previous development assessments
 - Current City Planning (Boston 2030)



South Station: Existing Campus



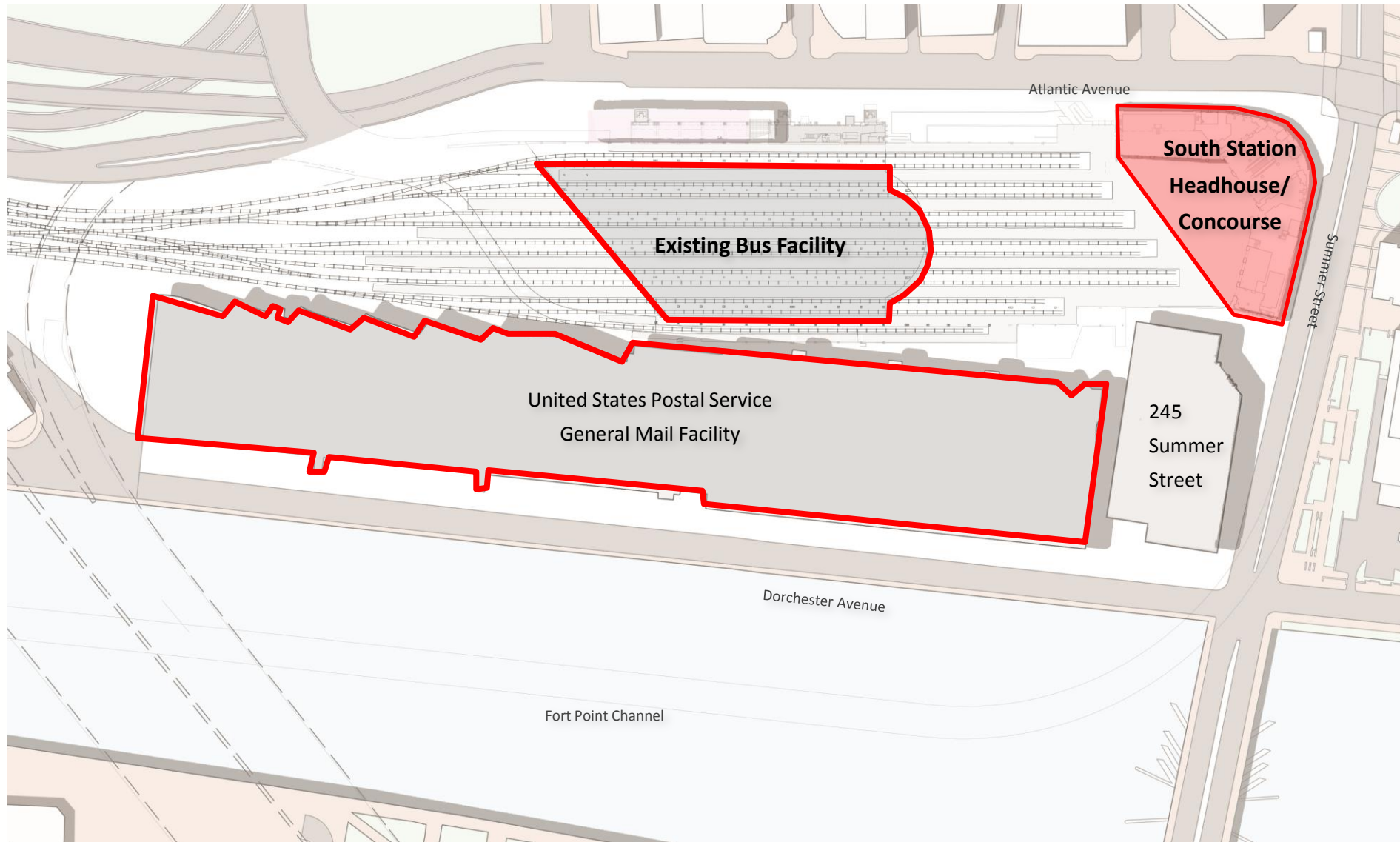
South Station: Existing Campus



Legend

- South Station Bus Terminal Facilities
- USPS General Mail Facility
- South Station Facilities
- Existing Buildings (non-project)
- Rolling Bridge Park

South Station: Equity Lease Area



Equity Office Lease

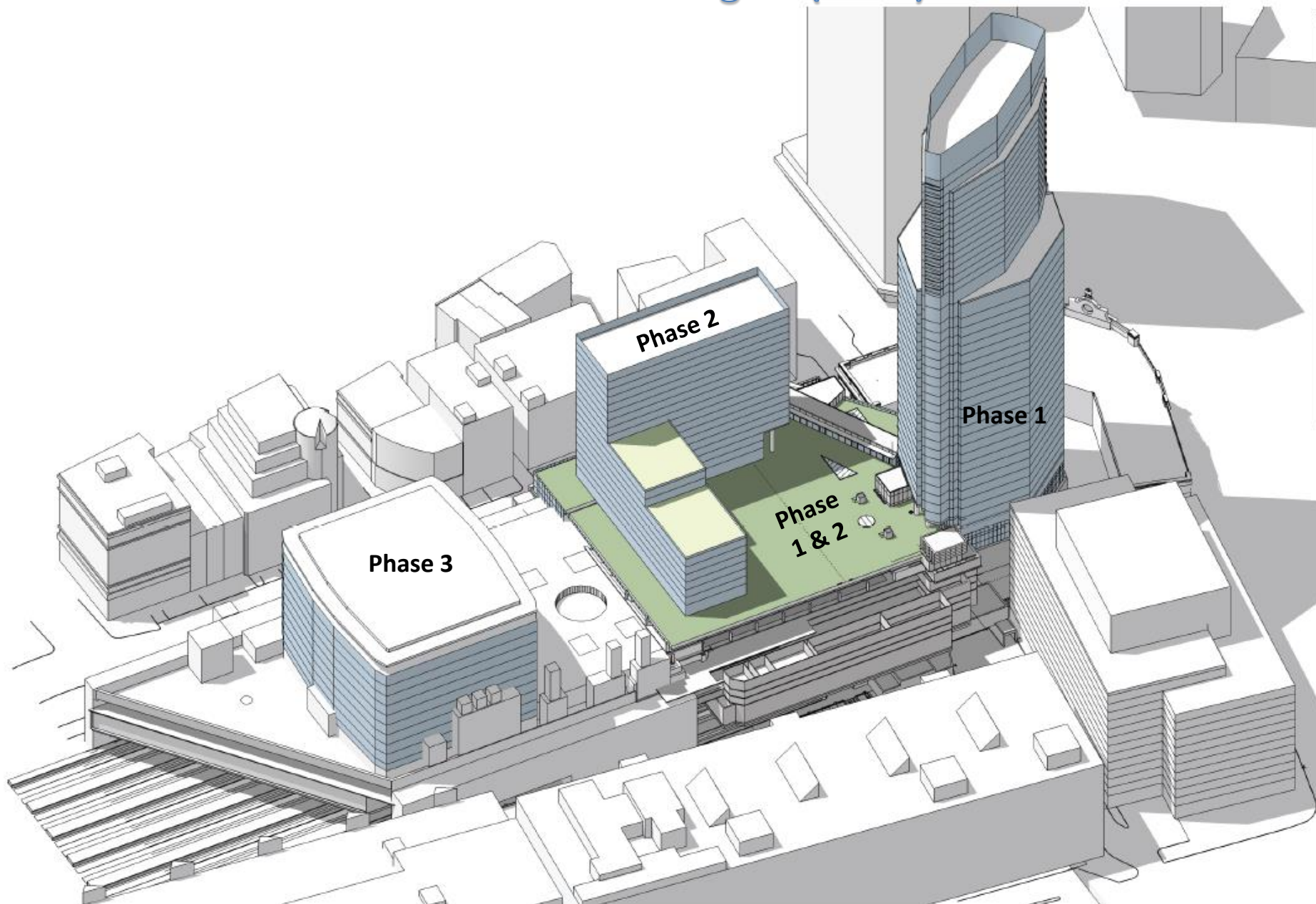
Overview	
Term	99 year lease, commenced June 7, 2016
Initial Rent	\$12,000,000 paid on July 6, 2016
Fixed Rent	\$1,000,000 annually with 3.50% escalation every 5 years
MBTA Operating Expense Obligations	MBTA operating costs reduced to areas it occupies vs. preexisting obligations to contribute toward total building maintenance

Payment Structure/Revenue Sources	
	Value Over Lease Term
One-Time Payment	\$12,000,000
Rental Income	\$140,398,409
Expense Avoidance*	\$76,282,428
	\$228,680,837

*Expense Avoidance is based on historical MBTA expenses

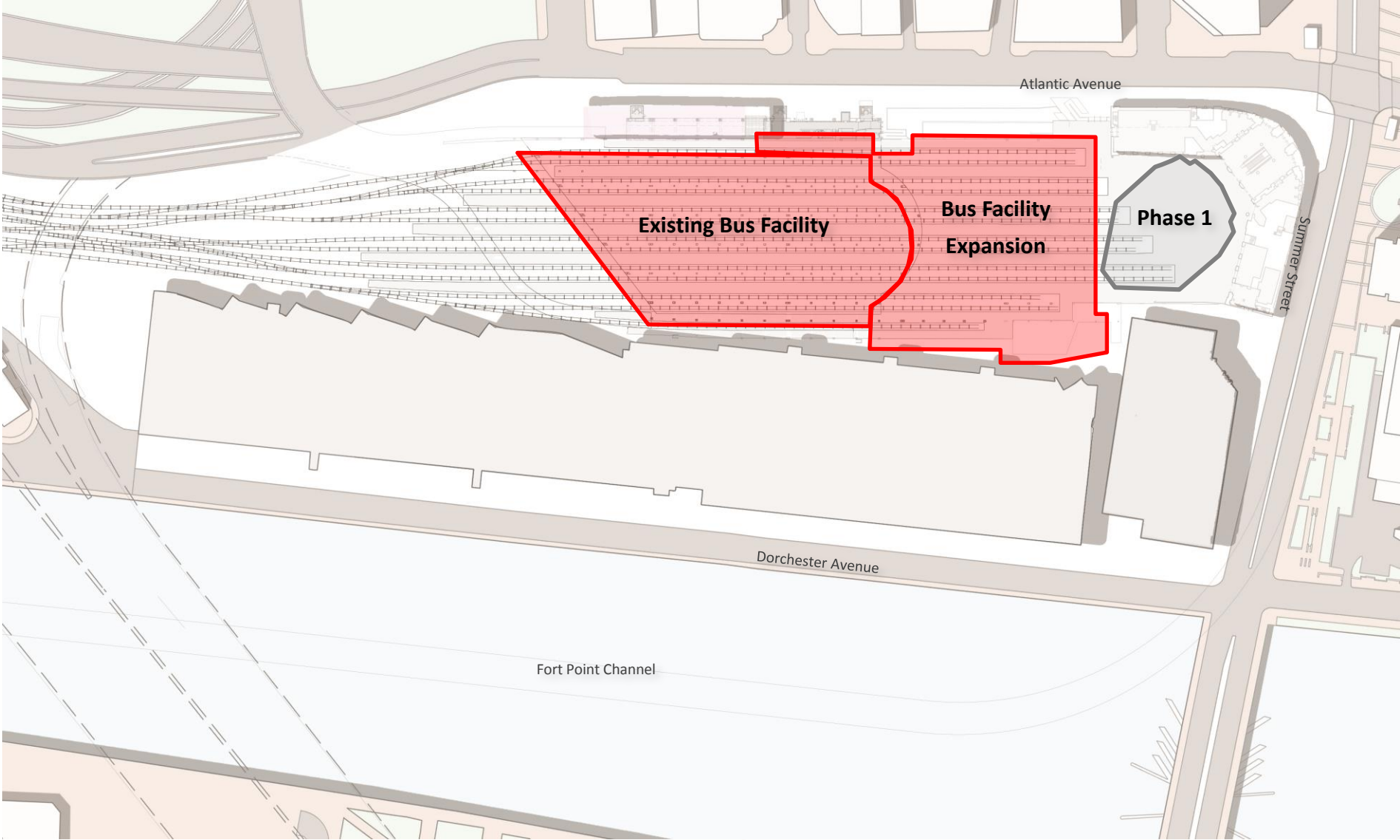


South Station Air Rights (SSAR)



Hines plan per Notice of Project Change

South Station: Bus Facility



South Station Air Right Project (SSAR) - Hines

Overview (Per NPC)		
Phase 1	Mixed Use Tower	<ul style="list-style-type: none"> • 51-story, 1,030,000+/- SF mixed use • 165-175 residential units (TBD per NPC process) • 700,000 SF of office space
	Parking Garage*	<ul style="list-style-type: none"> • 527 new parking spaces
	Ancillary Transportation Improvements	<ul style="list-style-type: none"> • Modifications to the rotunda at the existing bus terminal • Modifying tracks and relocating signals • Construction of a new electrical substation • Expansion of railyard ventilation system
	Bus Terminal Expansion	<ul style="list-style-type: none"> • 106,000+/- SF expansion of the existing bus terminal • 12 additional gates for a total of 35 gates • Improved connection from existing bus terminal to South Station Head House
Phase 2	Hotel & Residential	<ul style="list-style-type: none"> • Up to 550 residential units • Up to 360 room hotel
	Parking Garage*	<ul style="list-style-type: none"> • 368 new parking spaces
Phase 3		<ul style="list-style-type: none"> • 525,000+/- SF office building

*Parking garage will be five levels and constructed above bus terminal

*Total of 895 new parking spaces

*Entire garage to be operated and maintained by SSAR owner (MBTA to retain income from its portion)



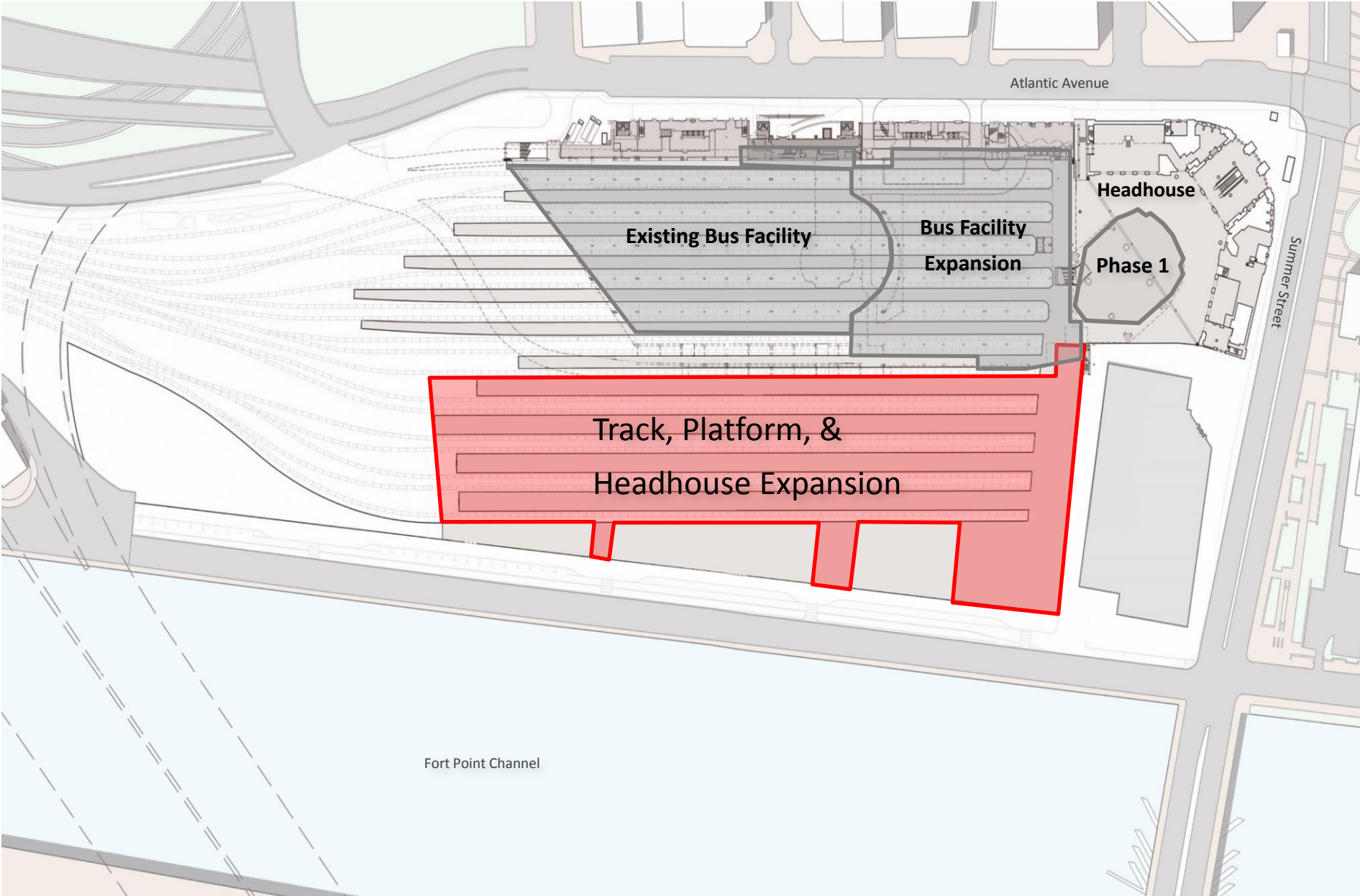
South Station Air Right Project (SSAR) - Hines

Overview

Permitting	<ul style="list-style-type: none"> • Notice of Project Change (NPC) filed with BRA on July 28, 2016 • Updated MEPA documents filed on July 29, 2016
Schedule	<ul style="list-style-type: none"> • Spring (completed) <ul style="list-style-type: none"> • In May, the MBTA and the Developer: <ul style="list-style-type: none"> • Agreed on a schedule of Developer milestones to seek City and State permit approvals, project design review procedures • Acknowledged the addition of Gemdale as a part of the development team. Gemdale is a real estate development and investment based in China. • Summer/Early Fall <ul style="list-style-type: none"> • City and State permit review • Project design review • Fall/Winter <ul style="list-style-type: none"> • Conclusion of City and State permit review (subject to review by permit granting authorities) • Continuation of project design review • Winter/Spring <ul style="list-style-type: none"> • Conclusion of design review • Closing preparation • Contractual Outside Closing Date of April 30, 2017 <ul style="list-style-type: none"> • Precedents to Closing include: <ul style="list-style-type: none"> • MBTA's satisfactory review of Developer's financial ability to perform is obligations under the Development Agreement. IE: Financing and Equity Contributions, Completion Guarantee; Performance Bond, etc. • Satisfactory completion of Permitting • Railroad and FTA approvals • And other customary closing documents
Next Steps	<ul style="list-style-type: none"> • EOP lease and construction mitigation agreement • MBTA review and approval of bus terminal expansion plans • MBTA review and approval of construction management plans • MBTA, FRA and Amtrak approval of track and signal modifications • MassDOT review and approval of work above Silver Line turnaround and relocation of CA/T egress stairs at Atlantic Ave

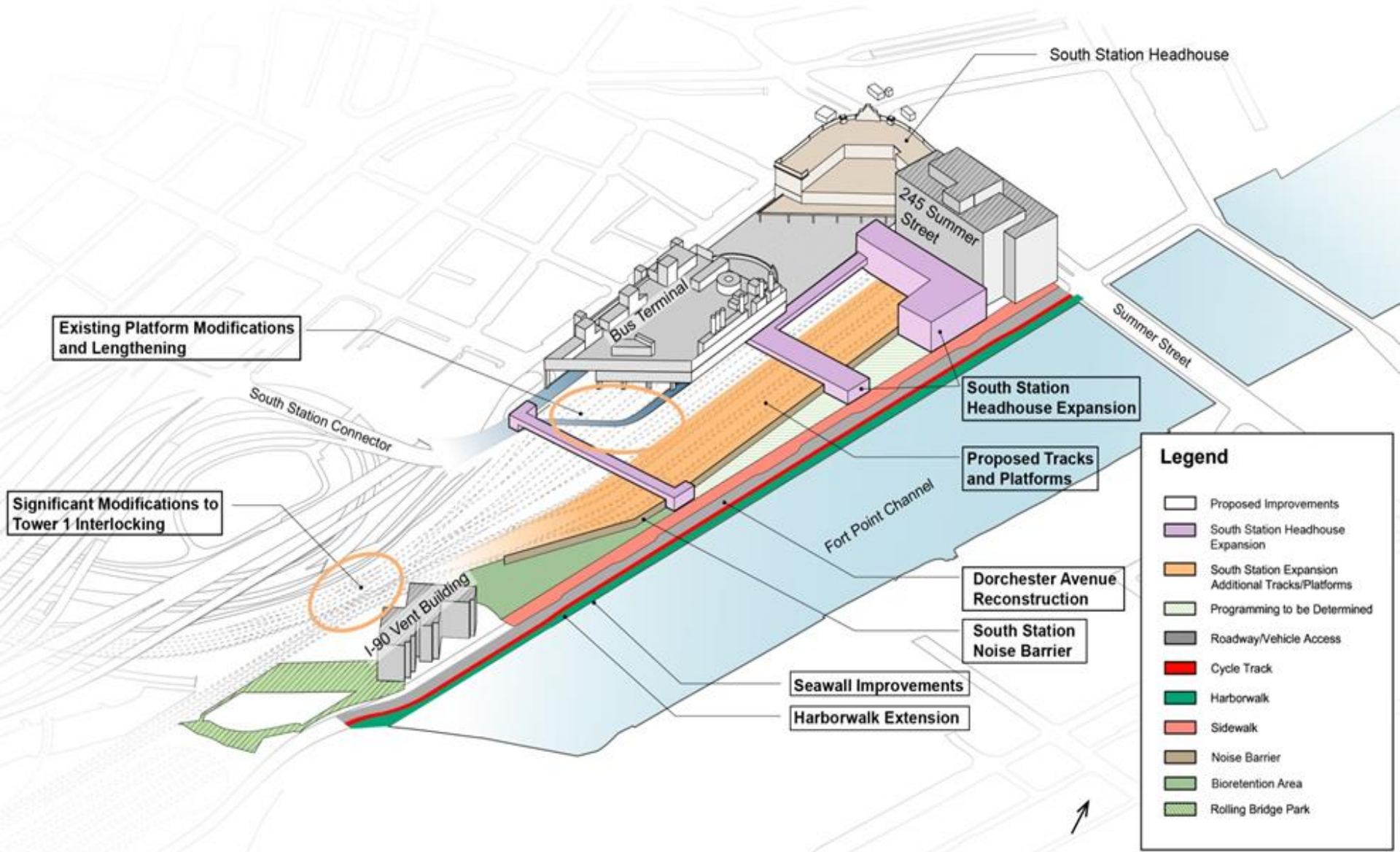


South Station Expansion (SSX)



South Station Expansion (SSX)

Preferred Alternative: Transportation Improvements Only



Existing Platform Modifications and Lengthening

South Station Connector

Significant Modifications to Tower 1 Interlocking

I-90 Vent Building

Seawall Improvements

Harborwalk Extension

South Station Headhouse

245 Summer Street

Summer Street

Fort Point Channel

South Station Headhouse Expansion

Proposed Tracks and Platforms

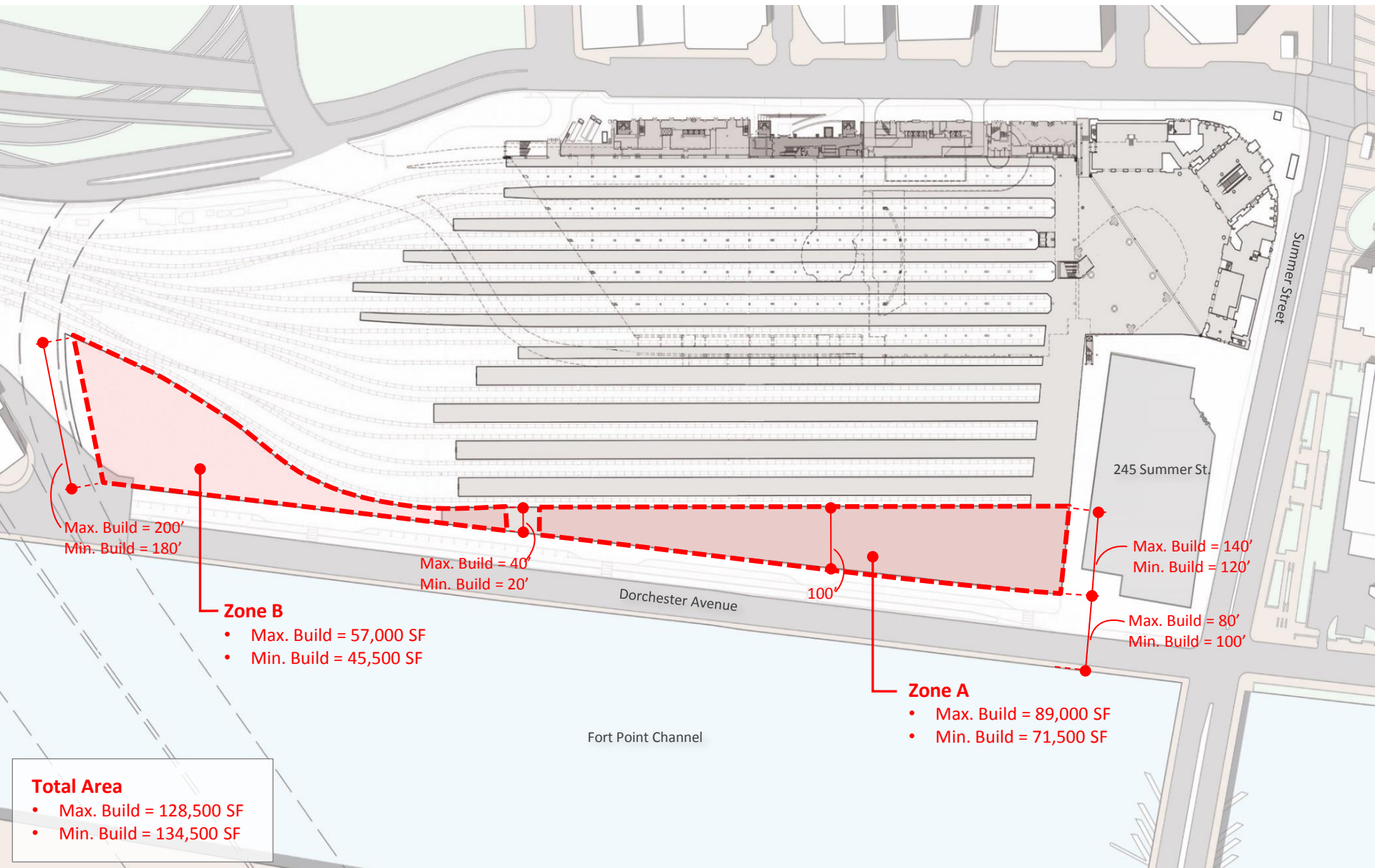
Dorchester Avenue Reconstruction

South Station Noise Barrier

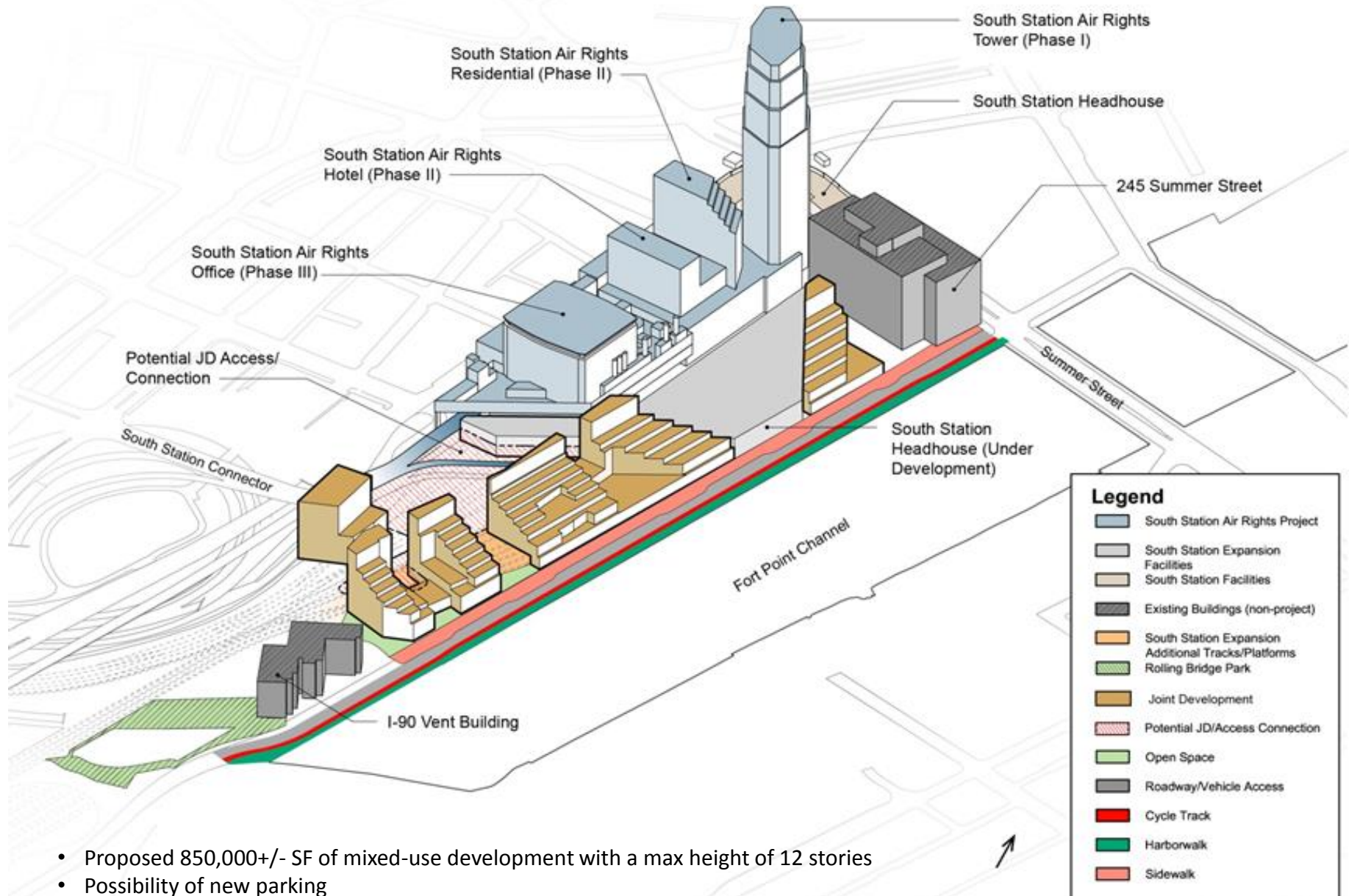
Legend

- Proposed Improvements
- South Station Headhouse Expansion
- South Station Expansion Additional Tracks/Platforms
- Programming to be Determined
- Roadway/Vehicle Access
- Cycle Track
- Harborwalk
- Sidewalk
- Noise Barrier
- Bioretention Area
- Rolling Bridge Park

South Station Expansion: SSX Development Potential

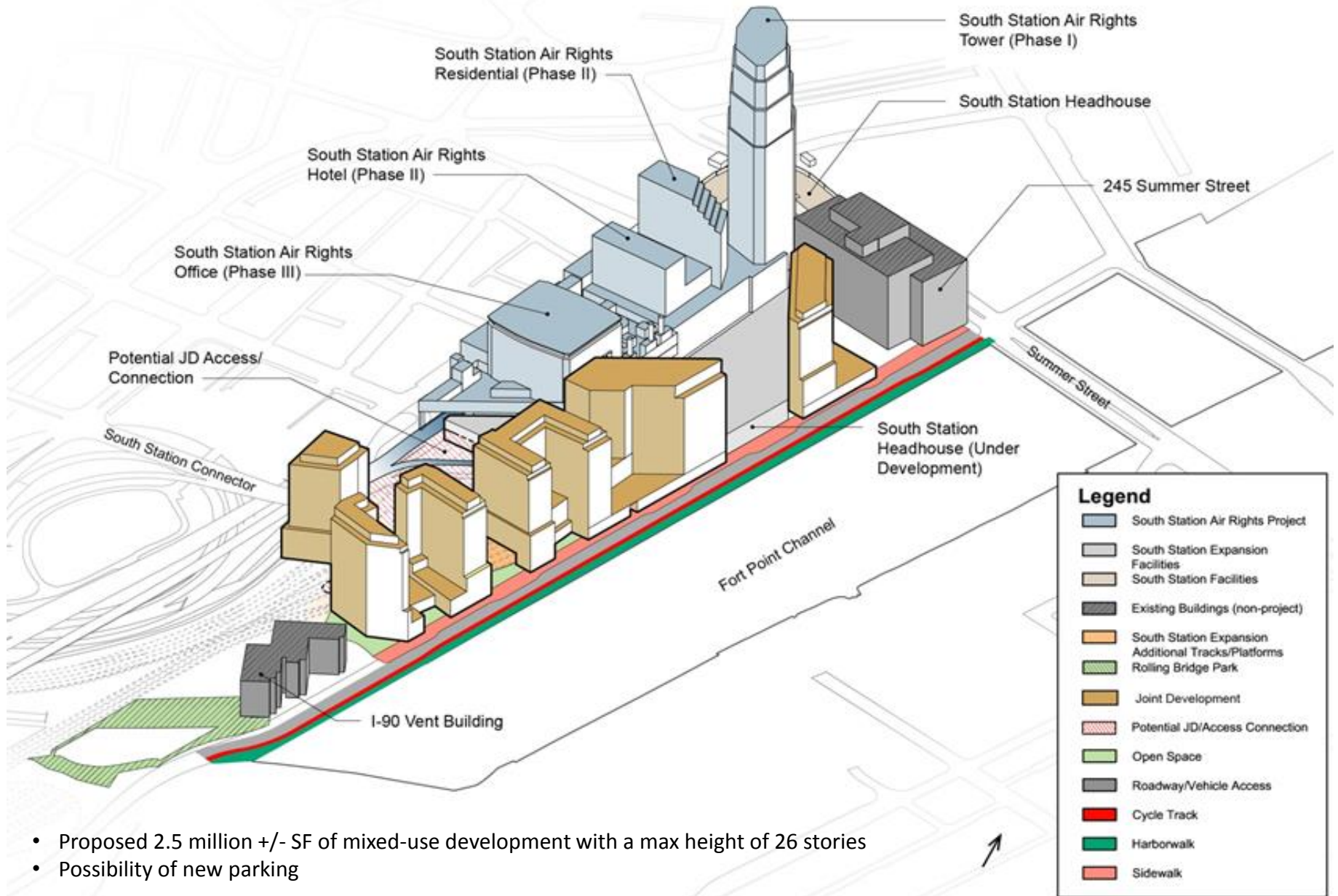


South Station: SSX (DEIR) Joint Development – Minimum Build



- Proposed 850,000+/- SF of mixed-use development with a max height of 12 stories
- Possibility of new parking

South Station: SSX (DEIR) Joint Development – Maximum Build



Legend	
	South Station Air Rights Project
	South Station Expansion Facilities
	South Station Facilities
	Existing Buildings (non-project)
	South Station Expansion Additional Tracks/Platforms
	Rolling Bridge Park
	Joint Development
	Potential JD/Access Connection
	Open Space
	Roadway/Vehicle Access
	Cycle Track
	Harborwalk
	Sidewalk

- Proposed 2.5 million +/- SF of mixed-use development with a max height of 26 stories
- Possibility of new parking

South Station Expansion (SSX)

Overview

SSX Project is consistent with and does not conflict with the SSAR design

SSX alternatives evaluated during development of Draft Environmental Impact Report (DEIR) in 2014, included Transportation Only Improvements and Joint Development options.

FEIR filed June 30, 2016 does not include Joint Development

Design of an expanded headhouse and terminal will not preclude, and to the extent practicable, private TOD in the future.

MassDOT has been working with the City of Boston on the vision of an expanded South Station integrated with TOD

The City of Boston is currently engaged in the Imagine Boston planning process, it would be premature to provide information on the development component of SSX at this time.

