



IN THE MATTER OF an application submitted by West 30th Street LLC pursuant to Sections 197-c and 201 and proposed for modification pursuant to Section 2-06(c)(1) of the Uniform Land Use Review Procedure of the New York City Charter for the grant of a special permit pursuant to Section 89-21* of the Zoning Resolution:

1. to allow the distribution of 34,562.5 square feet of floor area from a granting site (B1, Block 662, Lots 11, 16 & 19) to a receiving site (B2, Block 675, Lots 38 & 39);
2. to modify the height and setback requirements of Section 35-65 (Height and Setback Requirements for Quality Housing Buildings) and Section 23-60 (Height and Setback Regulations); and
3. to modify the rear yard requirements of Section 33-26 (Minimum Required Rear Yards);

in connection with a proposed mixed used development on property located at 606 West 30th Street (Block 675, Lots 38 and 39), in a C6-4X District, within the Special Hudson River Park District (HRP), Borough of Manhattan, Community District 4.

*197-d(b)(2) eligible

An application for a special permit pursuant to the Zoning Resolution (ZR) Section 89-21 (Transfer of Floor Area from Hudson River Park), as modified by a related proposed zoning text amendment (N 180151 ZRM), was filed by West 30th Street LLC on November 21, 2017 to facilitate the redevelopment of 606 West 30th Street in Manhattan Community District 4 with a mix of uses.

As originally proposed, the development would comprise 177,750 total square feet with approximately 164,728 square feet of residential floor area, of which approximately 41,182 square feet would be permanently affordable; up to 13,022 square feet of commercial floor area; and an as-of-right accessory parking garage with about 47 spaces.

On February 13, 2018, pursuant to Section 2-06(c)(1) of the ULURP rules, the applicant filed a modified special permit application (C 180152A ZSM) and a modified zoning text amendment (N 180151A ZRM) to reflect changes to the development site after certification. On May 4, 2018, the applicant withdrew the original application (C 180152 ZSM). The modified special permit application (C 180152A ZSM) is the subject of this report.

RELATED ACTIONS

In addition to the special permit (C 180152A ZSM) that is the subject of this report, implementation of the proposed project also requires action by the City Planning Commission on the following applications, which are being considered concurrently with this application:

N 180151A ZRM: Zoning text amendment to modify the regulations of the Special Hudson River Park District and designate a Mandatory Inclusionary Housing (MIH) area.

C 180150 ZMM: Zoning map amendment to change an M2-3 zoning district to a C6-4X district and establish a Special Hudson River Park District.

BACKGROUND

This modified application for a special permit, along with the related actions, would facilitate the development of 606 West 30th Street with a predominantly residential building of 207,375 square feet in Manhattan Community District 4. This application, with related actions, would establish a new granting site and a new receiving site in the Special Hudson River Park District, permit a wider range of uses and higher density on the development site, require permanently affordable housing, and support certain identified improvements and the maintenance of Hudson River Park within Manhattan Community District 4.

The development site (Block 675, Lots 38 and 39) is located on Manhattan Block 675 and fronts on West 30th Street between 11th and 12th avenues, immediately south of the Special Hudson Yards District and west of the Special West Chelsea District.

Block 675 was contemplated as part of the 2005 Hudson Yards rezoning (C 040499A ZMM, N 040500A ZRM et al) as a shared Department of Sanitation (DSNY) garage and Police Department (NYPD) tow pound, with a public park above. Since the rezoning, public facility needs and plans have shifted, and the City has not acquired the sites. In 2012, Community Board 4 undertook a study on a potential expansion of the Special West Chelsea District, and envisioned higher density and affordable housing on Block 675. In 2013, in response to the Community Board's recommendations, the Department of City Planning examined Block 675 as part of a larger study. Given unresolved issues regarding tenancies and other encumbrances at the time, the study recommended a structured approach for planning the block's future, including the development of a framework. In 2015, Community Board 4 issued its affordable housing plan, recommending that Block 675 be included as a receiving site for the Hudson River Park development rights.

If a proposed Hudson Tunnel project by Port Authority of New York and New Jersey (PANYNJ), New Jersey Transit and Amtrak moves forward according to current plans, a new tunnel to reinforce the Northeast Corridor's Hudson River rail crossing would cross under the block. The western portion of the block, outside but adjoining the development site, would potentially need to accommodate a ventilation structure and temporary construction staging.

Hudson River Park

Occupying approximately 550 acres in and along the Hudson River waterfront from Chambers Street to West 59th Street, Hudson River Park has become one of the City's and the State's premier open space resources, drawing approximately 17 million visits each year. The park serves the Tribeca, Greenwich Village, Hudson Square, Chelsea, Hell's Kitchen and Clinton neighborhoods that immediately border it, and it attracts users from across the City and region. It includes a dozen completed park piers, acres of landscaped walking paths and garden areas, four dedicated non-motorized boat houses, two mooring fields, four playgrounds, four dog runs and some of the most popular and heavily-used athletic fields in New York City.

Following a 10-year planning effort, the park was established by New York State legislation, the Hudson River Park Act, in 1998 (as amended, the "Act"). At its inception, it was envisioned that

the Park would comprise upland, pier and water areas with a continuous waterfront esplanade and that the Park would contain a mixture of active and passive public recreational facilities, maritime facilities, a variety of ecological, educational, cultural and historic features, and allow for some limited commercial uses at defined locations that would be compatible with park use and financially support the Park's operations. In 2013, the Act was amended to stipulate that, to the extent practicable, the costs of operation and maintenance of the Park be paid by revenues generated within the Park. The State and City own the underlying Park property; Hudson River Park Trust (the "Trust") leases the property from each entity and operates the Park. The Park is now approximately 70 percent complete and the Trust continues to plan, build out, manage, and operate the Park.

The Act defines particular uses that are and are not permitted throughout the Park, and restricts uses, locations and the extent of construction within the Hudson River. Residential, manufacturing, hotel, casino, riverboat gambling and office uses (except at Pier 57) are prohibited throughout the Park. On certain piers, including Chelsea Piers, the Act allows "park/commercial uses," defined as uses that are not prohibited, that are "compatible" with park uses and that are limited to water-dependent transportation, entertainment, retail, restaurant, certain media studios, commercial recreational uses and amusements, performing arts, educational facilities and, at Pier 57, primary office uses. Additionally, the Act allows certain revenue-generating uses as more particularly defined in the Act, including but not limited to authorized uses under the pre-existing Chelsea Piers lease. At many other piers, only "park uses" are permitted. Park uses primarily consist of public open space uses, public recreation including the arts and performing arts, and a variety of other uses including but not limited to certain boating, environmental education and historic preservation uses.

Special Hudson River Park District

In 2016, the City adopted a zoning change (N 160308 ZRM) to establish the Special Hudson River Park District in the ZR and simultaneously approved a set of private applications pursuant to the special district provisions to transfer unused development rights from Pier 40 to 550 Washington Street. The intent of the special district is to facilitate the repair, rehabilitation, maintenance and

development of the Park through the transfer of development rights within the Special Hudson River Park District, and to promote appropriate uses on receiving sites that complement the Park and serve residents of varied income levels. The establishment of the Special Hudson River Park District codified in the ZR the ability to transfer development rights from Pier 40, the granting site, to 550 Washington Street, the receiving site. It was anticipated that, to transfer floor area from additional areas within the Park to new upland receiving sites in the future, the special district boundary would be amended to include those sites. Sites on Block 675, including 606 West 30th Street, have been identified as potential new receiving sites where unused development rights in the Park could land.

On May 8, 2017, the Department of City Planning presented a planning framework (“[Block 675 Framework](#)”) to the City Planning Commission to articulate the Department’s vision for Block 675, in anticipation of upcoming private land use applications for sites that comprise the block. The framework includes guidelines and recommendations regarding zoning mechanisms, uses, density, and urban design. 606 West 30th Street is one of the first two sites on the block moving forward with proposals that are largely consistent with the framework. The site immediately west of the proposed development, 601 West 29th Street, is separately but concurrently proposed by a different private applicant to be included in the special district and rezoned. Given the similarity in the proposed actions, geographic proximity and concurrent schedules of the two proposed developments, the potential environmental impacts of the two developments are analyzed cumulatively in a joint Environmental Impact Study (EIS).

Granting site, receiving site and surrounding area

The areas to be affected by the proposed special permit, with related actions, include the development site (Block 675, Lots 39 and 38) and portions of Chelsea Piers (Block 662, Lots 11, 16, and 19); both sites are within M2-3 districts. The development site is also the receiving site for the development rights that would be transferred from Chelsea Piers, which is the proposed granting site, pursuant to ZR Section 89-21.

Originally used as a terminal for large ocean liners, Chelsea Piers currently contains sports and recreational facilities, movie and television studios, and several eating and drinking establishments. It also serves as a dock for recreational watercraft. The proposed granting site (p/o Chelsea Piers) as shown on the survey submitted by the Trust, is bounded by the northern boundary of Lot 19 to the north, the Pierhead Line to the west, the southern boundary of Lot 11 to the south, and the eastern facades of the headhouses, which are located approximately 78 feet east of the U.S. Bulkhead Line, to the east. According to the survey, the granting site currently has approximately 468,701 square feet of unused floor area available for potential transfers.

The development site comprises a single zoning lot of approximately 17,281 square feet, currently mapped with an M2-3 low-density manufacturing district that extends to the blocks south of the site. The site is currently improved with a one-story auto repair shop and a one-story parking structure currently licensed to DSNY for vehicle maintenance.

The rest of the block is also occupied by low-density industrial and commercial uses. Immediately east and south of the project site, within the M2-3 district, are three lots (Block 675, Lots 12, 29, and 36) occupied by a Mobil gas station, an art studio, and a two-story DSNY office/worker's lounge. These three lots are also proposed to be included in the Special Hudson River Park District and rezoned to facilitate a mixed residential and commercial development as part of a separate proposal. The remainder of Block 675 (Lot 1), immediately west of the project site, is mapped with an M1-6 high-density manufacturing district. This site is subject to a temporary Port Authority easement and is currently used as a surface parking lot for buses. ConEd owns and occupies the entire block to the south of Block 675.

The development site sits at the juncture of West Chelsea and Hudson Yards. While the area surrounding the block historically contained warehousing and industrial uses, in recent years it has transitioned toward increased residential and commercial use. To the north of the site, the No. 7 subway line was extended westward to provide transit for the area; more than 17 million square feet of mixed-use development, as well as a significant amount of open space, is planned and being developed in Hudson Yards. To the east and southeast of the site is the West Chelsea

neighborhood, where historic lofts and residential towers intermingle with new mid- to high-density residential or mixed-use developments. To the south of the site, while there are some remaining transportation and utility facilities, many loft buildings have been converted to commercial retail and office uses. The High Line runs through the West Chelsea neighborhood, along the north side of West 30th Street, across the street from the project site, before curving northward at the corner of 12th Avenue.

M2-3 districts allow moderately heavy industrial uses and limited commercial uses up to a floor area ratio (FAR) of 2.0 and prohibit residences and most community facility uses, such as schools, museums, and medical offices. M1-6 districts allow high-density light industrial and commercial uses such as commercial offices and hotels up to 10.0 FAR (an FAR bonus of up to 20 percent is available for a public plaza), but prohibit residential and certain community facility uses.

The Special Hudson Yards District was established in 2005 (N 040500A ZRM et al) and amended in 2009 (C 090433 ZMM) on the blocks north and northeast of the project site. The district was designed to encourage high-density, transit-oriented business and residential development over the West Side Yard and the surrounding industrial neighborhood. The Special Hudson Yards District mandates a variety of use, bulk, and urban design controls applicable to six subdistricts and permits densities up to 33 FAR through certain bonus and floor area transfer mechanisms. Within the Hudson Yards Subdistrict F (Western Rail Yards), immediately north of Block 675, the maximum base FAR for all uses inclusive of community facility use is 10.0, which can be increased by five percent through the provision of affordable housing.

The Special West Chelsea District, to the east and southeast of the project site, was established in 2005 (C 050161A ZRM, C 050162A ZMM) to encourage mixed uses in the West Chelsea neighborhood, including residential and arts-related uses. Subarea A of the special district, immediately east of the project site along 11th Avenue and West 30th Street, permits a maximum FAR of 12.0, achievable through the transfer of floor area from the High Line Transfer Corridor and the Voluntary Inclusionary Housing program.

Proposed development

The proposed development, facilitated by a transfer of 34,562.5 square feet of development rights from the granting site, would include a total of 207,375 square feet of floor area (12 FAR) in a 42-story predominantly residential building. The first three stories of the building would house a residential lobby, a mix of commercial uses including retail and restaurant uses, open terraces, and a parking garage. Residential use would be located on the fourth floor and above, including residential amenity spaces in the mid-portion of the building. As currently proposed, the proposed building would include approximately 193,124 square feet of residential floor area (up to 252 units), including approximately 63 units of permanently affordable housing pursuant to MIH Option 1; approximately 14,251 square feet of commercial floor area; and an accessory parking garage with up to 54 as-of-right spaces.

As proposed, commercial uses would be located on the first through third floors and accessed from West 30th Street. On the first floor, there would be two retail spaces with a combined floor area of 3,110 square feet. The western retail space would include a staircase and elevator leading up to the second and third floor retail spaces, which are anticipated to be occupied by a restaurant. The second-floor retail space, with a floor area of 4,029 square feet and a depth of 30 feet along most of the frontage, would be at the level of the High Line and feature floor-to-ceiling windows overlooking West 30th Street and the High Line. The third-floor retail space would have a floor area of 5,831 square feet and be surrounded by a wrap-around terrace. These retail spaces would be designed to complement the High Line. Parking would be located on the second floor, behind the second-floor retail space and accessed by parking lifts from the first floor.

The proposed development would extend along the entire street line of the development site's West 30th Street frontage. The building base would rise to a height of 45 feet; above 45 feet, the tower would be set back 15 feet from the 60-foot wide West 30th Street (narrow), small setbacks from the side lot lines, and 30 feet from the rear lot line. Two oversized balcony/terrace structures, one in the front and the other in the rear, would serve as additional outdoor spaces for the building's residential tenants.

Hudson River Park improvements

As part of the proposal, the transfer of floor area to the project site is intended to provide funds for significant improvements to portions of the Hudson River Park within Community District 4. The Trust plans to allocate 80 percent of the transfer proceeds for identified capital improvements and set aside 20 percent as a reserve for future capital maintenance needs. At the time of certification, the Trust proposed several potential improvement projects within Community District 4 toward which funds from the proposed transfer could be allocated. In consultation with Community Board 4, the Trust identified the following priorities that would be undertaken using transfer funds, supplemented as needed by other funding: 1) upgrades to Chelsea Waterside Park, 2) design of new temporary improvements and permanent park on the upland area between West 29th and 34th streets, 3) construction of a new over-water pedestrian platform and related upland park improvements between West 58th and 59th streets measuring approximately 4,000 square feet, 4) construction of a habitat beach and accessible walkway and related landscape improvements between West 34th and 35th streets, and 5) construction of a section of the upland area between West 32nd and 34th streets.

REQUESTED ACTIONS

Zoning Text Amendment

The applicant seeks a zoning text amendment (N 180151A ZRM) to establish new maps in the Appendix to the Special Hudson River Park District Regulations (ZR Section 89-00 et seq.) to define portions of Chelsea Piers (Block 662, Lots 11, 16 and 19) as a granting site and the development site as a receiving site; to modify the bulk regulations applicable in a C6-4X district when the Commission grants a special permit pursuant to ZR Section 89-21; and to designate an MIH area mapped with Option 1 and Option 2 on the development site. Specifically, the proposed text amendment would:

- Amend Section 89-02 (Definitions) to include portions of Chelsea Piers (Block 662, Lots 11, 16 and 19) as a new granting site and the development site at 606 West 30th Street (“B2”) as a new receiving site in order to enable the transfer of unused development rights from new areas within the Park to a new upland site and secure funds for park

improvements and capital maintenance. The proposed text change would also clarify the relationship between granting and receiving sites within the special district;

- Amend Section 89-10 (Use and bulk regulations) to:
 - a) apply special district use and bulk regulations to the development site to facilitate the proposed development; and
 - b) introduce a new provision, Section 89-12, to establish special floor area regulations for the underlying C6-4X district proposed to be mapped on the development site to establish the appropriate density;
- Amend Appendix (Special Hudson River Park District Plan) to include new maps, defining the proposed granting and receiving sites (B1 and B2); and
- Amend Appendix F (Inclusionary Housing Designated Areas and Mandatory Inclusionary Housing Areas) to map MIH Options 1 and 2 on the development site. Option 1 requires that at least 25 percent of the residential floor area be provided as housing permanently affordable to households with incomes at an average of 60 percent of the area median income (AMI). Within that 25 percent, at least 10 percent of the square footage must be used for units affordable to residents with household incomes at an average of 40 percent of the AMI, with no unit targeted to households with incomes exceeding 130 percent of the AMI. Option 2 requires that 30 percent of residential floor area be devoted to housing units affordable to resident with household incomes at an average of 80 percent of the AMI. No more than three income bands can be used to average out to the 80 percent, and no income band can exceed 130 percent of the AMI.

Zoning Map Amendment

The applicant also seeks a zoning map amendment to map portions of Chelsea Piers (Block 662, Lots 11, 16 and 19) and the development site at 606 West 30th Street (Block 675, Lots 38 and 39) in the Special Hudson River Park District, and to alter the zoning district designations on the development site.

Mapping the special district on the granting and receiving sites would, in conjunction with the zoning text amendment, enable the transfer of unused development rights from new areas within the Park and secure funds for park improvements and maintenance within Community District 4.

The zoning map amendment would also rezone the development site from an M2-3 district to a C6-4X district (R10 equivalent), which, as modified by the proposed zoning text amendment, would permit residential use and a basic FAR of 10.0. The proposed zoning district would allow uses and density on the development site in a manner that responds to the site's context, including adjacent buildings and uses, bounding streets, and proximity to the Hudson River. Like the Special Hudson Yards District and Special West Chelsea District, the C6-4X commercial district would acknowledge that this is a mixed residential and commercial area with potential for residential growth. The C6-4X district would also permit a variety of retail uses that would introduce needed amenities for residents and the nearby worker population. With the transferred floor area, the site is proposed to permit up to 12 FAR to reflect the appropriate relationship between waterfront developments and the Hudson River, and the existing and permitted density in West Chelsea along 11th Avenue and in Hudson Yards.

The Special Hudson River Park District stipulates that, absent the election of the special permit and construction pursuant to the special permit approvals, the receiving site is restricted to the M2-3 manufacturing district that applies today.

Special Permit pursuant to ZR §89-21

The applicant seeks a special permit pursuant to Section 89-21 (Transfer of Floor Area from Hudson River Park). The special permit would allow the transfer of 34,562.5 square feet of unused development rights from the granting site to the development site. The granting site is in an M2-3 zoning district, which allows up to 1,118,792 square feet of floor area, of which approximately 468,701 square feet are unused. The transfer of floor area would enable improvements and capital maintenance in park areas within Community District 4.

Under the special permit, the applicant also seeks modification of bulk requirements as follows:

- Base height (ZR Section 35-65): A base height waiver is requested to allow the proposed building's street wall along West 30th Street to rise to a height of 45 feet, below the minimum base height of 60 feet required by the underlying C6-4X district. The requested waiver would facilitate the creation of an outdoor terrace as part of the anticipated restaurant on the third floor, one story above the elevation of the High Line, creating a visual relationship between the terrace on the development site and the park across the street, as well as animating the building's interface with the High Line.
- Front setback (ZR Section 35-65): A front setback waiver is requested to allow a balcony structure and related elements to project 10 feet into the required 15-foot setback area from the 60-foot-wide West 30th Street (narrow). The waiver would facilitate the provision of a shared oversize balcony/terrace overlooking the High Line for occupants of the fourth floor residential units and other building tenants.
- Rear yard (ZR Section 33-26):
 - a) A rear yard waiver is requested to allow a balcony structure to project 10 feet into the required 30-foot residential rear yard, to facilitate the provision of a shared oversize balcony/terrace in the rear of the building for occupants of the building; and
 - b) A rear yard waiver is requested to allow the second floor of the building to occupy the required 20-foot commercial rear yard, to allow sufficient floorplate depth on to accommodate parking and adequately screen the garage with active commercial uses at the level of the High Line.

In the future, the applicant will also seek a Chairperson's Certification pursuant to Section 89-21(d) to ensure that building permits and (temporary) certificates of occupancy may only be issued by the Department of Buildings once the payment obligations to the Trust associated with the transfer of floor area have been satisfied.

ENVIRONMENTAL REVIEW

The certified application (C 180152 ZSM) and the modified application (C 180152A ZSM), in conjunction with the applications for the related actions (N 180151 ZRM, N 180151A ZRM, C 180150 ZMM), as well as separate but associated actions (C 180127 ZMM, N 180128 ZRM, N 180128A ZRM, C 180129 ZSM, C 180129A ZSM) at 601 West 29th Street, were reviewed pursuant to the New York State Environmental Quality Review Act (SEQRA), and the SEQRA regulations set forth in Volume 6 of the New York Code of Rules and Regulations (NYCRR), Section 617.00 et seq. and the New York City Quality Review (CEQR) Rules of Procedure of 1991 and Executive Order No. 91 of 1977. The designated CEQR number is 17DCP159M. The lead agency is the City Planning Commission.

It was determined that the proposed actions may have a significant effect on the environment and that an Environmental Impact Statement (EIS) would be required. A Positive Declaration was issued on April 14, 2017 and distributed, published and filed. Together with the Positive Declaration, a Draft Scope of Work for the Draft Environmental Impact Statement (DEIS) was issued on April 14, 2017. A public scoping meeting was held on the DEIS on May 17, 2017. A Final Scope of Work, reflecting the comments made during the scoping, was then issued. The applicant prepared a DEIS and the Notice of Completion for the DEIS was issued on November 20, 2017. A Technical Memorandum (Technical Memorandum 001) was issued on February 23, 2018 that analyzes the potential environmental impacts of the modified land use applications (C 180152A ZSM, N 180151A ZRM, C 180129A ZSM, N 180128A ZRM). On March 14, 2018, a public hearing was held on the DEIS pursuant to the SEQRA and other relevant statutes. A Final Environmental Impact Statement (FEIS) was completed and a Notice of Completion for the FEIS was issued on April 27, 2018. As has been described, the Block 675 FEIS considers, in a single environmental review, the potential separate and cumulative adverse impacts, as well as mitigations, for the proposed projects located at 606 West 30th Street (C 180150 ZMM, N 180151 ZRM, N 180151A ZRM, C 180152 ZSM, C 180152A ZSM) and 601 West 29th Street (C 180127 ZMM, N 180128 ZRM, N 180128A ZRM, C 180129 ZSM, C 180129A ZSM).

To avoid the potential for significant adverse impacts related to hazardous materials and air quality, the FEIS includes an (E) designation (E-455) that would apply to Block 675, Lots 12, 38 and 39.

The (E) designation requirements related to hazardous materials would apply to the entire project area and are as follows:

Prior to any new construction entailing subsurface disturbance, the applicant would submit a Phase I Environmental Site Assessment (ESA) and sampling protocol (for any potential additional subsurface investigation) to Office of Environmental Remediation (OER) for review and approval. A report documenting the subsurface investigation findings along with a Remedial Action Plan (RAP) setting out procedures to be followed prior to, during, and following construction (e.g., for soil management, tank removal, dust control, air monitoring for workers and the community, health and safety, and vapor controls for the new building) is then submitted for OER review and approval. Documentation that the RAP procedures were properly implemented is required by OER before New York City building permits allowing occupancy can be issued.

If dewatering is necessary for the proposed construction, testing would be performed to ensure that the groundwater would meet New York City Department of Environmental Protection (DEP) sewer discharge requirements. If necessary, the water would be pretreated prior to discharge to the City's sewer system, as required by DEP permit/approval requirements.

Prior to and during any demolition or renovation of any structures, federal, state and local requirements relating to asbestos-containing materials (ACM) and lead-based paint (LBP) would be followed.

Unless there is labeling or test data indicating that any suspect polychlorinated biphenyls (PCBs)-containing hydraulic lift, electrical equipment, and fluorescent lighting fixtures do not contain

PCBs, and that any fluorescent lighting bulbs do not contain mercury, disposal would be conducted in accordance with applicable federal, state, and local requirements.

The (E) designation requirements related to air quality are as follows:

Any new development on Block 675, Lot 12 must utilize only natural gas in any fossil fuel-fired heating and hot water system equipment and be fitted with low NO_x (30 ppm) burners. Any potential cogeneration system must utilize only natural gas, be fitted with ultra-low NO_x burners with a maximum emission factor of 0.07 lb/Megawatt hour, and be limited to a maximum total rated capacity of 200 kW. Any heating and hot water equipment or cogeneration system exhaust stack(s) must be at least 677 feet above grade, and located at least 110 feet from the lot line of Lot 36 facing West 30th Street and at most 41 feet from the lot line facing 11th Avenue, to avoid any potential significant air quality impacts.

Any new development on Block 675, Lots 38 and 39 must utilize only natural gas in any fossil fuel-fired heating and hot water system equipment, be fitted with low NO_x (30 ppm) burners and ensure that fossil fuel-fired heating and hot water exhaust stack(s) are at least 532 feet above grade, and located at least 130 feet from the lot line facing 11th Avenue and at least 30 feet from the lot line facing West 30th Street, to avoid any potential significant air quality impacts.

The FEIS identified potential significant adverse impacts with respect to community facilities (child care), open space, shadows, transportation (traffic and pedestrians), noise and construction (traffic, pedestrians, and noise). These impacts and measures to minimize or eliminate these impacts, where feasible and practicable, are described below:

Community Facilities and Services

Child Care

The proposed projects would result in a potential significant adverse impact on child care facilities. The proposed actions are estimated to introduce an increment of up to 248 affordable housing units

at or below 80 percent of the AMI, which would result in approximately 29 children under the age of six who would be eligible for publicly funded child care programs. This would increase the demand for child care facilities in the two-mile study area to 395 slots. This represents an increase in the utilization rate of 13.6 percentage points over the No Action condition. Child care facilities in the study area would operate over capacity, and the increase in the utilization rate would be over five percentage points (the maximum increase in utilization rate that would avoid a significant adverse impact).

Partial mitigation measures for this potential significant adverse impact have been developed in consultation with the Administration for Children's Services (ACS), including funding for a specified number of publicly provided childcare slots based on the number of low-income units (for families at or below 80 percent of the AMI) in the proposed buildings in excess of 91, and are included in the Restrictive Declaration. With this mitigation, the significant adverse impacts of the proposed actions to publicly funded child care would be partially mitigated.

Open Space

The proposed projects would result in a potential significant adverse impact on open space. With the proposed actions, the total, active, and passive open space ratios in the study area would decrease by 5.41 percent to 1.206 acres per 1,000 residents. Per the CEQR Technical Manual, a reduction of open space ratios of more than 5 percent in areas currently below the City's median community district open space ratio of 1.5 acres per 1,000 residents may result in a significant adverse impact.

Mitigation measures for this potential significant adverse impact have been developed in consultation with the New York City Department of Parks and Recreation (DPR), and are included in the Restrictive Declaration including funding for improvements to Penn South Playground or Chelsea Park. If feasible mitigation consistent with the nature and extent of the impact is identified, the impacts would be considered partially mitigated.

Shadows

The proposed projects would result in a potential significant adverse impacts related to shadows. Project-generated shadows would fall on two areas of the High Line containing sunlight-sensitive vegetation on the March 21/ September 21 analysis days. These areas would receive less than four to six hours of direct sunlight in part due to the proposed buildings' shadows. This could potentially affect the health of sunlight-sensitive vegetation in the affected areas that are not shade tolerant and require a minimum of four to six hours of sunlight.

Mitigation measures for this potential significant adverse impact have been developed in consultation with DPR, Friends of the High Line, and the Department of City Planning, and are included in the Restrictive Declaration, and include the replacement of sunlight sensitive vegetation with shade tolerant vegetation in certain affected planter beds.

Transportation

Traffic

The proposed project would result in potential significant adverse traffic impacts at the intersections of Route 9a/12th Avenue and West 30th Street and Route 9a/12th Avenue and West 29th Street. The significant adverse impacts at the intersection of Route 9a/12th Avenue and West 30th Street that occur during the weekday AM, midday, and PM peak hours could be fully mitigated by shifting one, one, and two seconds of green time, respectively, from the northbound/southbound phase to the southbound left-turn phase. The significant adverse impacts at the intersection of Route 9a/12th Avenue and West 29th Street during the weekday AM and weekday midday peak hour could be fully mitigated by shifting three seconds of green time from the northbound/southbound phase to the westbound phase and by shifting one second of green time from the northbound/southbound phase to the westbound phase.

Pedestrians

The proposed projects would result in a potential significant adverse pedestrian traffic impacts at the south crosswalk of 11th Avenue and West 33rd Street during the weekday AM, midday, and PM peak hours, and at the east crosswalk of 11th Avenue and West 33rd Street during the weekday

midday peak hour. These impacts could be fully mitigated by widening the crosswalks four feet and one foot respectively.

Implementation of the recommended traffic engineering improvements is subject to review and approval by the New York City Department of Transportation (DOT) prior to implementation. The obligation to notify DOT is included in the Restrictive Declaration. If, prior to implementation, DOT determines that an identified mitigation measure is infeasible, an alternative and equivalent mitigation measure will be identified, if possible.

Noise

The proposed projects could result in potential significant adverse impacts related to noise if the proposed projects are completed and occupied during the construction of the nearby Hudson Tunnel (specifically during the 12 month period when pile driving is occurring). However, based on the conceptual construction schedule presented in the Hudson Tunnel DEIS, these activities would occur before the proposed projects would be completed and occupied. For this temporary condition, no practicable noise mitigation measures have been identified beyond the proposed attenuation. It is uncertain if the Hudson Tunnel construction schedule would occur while the project buildings are occupied. If they are occupied, once construction of the Hudson Tunnel project is complete, the interior noise levels would be expected to be below the 45 dBA threshold recommended for residential use according to CEQR noise exposure guidelines.

Construction

Traffic

The proposed project would result in potential significant adverse construction (traffic) impacts. The analysis of the weekday 6:00 AM to 7:00 AM construction peak hour for peak construction during the third quarter of 2019 identified the potential for a significant adverse traffic impact at the intersection of Route 9A/12th Avenue and West 30th Street. This impact could be fully mitigated by shifting three seconds of green time from the northbound/southbound phase to the southbound left-turn phase and, as described above, are subject to DOT approval prior to implementation.

Pedestrians

The proposed project would result in potential significant adverse construction (pedestrian) impacts. These impacts would be equal to, or less than, the corresponding operational impacts (east and south crosswalks of 11th Avenue and West 33rd Street) described above. Accordingly, measures required to mitigate these impacts would be mitigated by widening the crosswalks and are subject to DOT approval prior to implementation.

Noise

The proposed project would result in potential significant adverse construction (noise) impacts. There are no feasible and practical measures to mitigate the construction noise impacts predicted to occur at 534 West 30th Street, residences near Eleventh Avenue and West 29th Street and portions of the High Line directly across West 30th Street from the construction work areas. Construction noise mitigation options for the proposed actions, including quieter equipment and noise barriers, would not significantly lower the cumulative construction noise levels at these receptors during times that construction of the proposed actions would overlap with construction of these other nearby projects.

In connection with the proposed project, and as described below in this report, a Restrictive Declaration would be recorded to authorize the proposed project's development with certain requirements. The Restrictive Declaration for the proposed project will specify the mitigation measures and the process of their implementation, consistent with the FEIS.

UNIFORM LAND USE REVIEW

The original special permit application (C 180152 ZSM), in conjunction with the related application for a zoning map amendment (C 180150 ZMM), was certified as complete by the Department of City Planning on November 27, 2017, and was duly referred to Manhattan Community Board 4 and the Manhattan Borough President, in accordance with Title 62 of the Rules of the City of New York, Section 2-02(b); along with the related original application for a zoning text amendment (N 180151 ZRM), which was referred for information and review in accordance with the procedures for non-ULURP matters. On February 13, 2018, pursuant to

Section 2-06(c)(1) of the ULURP rules, the applicant filed a modified special permit application (C 180152A ZSM) and a modified zoning text amendment application (N 180151A ZRM). These modified applications were referred to Community Board 4 and the Manhattan Borough President.

Community Board Review

Community Board 4 held a public hearing on the original special permit application (C 180152 ZSM) on January 3, 2018, and on February 7, 2018, by a vote of 41 in favor, none opposed, and with no abstentions, adopted a resolution recommending disapproval of the applications with the following conditions:

- **“Maximum Building Height.** We recommend that the maximum height of the proposed project be limited to 450 feet. This limit incorporates an increase in height, related to development rights purchased from the HRP, from the step down we would normally recommend from the 450 feet in the adjacent Subarea A of the SWCD to the east, a step down from the 550’ we recommend for the adjacent project on Eleventh Avenue and is a reasonable step down from the 642’ heights of Sites 6A and 6B in the Western Railyards to the north.

- **Mandatory Inclusionary Housing.**
 - We strongly recommend that affordable units be distributed throughout at least 80% of the proposed project’s floors, that all finishes and fittings be the same in affordable and market-rate units, and that fee-based amenities be discounted for tenants in affordable units.
 - The applicant has agreed that market rate and affordable units will be built with identical finishes and provided with identical appliances, including washers and dryers. They plan to offer certain amenities, such as a children’s play room, without fee, and commit to discounting access fees for residents of the affordable units for other amenities by 33%.

- **Building Services and Other Issues.**
 - We recommend that loading docks, trash compactors and dumpsters be located inside buildings except during trash and recycling pickup. The applicant states that garbage will be compacted and stored internally until scheduled pick-up by the Department of Sanitation, and that they will explore the use of the garage for deliveries.
 - We recommend that the parking garage accommodate environmentally-friendly vehicles such as Zip cars or similar and electric vehicles. The applicant states that they will provide a car sharing service the opportunity to locate vehicles in the garage and will include an electric charging stations for electric vehicles.
 - We recommend that to the extent possible full size trees and complete landscaping be planted in sidewalk tree pits, and in tree planters where precluded by ConEd vaults. The applicant states that they will plant street trees consistent with zoning and will apply for revocable consents to use planters in locations where street trees are precluded because ConEd vaults or other infrastructure.
 - We recommend that the applicant pay workers living wages with benefits, support a Community Jobs Project and rent retail spaces to local businesses. The applicant states they will work with Building Skills NY and other local organizations to ensure that local residents are given opportunities for employment within the Proposed Development.

- **Mitigation of Adverse Environmental Impacts.** We recommend the following as mitigations for the adverse environmental impacts identified in the DEIS:
 - The provision of space for publicly-funded child care;
 - Reconstruction and renovation of a Chelsea recreation park;
 - And standard measures such as signal timing changes, widened crosswalks, window-wall attenuation, quieter equipment and noise barriers for traffic impacts at two intersections, pedestrian flow issues at two crosswalks and construction congestion and noise on nearby residential buildings.

- **Hudson River Park Development Rights Price.** We recommend that someone with more experience than we have review the conclusions of the HRPT’s appraisers, and in particular the highest and best use and the development rights ratio.

- **HRP Project Priorities.** We recommend that capital funds provided to HRP through the sale of development rights be allocated to the following projects listed in their ranked order.
 1. **Pier 97 Recreation Pier.** Located at West 57th Street. Design and construction of pier landscape, playground, open space, utilities and finishes to create a public recreation pier.
 2. **Chelsea Waterside Park.** Located at West 23rd Street. Redesign and reconstruction of south side of park, including addition of permanent picnic area, rest room facilities and expansion of dog run with separate areas for big and small dogs.
 3. **Pier 97 Upland Area.** Located at West 57th Street. Construction of esplanade and bike path, bulkhead repairs, landscaping and utilities, and a small utility building/bathroom.
 4. **Gateway/Hudson River Tunnel Project Area.** This site is closest to Block 675. The Hudson River Tunnel Project path runs across HRP between West 29th and West 30th Streets. Design funding for that area plus the section from West 30th Street to West 34th Street: new esplanade, bike path and landscaping. Short term and long term proposals.
 5. **Pier 66a Float Bridge.** Located at West 26th Street. Restoration of historic Baltimore & Ohio Railroad transfer float bridge.
 6. **Piers 98 to 99 Upland Area.** Located at between West 58th and West 59th Streets. Construction of over-water pedestrian platform, associated utilities, pavement and railings; and construction of bikeway and walkway connection to Riverside Park South to improve circulation and safety.
 7. **Area South of Pier 76.** Located from West 34th Street to the southern edge of Pier 76. Construction of new esplanade, landscaping, and beach providing public access to the Hudson River.
 8. **Piers 79 – 84 Upland Area.** Located between West 39th and West 43rd Streets.

Redesign and construction of walkway, bikeway and driveway to improve pedestrian and cyclists' safety and traffic flow.

- **Inclusion of the Development Site in the SWCD.** We recommend that the development site be included in the SWCD.”

On March 7, 2018, Community Board 4, by a vote of 35 in favor, 0 opposed and 0 abstaining, voted to recommend denial of the modified applications (C 180152A ZSM, N 180151A ZRM) with conditions. In its resolution, Community Board 4 expresses support for the incorporation of Lot 38, but recommends denial of the applications unless the conditions in their recommendations on the original applications, as summarized above, are met.

Borough President Recommendation

The original special permit application (C 180152 ZSM) and the modified special permit application (C 180152A ZSM), in conjunction with the related applications (C 180150 ZMM, N 180151 ZRM) and the modified application (N 180151A ZRM), were considered by the Manhattan Borough President, who issued a recommendation on March 7, 2018 recommending approval of the original and modified applications with the following conditions:

- “That the applicant follow through on its commitments to Manhattan Community Board 4, which including the provision of equivalent finishings and appliances and free amenities and reduced amenity fees for other commonly accessible areas;
- That the applicant follow through on its commitments to the Borough President to consider the provision of additional affordable units to ameliorate the issue of double-dipping with the state tax abatement and permanent floor area bonus and to increase the distribution of affordable units as the floor plate design and unit allocation progresses;
- That the City diligently work to identify and begin the process of procuring child care space and to identify capital improvements for open space mitigation before the close of the ULURP process;

- That DCP reexamine the value of the development rights; and
- That the City follow through on its prior commitment to the Borough President from March 2015 to study the inclusionary housing program and the issue of double-dipping, especially in the context of individual special permits where the Commission may exercise further discretion.”

City Planning Commission Public Hearing

On February 28, 2018, the City Planning Commission scheduled March 14, 2018, for a public hearing on the original special permit application (C180152 ZSM) (Calendar No. 12) and the modified special permit application (C 180152A ZSM) in conjunction with public hearings on the applications for related actions (C 180150 ZMM, N 180151 ZRM, and N 180151A ZRM). The hearing was duly held on March 14, 2018 (Calendar Nos. 26 and 27), in conjunction with the public hearings on the original special permit application (C 180152 ZSM). Seven speakers testified in favor of the application, one in favor with conditions, four in conditional opposition, and four in opposition.

Two speakers from the applicant team testified in favor of the application. The land use attorney described the development program and the differences between the original and modified applications. In reference to the proposed building height, he stated that the 520-foot tower serves as a transition from the taller buildings in the Hudson Yards to Chelsea, as well as a step down from the 660-foot tower proposed for the site immediately to the east (601 West 29th Street) in a separate application (ULURP No. C 180129A ZSM et al). He stated that, since the time of certification, the applicant had begun negotiations with the owner of the adjacent Lot 38, the former outparcel, and is now in contract for the acquisition of that site. He also clarified that while it originally sought to make both MIH options available on the development site, the applicant has committed to Option 1 at Community Board 4’s request. Additionally, he explained that, as currently designed, the affordable units would be distributed across 67 percent of the floors which goes beyond MIH requirements, and that as the applicant team proceeds with the design, a higher percentage might be achieved, though not as high as 80 percent as requested by the Community Board. The project architect described the site plan, building massing and design rationale for the

proposed development. He stated that the design was inspired by the High Line and its industrial heritage in that its configuration, and the façade materials planned for the building base, represent a contemporary interpretation of the shipping container. He also said that an interior green wall extending through multiple floors was planned for the midsection of the building as another reference to the High Line. He clarified that the revised proposal in the modified application maintains the proposed building height of 520 feet, as in in the original special permit application.

The President and CEO of the Trust testified in support of the application. She stated that the funds generated from the proposed development rights transfer would enable the design and construction of additional open space within the Park in Community District 4. In response to the Community Board's comments on the appraisal, she explained that an independent appraiser was retained to determine the value of development rights, employing a standard methodology. She also listed the identified park improvements consistent with those in the Trust's letter to the Commission dated March 8, 2018, and reiterated that the transfer proceeds from the proposed development and from the separate but associated development on the same block, as supplemented by additional State funding (pending approval by the State Legislature), would enable the fulfillment five of the eight Community Board priorities. The Trust's Chief Financial Officer also testified in favor of the project and provided additional details about the methodology employed and factors taken into consideration by the appraiser. The Trust's Executive Vice President spoke in favor of the application and clarified that Chelsea Piers is a commercial tenant subject to a lease, and that the Trust would be the entity that owns and would be conveying the development rights to the applicant's development site.

A speaker from Friends of Hudson River Park spoke in favor of the applications, stating that the funds from the proposed development rights transfer are vital resources that would support the completion of the Park and its enjoyment by local residents.

A local resident, also the publisher of the West 42nd Street Magazine, expressed support for the project and the Trust taking the opportunity to sell the unused development rights to fund park capital projects and maintenance.

A representative of the Manhattan Borough President spoke in favor of the applications with conditions consistent with the Borough President’s written recommendation, highlighting the issue regarding the appraised value of development rights. He also clarified that the issue of “double-dipping” that the Borough President raised in her written recommendation is most prominent in regard to the City’s current Voluntary Inclusionary Housing program.

Four members representing Community Board 4 spoke in opposition, presenting conditions consistent with the Board’s written resolution, including equal quality between affordable and market-rate apartments, affordable units distributed throughout at least 80 percent of the building floors, discounted amenities for tenants in affordable units, maximum building height of 450 feet, reevaluation of the appraisal for the Park development rights, and park improvements funded in the order ranked by the Community Board.

A representative of 32BJ SEIU asked that the Commission reject the application unless the applicant commits to good building service jobs at prevailing wages.

Two speakers, including a representative of Friends of New York, testified in opposition, both objecting to developments on or over the Hudson River, as well as the notion that the Trust has unused development rights on its piers.

A representative of the Clean Air Campaign spoke against the project, citing concerns that areas within the Park may be developed for non-water dependent use at locations vulnerable to winds, tides, currents, and flooding.

There were no other speakers and the hearing was closed.

WATERFRONT REVITALIZATION PROGRAM CONSISTENCY

This application (C 180152A ZSM), in conjunction with those for the related actions, was reviewed by the City Coastal Commission for consistency with the policies of the New York City Waterfront Revitalization Program (WRP), as amended, approved by the New York City Council

on October 30, 2013, and by the New York State Department of State on February 3, 2016 pursuant to the New York State Waterfront Revitalization and Coastal Resources Act of 1981 (New York State Executive Law, Section 910 *et seq.*). The designated WRP number is 16-115.

This action was determined to be consistent with the policies of the New York City Waterfront Revitalization Program.

CONSIDERATION

The Commission believes that the modified special permit (C 180152A ZSM), in conjunction with the related applications for a zoning text amendment (N 180151A ZRM) and a zoning map amendment (C 180150 ZMM), is appropriate.

The application would facilitate the redevelopment of 606 West 30th Street in Manhattan Community District 4. The proposed project would transform this underutilized site into an integrated development with residences serving a variety of income levels, retail amenities, and accessory parking. Additionally, the transfer of floor area from the Park proposed as part of the development would support the much-needed design and construction of new park areas and capital maintenance.

Zoning Text Amendment

The proposed modified zoning text amendment (N 180151A ZRM), as further modified herein, is appropriate.

The text amendment would expand the Special Hudson River Park District and codify in the ZR the ability to transfer unused development rights from portions of Chelsea Piers (Blocks 662, Lots 11, 16 and 19), a new granting site in the Park, to 606 West 30th Street (Block 675, Lots 38 and 39), a new receiving site, in fulfillment of the enabling legislation enacted by the New York State Legislature through the 2013 amendment to the Hudson River Park Act and the Department's Block 675 planning framework.

The floor area transfer mechanism established in the Special Hudson River Park District in the ZR, with the enabling State legislation, is an important tool for the Trust to fulfill its ongoing obligations and responsibilities as the custodian of the Park. The targeted expansion of the special district, as proposed, would further the objectives of the special district and unlock a vital ability by the Trust to generate proceeds from the sale of unused development rights on Chelsea Piers to fund park capital projects and maintenance within Community District 4 that would benefit the entire west side of Manhattan and beyond. Therefore, the Commission agrees that the targeted expansion of the special district to facilitate the repair and rehabilitation of piers, bulkheads, infrastructure and their maintenance and development will enhance the viability of this valued park.

Portions of Chelsea Piers have been proposed to be a second granting site, following Pier 40, in the special district. The Hudson River Park Act designates Chelsea Piers for “park/commercial” use and specifies that the piers and their associated headhouses were intended to be an economic generator for the entire Park, as well as serve as a recreational destination. Section 62-31 of the ZR states that the water coverage of piers is deemed to be lot area for the purpose of calculating allowable floor area. As Chelsea Piers is in an M2-3 zoning district and is subject to zoning, it is permitted 2.0 FAR of floor area for development. With the adoption of the proposed text amendment, unused development rights on Chelsea Piers would be eligible for transfer. The Commission notes that the proposed transfer would not exhaust unused development rights on Chelsea Piers, and understands that the Trust intends to work with interested parties to continue exploring future transfer opportunities and additional receiving sites, including those on other sites on Block 675. In response to comments at the public hearing, the Commission notes that, according to the Trust, no redevelopment of Chelsea Piers, the granting site, is proposed as part of this application.

606 West 30th Street is proposed to be a receiving site for floor area transferred from Chelsea Piers, and is the subject of related actions to improve the site with a mixed-use development. The special district text requires that the receiving sites be located in the same Community District as the granting site; 606 West 30th Street meets this requirement. The Commission also notes that

the receiving site is prominently-located and represents an underutilized zoning lot surrounded by high-density mixed-use districts that would appropriately assume transferred floor area in a quantity and a set of uses to support the much-needed improvements in the Park.

The Commission believes that the proposed changes to the special district use and bulk regulations applicable to 606 West 30th Street are appropriate. The proposed text amendment appropriately modifies the underlying C6-4X floor area regulations, establishing a maximum density of 12.0 FAR on the development site that is sensitive to the permitted densities on the block, in Hudson Yards, and in West Chelsea. The Commission understands that the 12.0 FAR maximum density includes the floor area set aside for permanently affordable housing and is only achievable through the election of the special permit to transfer floor area from the park.

The amendment to Appendix F (Inclusionary Housing Designated Areas and Mandatory Inclusionary Housing Areas) as modified, to map MIH Option 1 on the development site, is appropriate. The Commission notes that the financial benefit to the Park through the proposed floor area transfer is coupled with the development of 606 West 30th Street; and therefore any development proposed on such site must be available to residents of varied incomes and provide permanently affordable housing at appropriate income levels. The Commission understands that the applicant initially proposed both MIH Option 1 and Option 2 on the development site, but has subsequently committed to pursuing Option 1 at the Community Board's request. The Commission therefore modifies the proposed text amendment to codify this commitment in the ZR. Under Option 1, the proposed development would provide up to 63 permanently affordable units at an average income level of 60 percent of the AMI.

Zoning Map Amendment

The proposed zoning map amendment is appropriate. The existing M2-3 district on the development site permits 2.0 FAR of commercial and manufacturing uses. The proposed C6-4X district, as modified by the proposed text amendment, would allow residential as well as commercial use up to 10.0 FAR, which may be increased to up to 12.0 FAR through development rights transfer.

The C6-4X zoning district's use and bulk regulations would correspond to adjacent uses, densities and built forms and effectively integrate the development site into the surrounding streets. The C6-4X district would introduce a mixture of residential and commercial uses where only commercial and manufacturing uses have been permitted, and allow densities significantly higher than permitted under the existing M2-3 district. With the adoption of the Special West Chelsea District (2005) to the east, the Special Hudson Yards District (2005, 2009) to the north and northeast, and multiple high density residential, commercial and mixed-use developments close to the development site, the Commission believes that mapping the C6-4X district to allow a wider range of uses, including residential use, and to increase permitted density is in keeping with the increased diversification of uses, as well as the continued residential and commercial growth in this formerly industrial section of Manhattan.

The Commission believes that the floor area regulations of the C6-4X district, as amended by the proposed text amendment, are appropriate. The Commission acknowledges that the western portion of the block, which the project site adjoins, is mapped with an M1-6 district, which already permits 10.0 FAR, with a bonus of up to 20 percent increase for providing a public plaza. Additionally, the Special West Chelsea District allows up to 12.0 FAR in Subarea A, which is to the east of the development site; and sites in Hudson Yards north of the development site are permitted to have FARs ranging from 10 to 33. The Commission believes that the proposed maximum of 12.0 FAR, including floor area transferred from the Park, provides an appropriate transition in density between Hudson Yards and West Chelsea.

The permitted 12.0 FAR also reflects the site's prominent location and its adjacency to transit and other public amenities. The Commission observes that the development site is located close to 11th Avenue, a wide street and 12th Avenue, a major arterial thoroughfare; it is near public transit, including the No.7 subway line; and it is also in proximity to numerous parks and public open spaces, including the High Line, the new open space network in Hudson Yards, the Hudson River Park, and the Hudson River.

The Commission further notes that the proposed C6-4X zoning district is only applicable to development sought pursuant to Section 89-21 for the Transfer of Floor Area from the Park. Absent the approval and exercise of the special permit, the existing M2-3 district regulations apply.

Special Permit for the Transfer of Floor Area from Hudson River Park

The modified special permit for the transfer of floor area and waivers pursuant to ZR Section 89-21, as modified by the proposed text amendment (N 180151A ZRM), are appropriate.

The proposed mixed use development of 207,375 square feet (12 FAR) would include up to 252 rental units including up to 63 permanently affordable units, a mix of retail and restaurant uses on the lower floors, balconies and open terraces for building tenants, and an accessory parking garage. The development site, while prominently located at the juncture of West Chelsea and Hudson Yards, is currently underutilized and occupied by auto repair and maintenance uses that present an unattractive streetscape, creating visual and physical barriers to the Park and the Hudson River. The proposal is facilitated by a transfer of 34,562.5 square feet of floor area from Chelsea Piers in the Park to the development site.

The transfer of floor area enabled by this special permit would significantly support the Park, including the continued design and construction of additional park areas and capital maintenance within Community District 4. The Commission understands that the proceeds from the transfer of development rights to the development site, combined with proceeds from a separate but concurrent transfer on an adjacent site, 601 West 29th Street, and anticipated funds from the State, would provide the necessary funding for five of the eight priority projects identified by Community Board 4, including upgrades to Chelsea Waterside Park, the design of new temporary improvements and a permanent park on the upland area between West 29th and 34th streets, construction of a new over-water pedestrian platform and related upland improvements between West 58th and 59th streets, construction of a habitat beach and accessible walkway and related landscape improvements between West 34th and 35th streets, and construction of a section of the upland area between West 32nd and 34th streets. While the Commission agrees with the Community Board that the proceeds from the proposed floor area transfer would not provide the

total funds needed for the completion of the entire Park, the Commission nevertheless believes that the proposed project, including the development rights transfer, would contribute to significant park improvements within Community District 4 and result in additional open space and recreation opportunities that would be welcomed and enjoyed by residents and workers on the west side of Manhattan and beyond.

The proposed design and programming of the proposed project are appropriate. Its massing has been developed to be responsive to neighborhood context and site conditions. While the Commission acknowledges Community Board 4's request that the tower height be reduced to 450 feet, the Commission believes that the proposed height of 520 feet is appropriate. The proposed tower provides appropriate transitions between the different scales of the Hudson Yards development immediately to the north, the West Chelsea neighborhood to the east and south, and the large scale industrial and converted-industrial blocks to the south. Additionally, as a midblock building fronting on the 60-foot-wide West 30th Street, a narrow street, the height of the building properly steps down from the proposed 660-foot tower proposed for the adjoining site to the west, which would ameliorate shadows on the narrow street and on the High Line to the north. The building's 45-foot, two-story base along West 30th Street relates to the scale of the High Line while still providing a continuous street wall that connects to the proposed development on the eastern portion of the block.

The Commission further believes that uses have been arranged across the development site to correspond to uses on adjacent blocks and the neighboring context. The ground floor would be occupied by active uses, including a retail store, an entrance and lobby area to an anticipated restaurant, and a residential lobby, which would provide high level of transparency at ground level and create an active street frontage that would significantly improve the streetscape on the block. The front portion of the second floor and the third floor and the terraces are anticipated to be occupied by a restaurant. The second-floor portion of the proposed restaurant that would screen the parking has depth of 30 feet, extending across the majority of the West 30th Street frontage at the level of the High Line, and paired with appropriate glazing, it would contribute to a more animated building façade for pedestrians on the street and in the park. Similarly, the third-floor

terrace, as an extension of the active restaurant use, would create a visual connection to the High Line and further enhance the pedestrian experience. The proposed balcony/terrace structures in the front and rear of the building would provide additional common outdoor space for tenants, and the north side of West 30th Street is envisioned, as part of the Western Rail Yards plan, to be improved with active commercial uses and a landscaped pedestrian walkway. The Commission therefore believes that the proposed uses on the lower floors of the development would complement this future public realm improvement across the street, better connecting the block and the areas east of the site towards the Park and the River.

To achieve the optimal site planning and building design that the Commission has described above, the Commission finds that the proposed modification of bulk regulations, including a lower base height that better corresponds to the elevation of the High Line, rear yard encroachment to facilitate adequate screening of parking with an active commercial space, and balcony/terrace structures within the front setback area and the rear yard to provide additional outdoor space for building tenants and to further animate the building façade, are appropriate. The location and quantity of the proposed mix of uses will complement the site plan, and the transferred floor area and bulk waivers will not unduly increase the bulk on the development site or unduly obstruct access of light and air to the detriment of neighboring buildings, streets or public spaces.

The project would also bring additional affordable housing to the area, contributing to the diversity of the residential stock in Manhattan Community District 4. The Commission notes that pursuant to the MIH option 1 the applicant would set aside 25 percent of the total residential floor area to provide up to 63 units of affordable housing serving an average income level of 60 percent of the AMI. The Commission applauds the applicant's commitment, at Community Board 4's request, to that market rate and affordable units would be built with identical finishes and provided with identical appliances, including washers and dryers, and that certain amenities, such as a children's play room, would be offered without fee, while other amenities would be discounted by 33 percent for residents of the affordable units. While the applicant's proposal fully complies with, and in some aspects goes beyond, MIH requirements, the Commission encourages the applicant to explore the Community Board's request that affordable units be distributed across more than the

proposed 67 percent of the floors.

With the Trust, a State entity, as an involved party, the Commission also notes the significance of this project's undergoing ULURP, where a full and robust public review of the transfer of floor area and proposed private development is essential to informing an outcome that balances a multitude of objectives.

The Commission is in receipt of a letter from the Trust dated March 8, 2018, that describes the identified improvements to be funded through the proposed development rights transfer. The Commission believes that the transfer of floor area, supplemented as needed with other funding, would adequately support the completion of these identified improvements and capital maintenance. As has been discussed, the Commission also believes that the proposed transferred floor area and proposed modifications to bulk are appropriate in relation to these identified improvements to the Park.

FINDINGS

The City Planning Commission hereby makes the following findings pursuant to Section 89-21 (Transfer of Floor Area From Hudson River Park), as modified by the related zoning text amendment (N 180151A ZRM), of the Zoning Resolution:

- (1) such transfer of floor area will facilitate the repair, rehabilitation, maintenance and development of Hudson River Park, including its piers, bulkheads and infrastructure;
- (2) the transfer of floor area will support the completion of improvements to Hudson River Park as identified in the statement submitted to the Commission by the Trust as part of this application; and
- (3) for the receiving site:
 - (i) the proposed configuration and design of buildings, including any associated structures and open areas, will result in a superior site plan, and such buildings and open areas will relate harmoniously with one another and with adjacent buildings and open areas;

- (ii) the location and quantity of the proposed mix of uses will complement the site plan;
- (iii) the proposed transfer of floor area and any modification to bulk regulations will not unduly increase the bulk of any building on the receiving site or unduly obstruct access of adequate light and air to the detriment of the occupants or users of buildings on the block or nearby blocks, or of people using the public streets and other public spaces;
- (iv) such transferred floor area and any proposed modifications to bulk are appropriate in relation to the identified improvements to Hudson River Park; and
- (v) any affordable housing, as defined in Section 23-90 (Inclusionary Housing), that is provided as part of the project will support the objectives of the Inclusionary Housing Program.

RESOLUTION

RESOLVED, that having considered the Final Environmental Impact Statement (FEIS), for which a Notice of Completion was issued on April 27, 2018, with respect to this application (CEQR No. 17DCP159MM), and the Technical Memorandum 001, dated February 23, 2018 (the “Technical Memorandum”), the City Planning Commission finds that the requirements of the New York State Environmental Quality Review Act and regulations, have been met and that:

1. Consistent with social, economic and other essential considerations, from among the reasonable alternatives thereto, adopted herein is one which minimizes or avoids adverse environmental impacts to the maximum extent practicable;
2. The adverse environmental impacts disclosed in the FEIS will be minimized or avoided to the maximum extent practicable by incorporating as conditions to the approval, pursuant to the Restrictive Declaration marked as Exhibit A those project components related to the environment and mitigation measures that were identified as practicable and the placement of (E) designation (E-455) for hazardous materials and air quality; and

3. No development pursuant to this resolution shall be permitted until the Restrictive Declaration attached as Exhibit A, as same may be modified with any necessary administrative or technical changes, all as acceptable to Counsel to the Department of City Planning, is executed by West 30th Street LLC or its successor, and such Restrictive Declaration shall have been recorded and filed in the Office of the Register of the City of New York, County of New York.

The report of the City Planning Commission, together with the FEIS, constitutes the written statement of facts, and of social, economic and other factors and standards, that form the basis of the decision, pursuant to Section 617.11(d) of the SEQRA regulations; and be it further

RESOLVED, the City Coastal Commission finds that the action will not substantially hinder the achievement of any WRP policy and hereby determines that this action is consistent with WRP policies; and be it further

RESOLVED, by the City Planning Commission, pursuant to Sections 197-c and 200 of the New York City Charter, that based on the environmental determination, and the consideration and findings described in this report, the application submitted by West 30th Street LLC pursuant to Sections 197-c and 201 and proposed for modification pursuant to Section 2-06(c)(1) of the Uniform Land Use Review Procedure of the New York City Charter for the grant of a special permit pursuant to Section 89-21 of the Zoning Resolution to allow the distribution of 34,562.5 square feet of floor area from a granting site (B1, Block 662, Lots 11, 16, 19) to a receiving site (B2, Block 675, Lots 38 and 39), to modify the height and setback requirements of Section 35-65 (Height and Setback Requirements for Quality Housing Buildings) and Section 23-60 (Height and Setback Regulations), and to modify the rear yard requirements of Section 33-26 (Minimum Required Rear Yards), in connection with a proposed mixed use development, on property located at 606 West 30th Street (Block 675, Lots 38 and 39), in an C6-4X district, within the Special Hudson River Park District, Borough of Manhattan, Community District 4, is approved, subject to the following terms and conditions:

1. The property that is the subject of this application (C 180152A ZSM) shall be developed in size and arrangement substantially in accordance with the dimensions, specifications and zoning computations indicated on the following approved plans prepared by Ismael Leyva Architects, P.C., filed with this application and incorporated in this resolution:

<u>Dwg No.</u>	<u>Title</u>	<u>Last Date Revised</u>
1 of 1	Parcel Area Survey Chelsea Piers	11/21/2017
Z-101.00	Zoning Analysis	11/21/2017
Z-001	Development Site Survey – Lot 38	04.13.18
Z-002	Development Site Survey – Lot 39	04.13.18
Z-003	Zoning Calculations	04.13.18
Z-004	Zoning Lot Site Plan	04.13.18
Z-100	Ground Floor Plan	04.13.18
Z-101	2 nd & 3 rd Floor Plans	04.13.18
Z-200	Waiver Site Plan	04.13.18
Z-201	Waiver Section 1	04.13.18
Z-202	Waiver Section 2	04.13.18

2. Such development shall conform to all applicable provisions of the Zoning Resolution except for the modifications specifically granted in this resolution and shown on the plans listed above which have been filed with this application. All zoning computations are subject to verification and approval by the New York City Department of Buildings.
3. Such development shall conform to all applicable laws and regulations relating to its construction, operation and maintenance.

4. No development pursuant to this resolution shall be permitted until the Restrictive Declaration attached as Exhibit A, as same may be modified with any necessary administrative or technical changes, all as are acceptable to Counsel to the Department of City Planning, is executed by West 30th Street LLC or its successor, and such Restrictive Declaration shall have been executed and recorded and filed in the Office of the Register of the City of New York, County of New York. Such restrictive declaration shall be deemed incorporated herein as a condition of this resolution.
5. The development shall include those mitigation measures listed in the Final Impact Statement (CEQR No. 17DCP159M) issued on April 27, 2018 and identified as practicable.
6. In the event the property that is the subject of the application is developed as, sold as, or converted to condominium units, a homeowners' association, or cooperative ownership, a copy of this report and resolution and any subsequent modifications shall be provided to the Attorney General of the State of New York at the time of application for any such condominium, homeowners' or cooperative offering plan and, if the Attorney General so directs, shall be incorporated in full in any offering documents relating to the property.
7. All leases, subleases, or other agreements for use or occupancy of space at the subject property shall give actual notice of this special permit to the lessee, sub-lessee or occupant.
8. Upon the failure of any party having any right, title or interest in the property that is the subject of this application, or the failure of any heir, successor, assign, or legal representative of such party, to observe any of the covenants, restrictions, agreements, terms or conditions of this resolution whose provisions shall constitute conditions of the special permit hereby granted, the City Planning Commission may, without the consent of any other party, revoke any portion of or all of said special permit. Such power of revocation shall be in addition to and not limited to any other powers of the City Planning Commission, or of any other agency of government, or any private person or entity. Any such failure as stated above, or any alteration in the development that is the subject of this

application that departs from any of the conditions listed above, is grounds for the City Planning Commission or the City Council, as applicable, to disapprove any application for modification, cancellation or amendment of the special permit hereby granted.

9. Neither the City of New York nor its employees or agents shall have any liability for money damages by reason of the city's or such employee's or agent's failure to act in accordance with the provisions of this special permit.

The above resolution (C 180152A ZSM), duly adopted by the City Planning Commission on May 7, 2018 (Calendar No. 10), is filed with the Office of the Speaker, City Council, and the Borough President, in accordance with the requirements of Section 197-d of the New York City Charter.

MARISA LAGO, Chair

KENNETH J. KNUCKLES, *ESQ.*, Vice Chairman

RAYANN BESSER, ALFRED C. CERULLO, III, CHERYL COHEN EFFRON,

MICHELLE DE LA UZ, RICHARD W. EADDY, HOPE KNIGHT, ANNA HAYES LEVIN,

ORLANDO MARÍN, Commissioners



CITY OF NEW YORK

MANHATTAN COMMUNITY BOARD FOUR

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BURT LAZARIN
Chair

JESSE R. BODINE
District Manager

February 5th, 2018

Marisa Lago, Chair
New York City Planning Commission
120 Broadway
31st Floor
New York, NY 10271

re: 180150 ZMM; N 180151 ZRM; 180152 ZSM – 606 West 30th Street – Block 675 Lot 39

Dear Chair Lago:

On the recommendation of its Chelsea Land Use Committee, the Executive Committee of Manhattan Community Board 4 (CB4) voted to recommend denial of the cited applications for a proposed development at 606 West 30th Street – Block 675 Lot 39 - unless the conditions and recommendations in Section XI below are met. This letter is subject to ratification by the full board at its February 7, 2018 meeting.

I. Background

Block 675 lies in the northwest corner of Chelsea, bounded by West 29th and 30th Streets and by Eleventh and Twelfth Avenues. Over the years, proposals for Block 675 have evolved from a park with an underground Department of Sanitation facility to being a gateway for an Olympic/Jets stadium to a coveted development site adjacent to the Hudson River, the High Line and the Western Rail Yards.

In 2013 CB4 prepared a study of Block 675 and the five blocks to the south, recommending to the Department of City Planning (DCP) that these blocks be studied for inclusion in an expanded Special West Chelsea District (SWCD). We specifically recommended that Block 675 be rezoned from M1-6 and M2-3 to C6-4 with building height and bulk regulations similar to those in SWCD Subarea A.

Later in 2013 DCP released “Study for the Potential Expansion of the Special West Chelsea District.” The study recommended that a planning framework to guide zoning decisions should be prepared for Block 675 when future uses were clearer. In 2017 the City Planning Commission (CPC) approved a Planning Framework for Block 675 that recommended C-6 districts with an “appropriate massing response to a transitioning context.” The Framework also recommended “active uses on frontages facing the High Line and transparency at and above the High Line level.”

II. Description of Project

The applicant proposes to build a 520 foot tall, 36 story, 177,750 square foot mixed use building at 606 West 30th Street, Block 675 Lot 39. The development site is on the south side of the street between Eleventh and Twelfth Avenues and faces the High Line. The building would have three commercial/retail stories and 33 residential stories with approximately 218 dwelling units, an undetermined number of which would be affordable pursuant to one of the Mandatory Inclusionary Housing options, and 47 as-of-right accessory parking spaces. The site would be rezoned from the current M2-3 to C4-6X, increasing the Floor Area Ratio (FAR) from two to ten. The applicant will purchase an additional two FAR, 29,625 sf of floor area, at \$323.04/sf from the Hudson River Park Trust pursuant to ZR 89-00 *et seq.*

III. Proposed Actions

The application includes the following proposed actions:

- A Text Amendment to ZR 89-00, *et seq.* to modify the provisions of Special Hudson River Park District (SHRPD), designating Piers 59, 60 and 61, and the Headhouse, Block 662 Lots 11, 16 and 19 as the granting site and the development site as the receiving site for the transfer of development rights;
- A Text Amendment to ZR Appendix F to designate the development site as a Mandatory Inclusionary Housing (MIH) area;
- A Map Amendment to Zoning Map 8b to rezone the development site from M2-3 to C6-4X and to establish the SHRPD at the project area; and
- A Special Permit pursuant to ZR 89-21, as amended by the SHRPD Text Amendment, to permit the transfer of 29,625 sf of floor area from the granting site to the development site; to grant a base height waiver to permit a base height of 45 feet rather than the required minimum of 60 feet; to grant a front setback waiver to permit a balcony/structure to project ten feet into an area where a 15-foot setback would be required; and grant a rear yard waiver to permit the second floor to occupy an area where a 20-foot rear yard would be required and to permit a balcony/structure to project ten feet into an area where a 30-foot rear yard would be required; and grant a tower lot coverage waiver to permit a maximum proposed envelope to exceed 45% of the lot area.

IV. Building Height

The proposed height of 520' for the building is excessive. The proposed project should be constrained by, and step down from, the 450' height of Special West Chelsea District Subarea A to the east and the 642' heights of Hudson Yards Sites 6A and 6B (residential buildings flanking a school on the north side of West 30th Street on the eastern end of the block between Eleventh and Twelfth Avenues) of the Western Rail Yards immediately to the north.

The context for the development of Block 675 has been set by the two major westside rezonings approved in 2005. The West Chelsea rezoning creating the SWCD established a broad U-shaped profile, with a relatively low central area stepping up to greater building heights in the north and in the south. The Hudson Yards rezoning creating the Special Hudson Yards District established a building height profile that decreases from Tenth Avenue west to the Hudson River, as well as from West 33rd Street south to West 30th Street. Each of these rezonings was designed in part specifically to protect

the Hudson Riverfront from overdevelopment, recognizing it as a valuable feature to be preserved for the enjoyment of all rather than only for those fortunate enough to live next to it.

In our 2013 study, we recommended that building bulk regulations for Block 675 should be similar to those of the adjacent SWCD Subarea A, and CPC’s 2017 Planning Framework for Block 675 recommended C-6 districts with an “appropriate massing response to a transitioning context.” However, the inclusion of the development site within the area designated to receive development rights from the Hudson River Park (HRP) has led us to revisit our analysis. The addition of 2 FAR from the park to the 10 FAR in the proposed C6-4X district is a 20 percent increase. Our long-standing preference for lower heights in the mid-blocks, as well as our agreement with the decrease in height moving westward towards the Hudson River, means that this building should step down from the 550’ height we are recommending for an adjacent development on Eleventh Avenue. We have concluded that a height of 450’ is appropriate for a mid-block building.

V. Affordable Housing

The proposed project will be mapped within a Mandatory Inclusionary Housing (MIH) designated area and is subject to the requirements of the MIH program which has two options. The applicant has chosen Option #1 which requires 25 percent of the total residential floor area be devoted to affordable housing. The income eligibility bands for Option #1 are as follows:

Percent of residential floor area	Percent of AMI* residents must have	Example of income for two-person family	Example of income for four-person family
10%	40%	\$30,560	\$38,160
10%	60%	\$45,840	\$57,240
5%	100%	\$76,400	\$95,400

*AMI: Area Median Income. The AMI for the greater New York area for 2017 is \$85,900 for a three-person family; \$95,400 for a four-person family. Each development may have specific income requirements.

The proposed project would have 55 units of permanently affordable housing.

CB4 believes that socioeconomic diversity and integration are essential to keeping our neighborhoods vital and thriving, and has a long-standing policy for mixed income buildings designed to ensure equality between affordable and market rate apartments:

- CB4 recommends that the affordable apartments should be distributed throughout the entire building. We have found that developers have successfully located affordable apartments on 80 percent of the floors, exceeding the 65 percent requirement of MIH program.
- All apartment finishes, flooring, tile, plumbing and light fixtures, kitchen cabinets, countertops and appliances should be the same for affordable and market-rate apartments.
- Building amenities such as courtyards should be equally available to all building residents regardless of income. Amenities with fees for residents’ use such as fitness facilities should be available to Inclusionary Housing tenants at a reduced fee. We prefer a sliding scale amenity fee such as a reduction of 25 percent for middle-income tenants and 50 percent for low-income tenants.

VI. Building Design, Services and Other Concerns

CB4 requests that the proposed project include building design elements that ensure a high quality of life for new residents, those who live and work nearby, and for people who frequent the neighborhood.

Building Design and Services

- Sidewalks adjacent to the proposed project should be kept clean and free of garbage. Building garbage compactors and dumpsters should be kept inside until time for curbside pickup. Commercial tenants in both developments should use the same carting company. Loading docks should also be inside buildings. Interior space for unloading of the many residential deliveries (such as Amazon, USPS packages) should be provided.
- Parking garages should accommodate environmentally-friendly cars such as Zip cars and electric vehicles which help to decrease traffic and emissions.
- Exterior lighting should be modest and not intrusive.
- CD4 is fortunate to have a whole host of artists in Chelsea and Hell's Kitchen. CB4 encourages both applicants to display local art in building lobbies.

Other Concerns

- Street trees should be planted on sidewalks around new buildings wherever possible, with full size trees planted in tree pits with complete landscaping. If Con Ed vaults prevent in-ground planting, the applicants should obtain revocable consents for the use of tree planters.
- The applicant should coordinate construction schedules with the developer of 601-613 West 29th Street and maintain regular communication with them and with CB4 about construction progress and schedule changes.
- CB4 urges the applicant to rent retail spaces to local businesses.
- CB4 requests that the applicant support a Community Jobs Project that would include holding periodic job fairs, posting all job openings on the CB4 jobs website, reaching out to community-based organizations, and working with the Board to hire employees who are CD4 residents.
- CB4 also requests that the applicant pay its workers family-sustaining wages with affordable health care and retirement benefits to help create a strong community and a robust local economy. Training should be provided so workers have an opportunity to advance in their careers. The applicant should prioritize the safety of construction workers, particularly in light of recent deaths and injuries at construction sites.
- CB4 is seriously concerned about the safety of pedestrians and bicyclists crossing to and from Hudson River Park at intersections with vehicles. In the last seven years, there have been twelve fatalities in the park and its access streets. As the population increases near Hudson River Park with the construction of new developments such as the proposed Block 675 project, we fear that more pedestrian and bike accidents may occur unless additional safety

measures are provided at intersections. We urge that the New York State Department of Transportation (which has jurisdiction over these locations) work with city agencies and CB4 to implement critical safety measures. These enhancements certainly should be installed at the sections of Hudson River Park that are improved or constructed.

VII. Mitigation of Environmental Impacts

The applicants for the proposed project and for an adjacent one at 601-613 West 29th Street cooperated on a joint Draft Environmental Impact Statement (DEIS). We appreciate that the DEIS considered the cumulative impacts of these projects rather than separately as has been the norm. The DEIS identified potentially significant adverse impacts for several topics and recommended possible mitigations. Potential mitigation measures are being explored by CB4, the applicants, lead agencies and DCP, and will be refined between the DEIS and the Final Environmental Impact Statement (FEIS).

Publicly Funded Child Care

The DEIS found that both projects together would result in low income families with approximately 29 children under the age of six who would be eligible for publicly funded child care programs. This increased demand cannot be accommodated by facilities in the two-mile study area. The required mitigation would be for 19 childcare seats, the number generated by the project that exceeds the five percent utilization rate.

The DEIS recommends as a mitigation suitable child care space affordable to ACS (Administration for Children's Services) providers on-site or within a reasonable distance or funding for program or physical improvements to support additional capacity at existing facilities.

Hudson Guild, located at West 26th Street between Ninth and Tenth Avenues, is a highly valued member of our community serving a low/moderate income population. They are seeking to expand their Early Childhood Education Program and are looking for suitable space. The demand for services for under-three-year-old children is particularly high and has resulted in a long waiting list. CB4 is exploring with Hudson Guild opportunities in buildings in Chelsea that could provide space for this program. Potential options include:

1. The building at 429 West 18th Street/Fulton Houses, located between Ninth and Tenth Avenues, is currently under construction, scheduled to be completed in 2019. It will have 157 affordable units and approximately 4,000 square feet for a community facility use. Since a childcare center would not need all of this space another community facility could be accommodated as well. A working group comprised of representatives from the developer, CB4, the Fulton Tenants Association and local elected officials will develop recommended uses.
2. There may be churches in Chelsea that have underutilized space such as St. Columba Church on 343 West 25th Street (between Eighth and Ninth Avenues) or Manor Church on 350 West 26th Street (between Eighth and Ninth Avenues).

Open Space

The DEIS analysis showed that the proposed actions would result in a small adverse open space impact due to the increased user population. Although the decrease in the open space ratio due to the

proposed development is small, open space in the residential study area already is below the City's guideline ratios of 2.5 acres (total) and 2.0 acres (active) per 1,000 residents.

The DEIS lists potential mitigation measures for open space impacts, which include, but are not limited to, creating new open space with the study area; funding for improvements, renovation, or maintenance at existing local parks and/or playgrounds; or improving open spaces to increase their utility or capacity to meet open spaces needs in the area.

The New York City Department of Parks and Recreation (DPR) has identified two parks in Chelsea that need renovation:

1. Penn South Park, located on West 26th Street between Eighth and Ninth Avenues, opened in 1961. This heavily used 0.60 acre neighborhood park was reconstructed in 1996. The elementary school age play equipment and basketball courts have deteriorated. DPR recommends reconstruction of the playground, including replacement of the play equipment, new paving, fencing, landscaping, lighting, seating and safety surfacing; and reconstruction of the basketball courts, including new fencing, back stops, paving and surface sealing.
2. Chelsea Park, located on West 28th Street between 9th and 10th Avenues, a large, widely used park, includes basketball courts, baseball diamonds, handball courts, a playground, and a fitness area. The western portion of the park has been reconstructed. DPR recommends the renovation of the eastern portion which includes the basketball courts, the fitness area and the asphalt multi-purpose play area.

Shadows – Portion of High Line in spring and fall

The area on the High Line opposite the Project Area would be impacted with new shadows in the spring and fall. The recommended mitigation would be to monitor and replace sunlight sensitive vegetation with shade tolerant vegetation.

Traffic, Pedestrians and Noise

The DEIS recommends standard measures to mitigate traffic impacts at two intersections; pedestrian flow issues at two crosswalks; temporary noise due to Hudson River Tunnel construction; construction traffic at one intersection; two crosswalks for pedestrians during construction; construction noise on nearby residential buildings and the High Line. Four measures would require New York City Department of Traffic (DOT) approval.

The standard mitigation measures such as signal timing changes, widened crosswalks, window-wall attenuation, quieter equipment and noise barriers are reasonable potential mitigation measures. CB4 also recommends that pedestrian safety enhancements be added at West 29th and West 30th Streets where vehicles enter the Hudson River Park. Locations where mitigations are needed such as West 33rd Street and Eleventh Avenue, neck downs should be installed to provide more space for pedestrians. If any of these mitigation measures are not successful, then the applicants will need to work with CB4 to find other solutions. Excellent communication between the developers and CB4 is essential.

VIII. Price of Special Hudson River Park District Development Rights

The proposed project includes the purchase of 29,625 sq. ft. of development rights from the Hudson River Park Trust. The Trust commissioned an independent entity, Appraisers and Planners, Inc. (API), to determine the value of the rights on the development site. Based on API's conclusion, the applicant has entered into a contract with the Trust to pay \$323/sq. ft., \$9.57 million, for the development rights. While the Trust accepted API's appraisal, CB4 and others have questioned whether \$323/sq. ft. is adequate compensation to the Trust.

API followed the following process in determining their valuation of the rights:

The proposed project includes the purchase of 29,625 sq. ft. of development rights from the Hudson River Park Trust. The Trust commissioned an independent entity, Appraisers and Planners, Inc. (API), to determine the value of the rights on the development site. Based on API's conclusion, the applicant has entered into a contract with the Trust to pay \$323/sq. ft., \$9.57 million, for the development rights. While the Trust accepted API's appraisal, others have questioned whether \$323/sq. ft. is adequate compensation to the Trust.

API followed the following process in determining their valuation of the rights:

Comparable Sales. API examined the sales of seven comparable properties. Sale prices ranged from \$408-549/sq. ft. with an average of \$491/sq. ft. API concluded that \$500/sq. ft. was the proper number and thus valued the proposed project at \$88.4 million.

Development Rights Ratio. API examined seven comparable sales of air rights. The ratio of the value of the air rights to the value of the underlying land ranged from 50-87%. They assigned the greatest weight to the two most similar sales and concluded that the appropriate ratio was 65%.

Final Valuation. API concluded that the appropriate value of the 29,625 sq. ft. to be purchased from the Trust was 65% of \$500/sq. ft., or \$323/sq. ft., a total of \$9.57 million.

The applicant is positioning the proposed development as benefiting from being across the street from the High Line and the vibrant Western Rail Yards. To the extent this is true the development rights from the park are more valuable than rights for other developments that do not benefit from this favorable location. We recommend that API should reevaluate their appraisal to reflect this by considering increasing the 65% development rights ratio.

The applicant has entered into a good faith contract with the Trust to buy development rights at a price determined by API, the Trust's independent appraiser. We recommend that DCP seek a review of API's report by someone with more relevant experience than we have. We specifically recommend the review of two fundamental assumptions, that regarding the value of the highest and best use being market rate rentals rather being than closer to condo sales, and the setting of the development rights ratio at 65% when the ratio for comparable sales ranges up to 87%.

We also request that this review take into consideration the price paid to the Trust for the development rights from Pier 40, as well as the price CPC is considering for development rights to complete the build-out of the SWCD.

IX. CB4 Priorities for Hudson River Park Site Improvements

CB4 looks forward to improvements to a number of HRP sites within CD4 which will be funded by monies from the sale of development rights from the Chelsea Piers area (Piers 59, 60 and 61 and the headhouse) to the development site. Currently, the sale is expected to provide \$ 9.57 million, 80 percent of which will be allocated to capital improvements and 20 percent to capital maintenance for the HRP within CD4.

CB4 conducted a robust public discussion to select priorities for HRP sites, aided by the Hudson River Park Trust which provided information, preliminary design ideas, and cost estimates for eight sites in CD4 that need varying levels of improvement. The Board's Waterfront, Parks and Environment Committee led these deliberations and developed a priority list reflecting the committee's unanimous vote. The Board's Chelsea Land Use Committee and the full Board support these priorities. If State funding is committed to one or more sites on the list, then other sites will "rise" in priority.

1. **Pier 97 Recreation Pier.** Located at West 57th Street. Design and construction of pier landscape, playground, open space, utilities and finishes to create a public recreation pier.
2. **Chelsea Waterside Park.** Located at West 23rd Street. Redesign and reconstruction of south side of park, including addition of permanent picnic area, rest room facilities and expansion of dog run with separate areas for big and small dogs.
3. **Pier 97 Upland Area.** Located at West 57th Street. Construction of esplanade and bike path, bulkhead repairs, landscaping and utilities, and a small utility building/bathroom.
4. **Gateway/Hudson River Tunnel Project Area.** This site is closest to Block 675. The Hudson River Tunnel Project path runs across HRP between West 29th and West 30th Streets. Design funding for that area plus the section from West 30th Street to West 34th Street: new esplanade, bike path and landscaping. Short term and long term proposals.
5. **Pier 66a Float Bridge.** Located at West 26th Street. Restoration of historic Baltimore & Ohio Railroad transfer float bridge.
6. **Piers 98 to 99 Upland Area.** Located at between West 58th and West 59th Streets. Construction of over-water pedestrian platform, associated utilities, pavement and railings; and construction of bikeway and walkway connection to Riverside Park South to improve circulation and safety.
7. **Area South of Pier 76.** Located from West 34th Street to the southern edge of Pier 76. Construction of new esplanade, landscaping, and beach providing public access to the Hudson River.
8. **Piers 79 – 84 Upland Area.** Located between West 39th and West 43rd Streets. Redesign and construction of walkway, bikeway and driveway to improve pedestrian and cyclists' safety and traffic flow.

X. Inclusion in the Special West Chelsea District

Beginning in 2003, with the original planning for West Chelsea, CB4 has requested multiple times that Block 675 be included in the SWCD. Since the creation of the SWCD in 2005, it has been expanded

twice to include the Chelsea Market Block (between Ninth and Tenth Avenues, West 15th and 16th Streets – 2012) and the south side of West 15th Street between Ninth and Tenth Avenues (2015), but DCP has consistently declined to recommend the inclusion of Block 675 in the district.

One significant advantage to inclusion in the SWCD is the flexibility to address unique conditions and situations to improve the community. We propose the inclusion of the development site in the SWCD.

XI. Recommendations/Conditions

At the January 16, 2018 meeting of the Board's Chelsea Land Use Committee, and in a subsequent letter, the applicant agreed to some of the recommendations made by the committee; these points are noted in the appropriate sections below. The applicant will submit a final commitment letter to all stakeholders before the application is voted on by the City Council Land Use Committee.

CB4 appreciates the applicant's willing engagement to attempt to resolve numerous issues over an extended period. The application itself reflects several changes made by the applicant in response to our concerns, and the subsequent commitment letter reflects further discussions. CB4 nonetheless recommends denial of the application unless the following recommendations and conditions are met in the final approved application.

- **Maximum Building Height.** We recommend that the maximum height of the proposed project be limited to 450 feet. This limit incorporates an increase in height, related to development rights purchased from the HRP, from the step down we would normally recommend from the 450 feet in the adjacent Subarea A of the SWCD to the east, a step down from the 550' we recommend for the adjacent project on Eleventh Avenue and is a reasonable step down from the 642' heights of Sites 6A and 6B in the Western Railyards to the north. **(Section IV)**
- **Mandatory Inclusionary Housing.**
 - We strongly recommend that affordable units be distributed throughout at least 80% of the proposed project's floors, that all finishes and fittings be the same in affordable and market-rate units, and that fee-based amenities be discounted for tenants in affordable units. **(Section V)**
 - The applicant has agreed that market rate and affordable units will be built with identical finishes and provided with identical appliances, including washers and dryers. They plan to offer certain amenities, such as a children's play room, without fee, and commit to discounting access fees for residents of the affordable units for other amenities by 33%.
- **Building Services and Other Issues. (Section VI)**
 - We recommend that loading docks, trash compactors and dumpsters be located inside buildings except during trash and recycling pickup. The applicant states that garbage will be compacted and stored internally until scheduled pick-up by the Department of Sanitation, and that they will explore the use of the garage for deliveries.
 - We recommend that the parking garage accommodate environmentally-friendly vehicles such as Zip cars or similar and electric vehicles. The applicant states that they will provide a car sharing service the opportunity to locate vehicles in the garage and will include an electric charging stations for electric vehicles.

- We recommend that to the extent possible full size trees and complete landscaping be planted in sidewalk tree pits, and in tree planters where precluded by ConEd vaults. The applicant states that they will plant street trees consistent with zoning and will apply for revocable consents to use planters in locations where street trees are precluded because ConEd vaults or other infrastructure.
- We recommend that the applicant pay workers living wages with benefits, support a Community Jobs Project and rent retail spaces to local businesses. The applicant states they will work with Building Skills NY and other local organizations to ensure that local residents are given opportunities for employment within the Proposed Development.
- **Mitigation of Adverse Environmental Impacts.** We recommend the following as mitigations for the adverse environmental impacts identified in the DEIS:
 - The provision of space for publicly-funded child care;
 - Reconstruction and renovation of a Chelsea recreation park;
 - And standard measures such as signal timing changes, widened crosswalks, window-wall attenuation, quieter equipment and noise barriers for traffic impacts at two intersections, pedestrian flow issues at two crosswalks and construction congestion and noise on nearby residential buildings. **(Section VII)**
- **Hudson River Park Development Rights Price.** We recommend that someone with more experience than we have review the conclusions of the HRPT’s appraisers, and in particular the highest and best use, the development rights ratio . **(Section VIII)**
- **HRP Project Priorities.** We recommend that capital funds provided to HRP through the sale of development rights be allocated to the following projects listed in their ranked order.
 1. **Pier 97 Recreation Pier.** Located at West 57th Street. Design and construction of pier landscape, playground, open space, utilities and finishes to create a public recreation pier.
 2. **Chelsea Waterside Park.** Located at West 23rd Street. Redesign and reconstruction of south side of park, including addition of permanent picnic area, rest room facilities and expansion of dog run with separate areas for big and small dogs.
 3. **Pier 97 Upland Area.** Located at West 57th Street. Construction of esplanade and bike path, bulkhead repairs, landscaping and utilities, and a small utility building/bathroom.
 4. **Gateway/Hudson River Tunnel Project Area.** This site is closest to Block 675. The Hudson River Tunnel Project path runs across HRP between West 29th and West 30th Streets. Design funding for that area plus the section from West 30th Street to West 34th Street: new esplanade, bike path and landscaping. Short term and long term proposals.
 5. **Pier 66a Float Bridge.** Located at West 26th Street. Restoration of historic Baltimore & Ohio Railroad transfer float bridge.

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 7. **Area South of Pier 76.** Located from West 34th Street to the southern edge of Pier 76. Construction of new esplanade, landscaping, and beach providing public access to the Hudson River.
 8. **Piers 79 – 84 Upland Area.** Located between West 39th and West 43rd Streets. Redesign and construction of walkway, bikeway and driveway to improve pedestrian and cyclists' safety and traffic flow.
- **Inclusion of the Development Site in the SWCD.** We recommend that the development site be included in the SWCD. (Section X)

We wish to conclude by reiterating our appreciation for the applicant's willingness to work with the Board towards a project that benefits both the applicant and the community, and that will be an important addition to West Chelsea. We look forward to further favorable revisions as the application proceeds through the approval process.

Sincerely,



Burt Lazarin
Chair
Manhattan Community Board 4



John Lee Compton, Co-Chair
Chelsea Land Use Committee



Betty Mackintosh, Co-Chair
Chelsea Land Use Committee

cc: Hon. Corey Johnson, City Council
Hon. Gale A. Brewer, Manhattan Borough President
Hon. Brad Hoylman, New York State Senate
Hon. Richard Gottfried, New York State Assembly
Maria Torres-Springer, Commissioner, HPD
Douglaston Development



CITY OF NEW YORK

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BURT LAZARIN
Chair

JESSE R. BODINE
District Manager

March 8, 2018

Marisa Lago, Chair
New York City Planning Commission
120 Broadway
31st Floor
New York, NY 10271

re: Amendment to 180150 ZMM; N 180151 ZRM; 180152 ZSM – 606 West 30th Street – Block 675 Lots 38 and 39 – the “A-Text”

Dear Chair Lago:

Manhattan Community Board 4 (CB4) voted on March 7, 2018, by a vote of 35 in favor, 0 opposed, 0 abstaining and 0 present but not eligible to vote, to recommend denial of the proposed amendment applications 180150 ZMM; N 180151 ZRM; 180152 ZSM – 606 West 30th Street – Block 675 Lots 38 and 39, the “A-Text,” unless the conditions in our letter of February 5, 2017 on the original applications, attached, are met.

Background

The original application, certified on November 27, 2017, proposed a mixed-use building on Block 675 Lot 39. CB4 recommended denial of the applications unless certain conditions were met.

During their presentation to CLU the applicant informally indicated that they were attempting to purchase the adjacent parcel, Lot 38 and hoped to include it in amended applications. The applicant has now reached an agreement to purchase Lot 38 and accordingly has submitted amended applications.

Description of the Proposed Development

Block 675 Lot 38 is a 25’ wide parcel, located immediately to the east of Lot 39. It currently is occupied by an auto body shop. The proposed amended development extends the four-story base of the original building eastward along West 30th Street to include Lot 38 without affecting the footprint of the tower portion of the building.

The original proposal for the tower included 28 standard height residential floors (Floors 4 through 31) and six double height residential floors (Floors 31 through 36) in anticipation of additional floor area from the purchase of Lot 38. In the revised proposal these six floors have been replaced by eight standard height residential floors, giving 35 standard height residential floors (Floors 4 through 38), and three residential floors each approximately 50 percent taller than the standard residential floor height (Floors 39 through 41).

Other changes to the proposed development are noted in the table below.

Description	Original Application	Amended Application	Change
Floor Area			
Residential	164,728 sf	193,124 sf	28,396 sf (17%)
Commercial	13,022 sf	14,251 sf	1,229 sf (9%)
Total	177,750 sf	207,375 sf	29,625 sf (17%)
HRPT Transfer			
Floor Area	29,625 sf	34,563 sf	4,938 sf (17%)
Payment	\$9,570,000	\$11,164,813	\$1,594,813 (17%)
Residential Units			
Affordable	55 Units	63 Units	8 Units (15%)
Market Rate	163 Units	189 Units	26 Units (16%)
Total	218 Units	252 Units	34 Units (16%)-
Parking			
Residential Accessory	43 Spaces	50 Spaces	7 Spaces (16%)
Commercial Accessory	4 Spaces	4 Spaces	-
Total	47 Spaces	54 Spaces	7 Spaces (15%)

In addition, because of the additional floor area added by Lot 38, the revised project does not require a Tower Lot Coverage Waiver as the original project did. The height of the revised tower is now stated as 520' whereas the height of the original tower was stated as a maximum of 520'. There are no changes to the previously requested waivers for Base Height, Front Setback and Rear Yard.

CB4 Recommendation

CB4 is pleased that the revised project incorporates Lot 38, a better result than anything other than possibly a pocket park, an unlikely outcome under any circumstances, and provides an additional eight units of affordable housing and an additional \$1.6 million for the Hudson River Park. We recommend denial of the A-Text unless the conditions in our

letter of February 5, 2017 on the original applications, including a maximum building height of 450', are met

Sincerely,



Burt Lazarin
Chair
Manhattan Community Board 4



John Lee Compton, Co-Chair
Chelsea Land Use Committee



Betty Mackintosh, Co-Chair
Chelsea Land Use Committee

cc: Hon. Corey Johnson, City Council
Hon. Gale A. Brewer, Manhattan Borough President
Hon. Jerry Nadler, U.S. Congress
Hon. Brad Hoylman, New York State Senate
Hon. Richard Gottfried, New York State Assembly
Maria Torres-Springer, Commissioner, NYC HPD

Borough President Recommendation

City Planning Commission
22 Reade Street, New York, NY 10007
Fax # (212) 720-3356

INSTRUCTIONS

1. Return this completed form with any attachments to the Calendar Information Office, City Planning Commission, Room 2E at the above address.
2. Send one copy with any attachments to the applicant's representative as indicated on the Notice of Certification.

Docket Description: C 180150 ZMM, N 180151 ZRM, C 180152 ZSM

IN THE MATTER OF an application submitted by West 30th Street LLC pursuant to Sections 197-c and 201 of the New York City Charter for the amendment of the Zoning Map, Section No. 8b:

1. changing from an M2-3 District to a C6-4X District property bounded by West 30th Street, a line 100 feet westerly of Eleventh Avenue, a line midway between West 29th Street and West 30th Street, and a line 525 feet easterly of Twelfth Avenue, and
2. establishing a Special Hudson River Park District bounded by:
 - a. West 30th Street, a line 100 feet westerly of Eleventh Avenue, a line midway between West 29th Street and West 30th Street, and a line 525 feet easterly of Twelfth Avenue; and
 - b. i. a line perpendicular to the U.S. Bulkhead Line distant 71 feet northerly (as measured along the U.S. Bulkhead Line) from the point of intersection of the westerly prolongation of the northerly street line of West 21st Street and the U.S. Bulkhead Line;
 - ii. the U.S. Pierhead Line,
 - iii. a line 1125 feet southerly of the first named course; and
 - iv. a line 78 feet easterly of the U.S. Bulkhead Line;

IN THE MATTER OF an application submitted by the Department of City Planning pursuant to Section 201 of the New York City Charter, for an amendment of the Zoning Resolution of the City of New York, modifying Article VIII, Chapter 9 (Special Hudson River Park District) and modifying Appendix F for the purpose of establishing a Mandatory Inclusionary Housing area.

IN THE MATTER OF an application submitted by West 30th Street LLC pursuant to Sections 197-c and 201 of the New York City Charter for the grant of a special permit pursuant to Section 89-21 of the Zoning Resolution to allow the distribution of 29,625 square feet of floor area from a granting site (B1, Block 662, Lots 11, 16 & 19) to a receiving site (B2, Block 675, Lot 39), to modify the height and setback requirements and tower lot coverage requirements of Section 35-65 (Height and Setback Requirements for Quality Housing Buildings) and Section 23-60 (Height and Setback Regulations), and to modify the rear yard requirements of Section 33-26 (Minimum Required Rear Yards), in connection with a proposed mixed use development on property located at 606-616 West 30th Street (Block 675, Lot 39), in a C6-4X District, within the Special Hudson River Park District (HRP).

COMMUNITY BOARD NO: 4

BOROUGH: Manhattan

RECOMMENDATION

- APPROVE
- APPROVE WITH MODIFICATIONS/CONDITIONS (List below)
- DISAPPROVE
- DISAPPROVE WITH MODIFICATIONS/CONDITONS (Listed below)
- EXPLANATION OF RECOMMENDATION – MODIFICATION/CONDITIONS (Attach additional sheets if necessary)

See Attached

John A. Brewer

March 7, 2018

BOROUGH PRESIDENT

DATE



OFFICE OF THE PRESIDENT
BOROUGH OF MANHATTAN
THE CITY OF NEW YORK

1 Centre Street, 19th floor, New York, NY 10007
(212) 669-8300 p (212) 669-4306 f
431 West 125th Street, New York, NY 10027
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Gale A. Brewer, Borough President

March 7, 2018

Recommendation on

**ULURP Application Nos. C 180150 ZMM, N 180151 ZRM, and C 180152 ZSM;
N 180151 (A) ZRM and C 180152(A) ZSM – 606 West 30th Street**

By West 30th LLC

PROPOSED ACTIONS

West 30th LLC (the “applicant”) is seeking a zoning text amendment, a zoning map amendment, and a special permit pursuant to the Zoning Resolution of the City of New York (“ZR”) Section 89-21 in order to facilitate the development of the property located at 606 West 30th Street in Manhattan (Block 675, Lot 39) (the “Development Site”) with a mix of residential and commercial uses (the “Proposed Project”). The Proposed Project would have approximately 177,750 zoning square feet of mixed residential and commercial floor area, including affordable housing.

Zoning Text Amendment (C 180150 ZRM)

The applicant is seeking a zoning text amendment to create a Map in the Appendix to the Special Hudson River Park District Regulations (ZR Section 89-00) to define Piers 59, 60, and 61 and their associated headhouses, which are located in a portion of Hudson River Park, as a “granting site” and Block 675, Lots 38 and 39 as a “receiving site” and to modify certain provisions of the Special Hudson River Park District (the “SHRPD”). The zoning text amendment would also map a Mandatory Inclusionary Housing (“MIH”) designated area on the Development Site, per Appendix F of the Zoning Resolution.

In evaluating the text amendment, this office must consider whether the modifications and new special permit are appropriate and beneficial to the community in which the eligible sites and proposed project are situated.

Zoning Map Amendment (C 180151 ZMM)

The applicant is seeking a zoning map amendment to rezone Block 675, Lots 38 and 39 (the “C6-4X Rezoning Area”) from an M2-3 manufacturing district to a C6-4X commercial district, which would permit residential and commercial uses at a Floor Area Ratio (“FAR”) of 10.0. The map amendment would also map the Special Hudson River Park District over the C6-4X Rezoning Area and Piers 59, 60, and 61 and their associated headhouses.

Any changes to the zoning map should be evaluated for consistency and accuracy, and given the land use implications, appropriateness for the growth, improvement and development of the neighborhood and borough.

Special Permit Pursuant to ZR Section 89-21 (C 180152 ZSM)

The applicant is seeking a special permit to allow the transfer of 29,625 square feet of floor area from Piers 59, 60, and 61 and their associated headhouses to the Development Site (Block 675, Lot 39), and to permit height and setback, rear yard, and tower lot coverage waivers.

The City Planning Commission ("CPC") may grant the transfer of floor area from the granting site, Hudson River Park, to the receiving site, and any associated bulk modifications, provided that:

1. such transfer of floor area will facilitate the repair, rehabilitation, maintenance and development of Hudson River Park, including its piers, bulkheads and infrastructure; and
2. the transfer of floor area will support the completion of improvements to Hudson River Park as identified in the statement submitted to the Commission by the Hudson River Park Trust ("HRPT") as part of this application; and
3. for the receiving site:
 - a. the proposed configuration and design of buildings , including any associated structures and open areas, will result in a superior site plan, and such buildings and open areas will relate harmoniously with one another and with adjacent buildings and open areas;
 - b. the location and quantity of the proposed mix of uses will complement the site plan;
 - c. the proposed transfer of floor area and any modification to bulk regulations will not unduly increase the bulk of any building on the receiving site or unduly obstruct access of adequate light and air to the detriment of the occupants of users of buildings on the block or nearby blocks, or of people using the public streets and other public spaces;
 - d. such transferred floor area and any proposed modifications to bulk are appropriate in relation to the identified improvements of Hudson River Park; and
 - e. any affordable housing, as defined in Section 23-90 (Inclusionary Housing), that is provided as part of the project will support the objectives of the Inclusionary Housing Program.

The City Planning Commission shall receive a copy of a transfer instrument legally sufficient in both form and content to affect such a transfer of floor area. Notices of the restriction upon further development, enlargement or conversion of the granting site and the receiving site shall be filed by the owners of the respective zoning lots in the Office of the Register of the City of New York (County of New York). Proof of recordation of the notices shall be submitted to the Chairperson of the City Planning Commission, in a form acceptable to the Chairperson.

Both the transfer instrument and the notices of restriction shall specify the total amount of floor area transferred and shall specify, by lot and block numbers, the granting site and receiving site that are a party to such transfer.

On a receiving site, for any development or an enlargement that is subject of a special permit granted by the CPC pursuant to ZR Section 89-21, the Department of Buildings shall not:

1. issue a building permit until the Chairperson of the Commission has certified that the owner of the receiving site and the HRPT have jointly executed documents sufficient to facilitate a payment schedule associated with the transfer of floor area; or
2. issue a temporary certificate of occupancy until the Chairperson of the Commission has certified that the HRPT has submitted a letter to the Chairperson confirming that payment of all required funds has been made by the owner of such receiving site to the HRPT, and that all required funding tools and/or payments are in satisfactory compliance with the executed payment schedule.

The Commission may prescribe additional appropriate conditions and safeguards to improve the quality of the development or enlargement and minimize adverse effects on the character of the surrounding area.

Chairperson Certification

The applicant is also seeking, pursuant to a separate application, a certification by the chairperson of the CPC pursuant to ZR Section 89-21 to allow the issuance of a building permit for the Proposed Development on the basis that the Applicant and the HRPT have jointly executed a purchase and sale agreement for the amount of the required funds associated with the transfer of floor area and that the required funds have either been irrevocably paid to HRPT or will be paid in accordance with a payment schedule and secured by a cash equivalent, such as a letter of credit, in accordance with such purchase and sale agreement.

PROJECT DESCRIPTION

The Development Site is located midblock on the south side of West 30th Street between Eleventh and Twelfth Avenues, and between the neighborhoods of Hudson Yards to the north and West Chelsea to the east. The Development Site consists of Lot 39 of Block 675, which has a lot area of 14,812 square feet, and which is currently improved with a one-story parking structure that is currently licensed to the New York City Department of Sanitation ("DSNY") and used for vehicle maintenance. DSNY will vacate the Development Site by July 2018.

Lot 38 is also part of the C6-4X Rezoning Area. Lot 38 is owned by 604 West 30th Street LLC, an affiliate of the Georgetown Company, and has a lot area of 2,468 square feet. Lot 38 is currently improved with a one-story auto repair shop.

The applicant is seeking a zoning text amendment, a zoning map amendment, and a special permit pursuant to ZR Section 89-21 to allow for transfer of floor area from Hudson River Park in order to facilitate the development of a 36-story mixed use building.

Background of Hudson River Park

Hudson River Park (“Park”) spans four miles in and along the Hudson River waterfront just north of Chambers Street to West 59th Street. The Park serves as a regional public space and a neighborhood park serving the Tribeca, Greenwich Village, Hudson Square, Chelsea, Hell’s Kitchen and Clinton neighborhoods which border the park.

The Park is the result of City and State long-term efforts to transform the formerly industrial Hudson River waterfront into publicly accessible open spaces connected to a pedestrian esplanade and bike path. From that process, the Hudson River Park Act was created in 1998 which identified the park’s boundaries, permitted uses of each pier, the Park’s operating framework and established the Hudson River Park Trust as a public benefit corporation 501(c)(3) with the mandate to design, construct, operate and maintain the Park. As required by the Act, a Multi-Purpose General Project Plan was adopted which together, set forth the regulations that govern the Park’s use and development.

Uses not permitted in the park include residential, manufacturing, hotel, casino, riverboat gambling and office uses (with the exception of Pier 57). Some of the permitted uses include water-dependent transportation, entertainment, retail, restaurant, media studios, commercial recreational uses and amusements, performing arts, and educational facilities. Commercial development is limited to Piers 40, 57, 59, 60, 61, 81, 83, and 98. Pursuant to the Act, passive and active public open space uses are not subject to zoning and land use laws and regulations of the City.

The State and City own the underlying Park property. Through the Department of Parks and Recreation, the City owns the piers and upland areas from West 35th Street to the northern boundary of West 59th Street. Through the Office of Parks, Recreation and Historic Preservation, the State owns the piers and upland areas south of West 35th Street to the northernmost border of the Battery Park City seawall as extended to Route 9A. The Department of Environmental Conservation owns the land under water throughout the Park. Within these boundaries are piers that are excluded from the Park: Pier 76 is currently excluded and is operated by the City Police Department as a tow pound; Pier 78 is privately owned; Piers 88, 90, 92 and 94, are owned and operated by the City.

Transfer of Development Rights of Pier 40

In 2013, New York State adopted an amendment to the Hudson River Park Act allowing the transfer, by sale, of unused development rights generated by the Park to properties one block east of the Park as permitted under local zoning law. The amendment further stipulates that any revenue generated from the sale of unused development rights must first be used to rehabilitate Pier 40’s infrastructure, including pier piles and roof. (Chapter 517 of the Laws of New York, 2013).

In 2016, the CPC approved a text amendment that created a mechanism for the transfer of development rights by special permit from “generating sites” within the Hudson River Park to

“receiving sites” within a newly created Special Hudson River Park District (ZR Section 89-00). An April 2016 appraisal report valued the transfer of 200,000 square feet of development rights from Pier 40 at \$114.9 million dollars, but discounted the value for the provision of affordable housing and the scarcity of receiving sites, for a final appraised value of \$74.7 million, or \$373 per square foot. The developer of 550 Washington Street agreed to pay the Trust \$100 million for the development rights, or \$500 per square foot (C 160310 ZSM).

Area Context

The Development Site is located between the high-rise Hudson Yards neighborhood to the north and the significantly lower-slung West Chelsea neighborhood to the east. The blocks immediately adjacent to the Development Site are zoned M2-3 to the south, C6-4 within the Special Hudson Yards District to the north, C6-4 within the Special West Chelsea District along the avenues and along West 30th Street, and C6-3 on the midblocks south of 30th Street.

The Development Site is mapped within the M2-3 district. M2-3 districts are typical of historically industrial areas located on the waterfront, and Piers 59, 60, and 61 and their associated headhouses are also mapped in M2-3 districts. M2-3 districts allow for moderately heavy industrial uses and limited commercial uses and do not permit residential uses, and have a maximum FAR of 2.0.

The Special Hudson Yards District to the north was designed to encourage high-density, transit-oriented business and residential development over the West Side Yard and the surrounding industrial neighborhood, with maximum FARs up to 33.0. The No. 7 subway line was extended westward to provide public transit, and more than 17 million square feet of mixed-use development is planned. The High Line also runs along the block directly north of the Development Site.

The Special West Chelsea District was established in 2005 to encourage mixed uses in the West Chelsea neighborhood, including residential and arts-related uses. It was also intended to create and provide a transition to the Hudson Yards neighborhood to the north. It is located in an M1-5 zoning district and a C6-3 zoning district. The maximum FAR in the M1-5 zoning district is 5.0, and the maximum FAR in the C6-3 zoning district is 7.5.

In terms of transportation infrastructure, the Development Site is served by Twelfth Avenue (Route 9A), a major north-south arterial highway, and Eleventh Avenue, a major southbound arterial road. The closest subway station is the 34th Street/Hudson Yards station on the No. 7 line. The M12 bus runs southbound on Eleventh Avenue, and northbound on Twelfth Avenue. The M34 crosstown bus runs eastbound and westbound on West 34th Street. The area is also served by multiple CitiBike stations, including at West 27th Street and Eleventh Avenue and at West 28th Street and Tenth Avenue.

Open space resources in the area include the High Line, and Hudson River Park, which offer a bikeway, walkways, lawns, landscaped areas, a skate park, a carousel, a rock garden, restrooms, café, and dining tables in the vicinity of the Development Site. Chelsea Park is located on Tenth Avenue between West 27th Street and West 28th Street, and Chelsea Waterside Park is located

east of Twelfth Avenue between West 22nd and West 24th Streets. Hudson Park is located along Hudson Boulevard East between West 33rd and West 36th Streets.

Community facility uses in the area include P.S. 33 Chelsea Prep on the west side of Ninth Avenue at 26th Street, the Church of the Holy Apostles on the east side of Ninth Avenue at 28th Street, the Church in New York City on West 34th Street between Ninth Avenue and Tenth Avenue, and the Church of Saint Michael next door to it. The Jacob K. Javits Convention Center is located between West 34th and West 40th Streets and Eleventh and Twelfth Avenues. A new school is proposed for the Western Rail Yards site to the north of the Development Site.

The Landmarks Preservation Commission designated the West Chelsea Historic District in 2008, which borders the Development Site to the south. This District serves as “a rare surviving example of New York City’s rapidly disappearing industrial neighborhoods,” and contains examples of simple brick facades, horizontal banding, and corbelled brick cornices typical of industrial architecture from the turn of the twentieth century. It also demonstrates later building techniques that characterized industrial architecture such as steel building frames, terra-cotta tile floors, and reinforced concrete.

Proposed Development

The Proposed Development would include a total of 177,750 zoning square feet of floor area, for a total of 12 FAR, in a 36-story building. The building would have a maximum proposed height of 520 feet excluding the bulkhead, and would contain up to approximately 218 dwelling units. The building would include 47 as-of-right accessory parking spaces and 110 bicycle spaces.

The Proposed Development would have 164,728 square feet of residential floor area (11.12 FAR) and 13,022 square feet of commercial floor area (0.88 FAR), and would provide affordable housing pursuant to MIH. Commercial uses would be located on floors one through four. On the first floor, there will be two retail spaces with a combined floor area of 3,110 square feet. There will also be second and third floor retail spaces, which are anticipated to be occupied by a restaurant. The 4,029 square foot second floor space will be at the level of the High Line and feature floor-to-ceiling windows overlooking West 30th Street to the High Line. The 5,831 square foot third floor space would be surrounded by a wrap-around terrace. These spaces have been designed to complement and interact with the High Line.

Dwelling units would be on floors four through 36, with eight units ranging from studios to two bedrooms on typical floors from four to 30. Upper floors would contain fewer, larger apartments, with four units each from 31 to 34 and duplex units on 35 and 36. Parking would be on the second floor, south of and adjacent to the second floor retail space, and would be accessed by parking lifts.

Pursuant to MIH, approximately 25 percent of the residential floor area would be provided as permanently affordable housing, resulting in approximately 55 affordable housing units. In accordance with Option 1 of MIH, the affordability breakdown will be 10 percent at 40 percent of Area Median Income (AMI), 10 percent at 60 percent of AMI, and 5 percent at 100 percent of AMI.

The proposed Development would extend along the entire street line of the Development Site's West 30th Street frontage. The base would rise to a height of 45 feet, above which the tower would be set back 15 feet from West 30th Street, 8 feet 6 inches from the side lot lines, and 30 feet from the rear lot line.

In order to guide the determination of the value of the transfer of development rights from Hudson River Park, HRPT commissioned an independent appraiser. Based on the appraiser's conclusions, the applicant has entered into a contract with HRPT to pay \$323 per square foot, or \$9.57 million, for the development rights.

Proposed Actions

The applicant is proposing the following land use actions:

Zoning Text Amendment (N 180151 ZRM)

The applicant proposes to create a Map in the Appendix to the Special Hudson River Park District Regulations (ZR Section 89-00) to define Piers 59, 60, and 61 and their associated headhouses as a “granting site” and the Development Site as a “receiving site.” The text amendment would also apply the M2-3 use and bulk regulations but permit an overall maximum FAR of 12.0 in a C6-4X district when the CPC grants a Special Permit pursuant to ZR Section 89-21. Defining the granting site and receiving site allows for a floor area transfer that would further the goals of the Special Hudson River Park District by providing funds to the Park to support much-needed infrastructure improvements.

Zoning Map Amendment (C 180150 ZMM)

The applicant is seeking to rezone the Development Site from an M2-3 manufacturing district to a C6-4X commercial district. The proposed map amendment would also map the Special Hudson River Park District over the granting site and receiving site to allow the transfer of floor area from Hudson River Park.

The proposed C6-4X district is intended to provide a transition between the density permitted by the M2-3 district to the south and the nearby blocks at the southern edge of the Special Hudson Yards District. The C6-4X district permits a wider range of commercial uses than the M2-3 district, as well as residential and community facility uses. It allows a base height of 60 to 85 feet, and building height and setback above the base is governed by a sky exposure plane and the tower regulations.

Special Permit Pursuant to ZR Section 89-21 (C 180152 ZSM)

The applicant is requesting a special permit to allow a transfer of 29,625 square feet of floor area to the Development Site (Block 675, Lot 39), and to modify bulk regulations to allow for the following waivers:

1. A base height waiver to permit a base height of 45 feet; a minimum base height of 60 feet is otherwise required;
2. A front setback waiver to permit a balcony/structure to project 10 feet into an area where a 15-foot setback would otherwise be required;
3. A rear yard waiver to permit the second floor to occupy an area where a 20 foot rear yard would otherwise be required, and a balcony structure to project 10 feet into an area where a 30 foot rear yard would otherwise be required; and
4. A tower lot coverage waiver to permit a maximum proposed envelope of 45.6% tower coverage, which exceeds 45% of the lot area of the zoning lot.

The transfer of 29,625 square feet of floor area from Piers 59, 60, and 61 and their associated headhouses would increase the maximum permitted floor area on the Development Site from approximately 148,125 zoning square feet to approximately 177,750 zoning square feet, or to a total of approximately 12.0 FAR. Piers 59, 60, and 61 and their associated headhouses are zoned to allow for a maximum floor area of approximately 1,118,792 zoning square feet, of which approximately 468,701 zoning square feet would remain unused. Taking into account the concurrent application for 601 West 29th Street, which seeks to transfer 123,437.5 square feet from the Park, there would remain approximately 345,263.5 zoning square feet unused.

In order to effect this transfer, a Transfer Instrument and Notice of Restrictions will be recorded against Piers 59, 60, and 61 and their associated headhouses and the Development Site, permanently reducing the floor area available on Piers 59, 60, and 61 and their associated headhouses and increasing it on the Development Site. The amount of floor area transferred would equal 20 percent of the maximum floor area otherwise permitted on the receiving site, which is the maximum percentage permitted by Section 89-21(b).

(A) Applications (N 180151A ZRM, C 180152A ZSM)

On February 13, 2018, the applicant filed (A) applications for the Proposed Project. The initial applications were filed to facilitate a version of the Proposed Project that was to be located only on Lot 39 of Block 675. The applicant expects to acquire Lot 38 of Block 675 (which, as stated above, is currently improved with a one-story auto repair shop), and is filing (A) applications to facilitate development on both Lot 38 and Lot 39.

The (A) applications put forth the following changes to the Proposed Project:

1. Total square footage increases by 28,396.3 square feet, from 177,750 square feet to 207,375 square feet;
2. Floor area transfer from HRPT increases by 4,937.5 square feet, from 29,625 square feet to 34,562.5 square feet;
3. Total residential units increase by 34 units, from 218 units to 252 units;
4. Affordable units increase by 8 units, from approximately 55 units to approximately 63 units;
5. As-of-right parking spaces increase by 7 spaces, from 47 spaces to 54 spaces; and
6. The tower lot coverage waiver under the special permit is eliminated.

The (A) applications do not change the maximum height of the Proposed Project, which remains at 520 feet. All other waiver requests remain the same. The additional floor area transfer from HRPT will result in an increase assessment from \$9.57 million for the development rights to \$11.16 million. The price of \$323 per square foot remains the same.

ANTICIPATED IMPACTS

Pursuant to City Environmental Quality Review (CEQR) and to the rules of the State Environmental Quality Review Act (SEQRA), amongst others, a Draft Environmental Impact Statement (DEIS) was prepared for the Proposed Project, together with another project on the same block, 601 West 29th Street.

On April 14, 2017 a Positive Declaration and Draft Scope of Work (DSOW) were issued. The DSOW identified a number of analysis tasks for the DEIS to consider for further analysis and established an analytical framework for the following analysis categories:

- land use, zoning and public policy,
- socioeconomic conditions,
- community facilities and services,
- open space,
- shadows,
- historic and cultural resources,
- urban design and visual resources,
- natural resources,
- hazardous materials,
- water and sewer infrastructure,
- energy,
- transportation,
- air quality,
- greenhouse gas emissions and climate change,
- noise,
- neighborhood character, and
- construction impacts.

The DSOW was further refined following a public scoping meeting held on May 17, 2017, with written comments accepted until May 30, 2017. The Final Scope of Work (FSOW) was issued on November 20, 2017.

The Draft EIS (DEIS) and Notice of Completion, issued on November 20, 2017, found that significant adverse impacts were identified in the areas of publicly-funded child care, open space, shadows, transportation, and construction.

Existing child care facilities in the 2-mile study area have a total capacity of 213 slots and an enrollment of 178 children (83.6 percent utilization). The Proposed Project, together with 601 West 29th Street, are anticipated to increase the demand for child care facilities by 29 children to 395 children. Compared to a capacity of 213 slots, this would create a deficit of 182 slots. Assuming this demand is accommodated at existing child care facilities, the facilities would operate at 185.4 percent, which represents an increase in the utilization rate of 13.6 percent over the No Action condition.

For open space, it was determined that there would be a significant adverse impact due to the increased user population. Potential mitigation measures are currently being explored by the applicants in consultation with the New York City Department of City Planning and the New York City Department of Parks and Recreation. Potential mitigation measures for open space impacts may include, but are not limited to, creating new open space within the study area; funding for improvements, renovation, or maintenance at existing local parks and/or playgrounds; or improving open spaces to increase their utility or capacity to meet identified open space needs in the area.

For transportation, it was determined that there would be potential significant adverse impacts to traffic and pedestrians. No significant adverse impacts were identified for parking, transit, and vehicular and pedestrian safety.

For construction, it was determined that there would be temporary significant adverse impacts in the areas of transportation and noise. The potential transportation-related impacts during construction would be similar to or less than the significant adverse impacts identified for the future with the full build-out of the projects considered in the DEIS. The construction of the projects also has the potential to result in construction noise levels that exceed the CEQR Technical Manual noise impact criteria for an extended period of time at 534 West 30th Street, residences near Eleventh Avenue and West 29th Street, and portions of the High Line directly across West 30th Street from the construction area.

COMMUNITY BOARD RECOMMENDATION

At its Full Board meeting on February 7, 2018, Manhattan Community Board 4 (“CB4”) approved a resolution by a vote of 41 in favor, 0 opposed, and 0 abstaining that recommended **denial** of the applications regarding 606 West 30th Street unless certain conditions are met:

Maximum Building Height – CB4 recommended that the maximum height of the proposed project be limited to 450 feet, which would be consistent with the adjacent Subarea A of the Special West Chelsea District immediately to the east, and a reasonable step down from the 642 feet heights of Hudson Yards Sites 6A and 6B to the north.

Mandatory Inclusionary Housing – CB4 recommended that affordable units be distributed throughout at least 80 percent of the proposed project’s floors, and that there would be identical finishes and fittings between the affordable and market-rate units, and that fee-based amenities be discounted for tenants in affordable units.

Building Services and Other Issues – CB4 recommended that loading docks, trash compactors and dumpsters be located inside buildings except during trash and recycling pickup, that the parking garage accommodate environmentally-friendly vehicles, that full size trees and complete landscaping be planted in sidewalk tree pits and tree planters, that workers be paid living wages with benefits, that the applicant support a Community Jobs Project and if possible rent retail spaces to local businesses, and that the applicant agrees to coordinate logistical issues such as construction deliveries and temporary street closings with the adjacent development site.

Mitigation of Adverse Environmental Impacts – CB4 recommended that adverse environmental impacts identified in the Draft Environmental Impact Statement be mitigated through the provision of space for publicly-funded child care, the reconstruction and renovation of a Chelsea recreation park, and standard measures such as signal timing changes, widened crosswalks, window-wall attenuation, quieter equipment and noise barriers for traffic impacts at two intersections, and ways to address pedestrian flow issues at two crosswalks and the effects of construction congestion and noise on nearby residential buildings.

Hudson River Park Development Rights Price – CB4 recommended that the \$323 per square foot appraisal of the value of the development rights transfers be reviewed by a party with sufficient expertise in the matter.

Hudson River Park Priorities – CB4 recommended that the capital funds from the sale of development rights be allocated to projects in the following order: Pier 97 Recreation Pier, Chelsea Waterside Park, Pier 97 Upland Area, Gateway/Hudson River Tunnel Project Area, Pier 66a Float Bridge, Pier 98 to 99 Upland Area, Area South of Pier 76, and Piers 79-84 Upland Area.

Inclusion of the Development Site in the Special West Chelsea District – CB4 recommended that the development site be included in the Special West Chelsea District.

Despite recommending denial unless these conditions are met, CB4 expressed appreciation for the applicant's willingness to engage with the community over a long period of time to try to resolve the numerous issues associated with this very complex project.

BOROUGH PRESIDENT'S COMMENTS

Block 675 is one of the most complex blocks on the island of Manhattan. It is located directly south of Hudson Yards, where there will be a new mini-city with 18 million square feet of residential and commercial space and towers reaching upwards of 1,200 feet in height. But it is also a part of West Chelsea, and must serve as a transition zone to a deeply-rooted low and mid-rise neighborhood of residences, art galleries, and local shops. Meanwhile, it is one of the few blocks eligible for the transfer of development rights from Hudson River Park to provide much-needed capital and expense funding for the Park. With the Hudson Tunnel Project calling for

tunneling beneath the block, it must also accommodate infrastructural facilities and construction staging in the near future.

All of this, together with the usual challenges associated with high-rise luxury housing development in an increasingly unaffordable city, makes 606 West 30th Street an especially difficult project. Alongside the concurrent development next door at 601 West 29th Street, it must fulfill various requirements from a multitude of stakeholders while playing a role in shaping the character of the area for years to come.

We want to express great appreciation for the applicant's willingness to engage with the community and elected officials over a long period of time to work out all the relevant issues. We look forward to continuing work with all involved to improve the project as it moves through the public review process.

Maximum Building Height

It is the nature of Manhattan that distinct, even radically-different neighborhoods must coexist next to one another. There is consensus that Block 675 should serve as a transition zone between Hudson Yards and the rest of the much lower-slung West Chelsea. However, the definition of a transition zone is tricky, as the buildings on Block 675 will not only stand by themselves but also set a precedent for future development in the area.

Besides the concurrent application for the development of 601 West 29th Street, there is one more project anticipated for Block 675, on the westernmost part of the block that is currently owned by the Georgetown Company. Meanwhile, the block directly south between West 28th Street and West 29th Street contains property owned by Consolidated Edison, and while there are no current plans to develop the site, it will always be a possibility in the future. Thus, the height of the Proposed Project will play a role in determining the context and character of surrounding developments.

We believe that the maximum height of 520 feet is reasonable. CB4 recommended that the Proposed Project be guided by the 450 foot height of the adjacent Special West Chelsea District Subarea A. Given the addition of 2 FAR from the Park to the 10 FAR allowed in the C6-4X district, we believe it is acceptable to have a corresponding increase in the maximum height of the building as well. The 520 foot height of the Proposed Project is lower than the 550 foot height that CB4 recommended for 601 West 29th Street next door, and would also represent a step down from the 642 foot heights of the proposed residential buildings on the north side of West 30th Street at Hudson Yards Sites 6A and 6B.

Affordable Housing

Pursuant to MIH, approximately 25 percent of the residential floor area would be provided as permanently affordable housing, making approximately 55 affordable housing units. In accordance with Option 1 of MIH, the affordability breakdown will be 10 percent at 40 percent of AMI, 10 percent at 60 percent of AMI, and 5 percent at 100 percent of AMI. With the (A) applications, the number of units will increase to approximately 63 units.

CB4 recommended that affordable units be distributed throughout at least 80 percent of the proposed project's floors, and that there be identical finishes and fittings between the affordable and market-rate units, and that fee-based amenities be discounted for tenants in affordable units. The applicant has committed to provide identical finishes and appliances for the market rate and affordable units. They plan to offer certain amenities, such as a children's play room, without fee, and have committed to discounting access fees for other amenities for the residents of the affordable units by 33 percent.

In addition to MIH, the Proposed Development will also use the Affordable New York tax abatement program, formerly known as 421-a. Units built to satisfy the requirements of MIH are also being used to count towards the affordable housing requirements of the Affordable New York program.

The Borough President has consistently opposed this practice of overlapping subsidies, or "double dipping." The original 421-a tax benefit was created to incentivize new construction. The program started in 1971 during a time when many people felt New York City needed to spur real estate development activities to reduce blight. But times have changed, and New York City no longer faces a lack of development. Units built to satisfy the affordable housing requirements of MIH should not be available to be counted toward satisfying the requirements to obtain a tax subsidy under another program.

The Borough President supports CB4's recommendation that affordable units be distributed throughout at least 80 percent of the Proposed Project's floors, above and beyond MIH's requirement of 65 percent. Similarly, as the Proposed Development counts the same affordable units for both MIH and the Affordable New York tax abatement program, we urge the applicant to explore all feasible options to provide affordable units beyond the 25 percent requirement under Option 1 of MIH.

The applicant has communicated to our office that they would consider the economic feasibility of exceeding the 25 percent requirement. As they finalize the designs for the Proposed Project, they will also consider favorably designs that provide greater distribution of affordable units throughout the building. The applicant has also filed (A) applications that reflect their expectation of acquiring Lot 38 of Block 675 and developing on both Lot 38 and Lot 39. We are in favor of the (A) applications, as we believe that the intervening Lot 39 should be incorporated into the Development Site, and it would also yield more units of affordable housing without increasing height or calling for additional waivers.

Hudson River Park Transfer

In order to guide the transfer of development rights from Hudson River Park, HRPT commissioned API to appraise the value of the development rights to be transferred. Based on their conclusions, the applicant has entered into a contract with HRPT to pay \$323 per square foot, or \$37 million, for the development rights.

The proper valuation of development rights has been a problem for our office again and again.

The Greater East Midtown Rezoning included complicated and protracted negotiations over the minimum valuation of development rights and the public contribution rate. Two reputable, experienced firms came up with significantly different appraisals based on the market. It was abundantly clear to all involved that a change in the price per square foot valuation could represent the difference of millions of dollars in private transactions and for the public benefit.

More recently, the West Chelsea Affordable Housing Fund Rule proposed a \$500 per square foot price for sales. Our office, alongside many in the community, felt that this valuation was inadequate, and did not account for recent trends. Thanks to the continuing work of DCP and CPC, the proposed price has since been adjusted to \$625 per square foot.

Even in the case of Pier 40, there was ultimately a disconnection between the appraised value of the transfer of development rights and the actual price paid for them. While the appraisal ended with a valuation of \$74.7 million, or \$373 per square foot, the developer of 550 Washington Street agreed to pay HRPT \$100 million for the 200,000 square feet of development rights, or \$500 per square foot.

The sales from the transfer of development rights fulfill a vital function and provide HRPT with much-needed capital and maintenance funding. An inadequate valuation would mean the loss of millions of dollars for the Trust and very tangible open space benefits for the public. We greatly respect the work of API in determining the valuation; however, given our history with development rights appraisals, it is difficult for us to treat that valuation number as authoritative. Instead, it might be better to think of the appraisal as a general guide, and given the long list of community priorities related to the Park that have been enumerated by CB4, we can come back to the proper price for the development rights after first clarifying the outstanding needs of HRPT.

BOROUGH PRESIDENT'S RECOMMENDATION

Therefore, the Manhattan Borough President recommends **approval** of ULURP Application Nos. C 180150 ZMM, N 180151A ZRM, and C 180152A ZSM provided that the following conditions are met:

- That the applicant follow through on its commitments to Manhattan Community Board 4, which including the provision of equivalent finishings and appliances and free amenities and reduced amenity fees for other commonly accessible areas;
- That the applicant follow through on its commitments to the Borough President to consider the provision of additional affordable units to ameliorate the issue of double-dipping with the state tax abatement and permanent floor area bonus and to increase the distribution of affordable units as the floor plate design and unit allocation progresses;
- That the City diligently work to identify and begin the process of procuring child care space and to identify capital improvements for open space mitigation before the close of the ULURP process;
- That DCP reexamine the value of the development rights; and

- That the City follow through on its prior commitment to the Borough President from March 2015 to study the inclusionary housing program and the issue of double-dipping, especially in the context of individual special permits where the Commission may exercise further discretion.

A handwritten signature in black ink that reads "gale A. Brewer". The signature is written in a cursive, lowercase style for the first name and a mix of uppercase and lowercase for the last name.

Gale A. Brewer
Manhattan Borough President

RESTRICTIVE DECLARATION

THIS DECLARATION (this "Declaration"), made as of this ____ day of _____, by West 30th Street LLC, a New York limited liability company having an address at c/o Lalezarian Properties, 1999 Marcus Ave. #310, Lake Success, NY 11042 (the "Declarant").

WITNESSETH:

WHEREAS, the Declarant is the fee owner of certain real property located at 604-606 West 30th Street in the Borough of Manhattan, County of New York, City and State of New York, designated for real property tax purposes as Block 675, Lots 38 & 39 and as more particularly described in **Exhibit "A"** (the "Subject Property");

WHEREAS, Declarant desires to redevelop the Subject Property with a mix of residential and commercial uses as described in the Land Use Applications (as defined herein) (the "Proposed Development");

WHEREAS, pursuant to the Zoning Text Amendment (defined herein), proposed Section 89-10 of the Zoning Resolution provides that the use and bulk regulations of the underlying zoning districts under the proposed Zoning Map Amendment (defined hereinafter) shall not apply to the Subject Property except with respect to a development or enlargement that is the subject of a special permit granted by the Commission pursuant to the Special Hudson River Park District provisions;

WHEREAS, the Hudson River Park Trust, a New York public benefit corporation (the "HRPT"), constituted under Chapter 592 of the Laws of 1998 (as amended, the "Hudson River

Park Act” or “HRPA”), is lessee of certain real property designated for real property tax purposes as Block 662, Lots 11, 16, and 19 (“Chelsea Piers”) pursuant to a lease with the State of New York, in accordance with the HRPA;

WHEREAS, pursuant to amendments to the HRPA enacted under Chapter 517 of the Laws of 2013, HRPT is permitted to transfer any unused development rights from the Hudson River Park (the “Park”) to properties located up to one block east of the Park, if and to the extent designated and permitted under local zoning ordinances;

WHEREAS, Section 89-21 of the Zoning Resolution provides that the Commission may permit development rights to be transferred from a “granting site” to a “receiving site” within the Special Hudson River Park District;

WHEREAS, the Declarant applied to the Commission for (i) a zoning text amendment to ZR Section 89-00 et seq. to create a Map in the Appendix to the Special Hudson River Park District regulations to define Piers 59, 60, and 61 (Block 662, Lots 11, 16, and 19), which are a portion of the Park, as a “granting site” and the Subject Property as a “receiving site” and to modify the bulk regulations applicable in a C6-4X district within the Special Hudson River Park District; (ii) a zoning text amendment to Appendix F of the Zoning Resolution to map a Mandatory Inclusionary Housing designated area on the Subject Property; (iii) a zoning map amendment to rezone the Subject Property from an M2-3 manufacturing zoning district to a C6-4X commercial zoning district; and (iv) a special permit pursuant to ZR Section 89-21 (the “Special Permit”) to permit the transfer of 34,562.5 square feet of unused development rights from Piers 59, 60, and 61 to the Subject Property and to permit certain bulk waivers to facilitate the massing of the Proposed Development (collectively, the “Land Use Applications”);

WHEREAS, CPC acted as lead agency and conducted an environmental review of the Land Use Applications (as defined herein) pursuant to CEQR and SEQRA, and issued a Notice of Completion for the Final Environmental Impact Statement (the “FEIS”) dated April 27, 2018;

WHEREAS, in connection with the Special Permit, Declarant has proposed to purchase development rights from Chelsea Piers from HRPT, and to transfer such development rights to the Subject Property, and in order to effectuate such transfer, Declarant will record against the Subject Property and HRPT will record against Chelsea Piers a Transfer of Development Rights and Notice of Restrictions, substantially in the form annexed hereto as **Exhibit “F”**, upon the closing of the purchase and sale of the Development Rights, and the recordation of such Transfer of Development Rights and Notice of Restrictions will give Declarant the right to make the Special Permit Election (as defined herein), in accordance with this Declaration;

WHEREAS, [_____] (the “Title Company”) has certified in the certification (the “Certification”) attached hereto as **Exhibit “C”** and made a part hereof, that as of [_____], Declarant and [_____] (the “Parties-in-Interest”) are the only parties-in-interest in the Subject Property, as such term is defined in the definition of “zoning lot” in Section 12-10 of the Zoning Resolution;

WHEREAS, all parties-in-interest to the Subject Property have either executed this Declaration or waived their right to execute and subordinated their interest in the Subject Property to this Declaration by written instrument annexed hereto as **Exhibit “D”** (the “Waiver and Subordination”) and made a part hereof, which instrument is intended to be recorded simultaneously with this Declaration; and

WHEREAS, Declarant desires to restrict the manner in which the Subject Property is developed, redeveloped, maintained and operated in the future, and intends these restrictions to benefit all the land, including land owned by the City, lying within a one-half-mile radius of the Subject Property.

NOW THEREFORE, Declarant does hereby declare, covenant and agree that the Subject Property shall be held, sold, transferred, conveyed and occupied subject to the restrictions, covenants, obligations, easements, and agreements of this Declaration, which shall run with the Subject Property and which shall be binding on Declarant and its successors and assigns as follows:

ARTICLE I

CERTAIN DEFINITIONS

For purposes of this Declaration, the following terms shall have the following meanings:

1.01 “ACS” shall mean the New York City Administration for Children’s Services, or any successor to the jurisdiction thereof under the New York City Charter.

1.02 “Approvals” shall mean all the approvals of the Land Use Applications by the Commission and City Council with respect to the Proposed Development of the Subject Property.

1.03 “Association” shall have the meaning set forth in Section 8.03 of this Declaration.

1.04 “Attorney General” shall mean the Attorney General of the State of New York.

1.05 “Board” shall have the meaning set forth in Section 8.03 of this Declaration.

1.06 “Buildings Department” shall mean the New York City Department of Buildings, or any successor to the jurisdiction thereof under the New York City Charter.

1.07 “Building Permit” shall mean, with respect to the Proposed Development, any of an Excavation Permit, Demolition Permit, Foundation Permit, or New Building Permit.

1.08 “Chair” shall mean the Chair of the City Planning Commission of the City of New York from time to time, or any successor to its jurisdiction.

1.09 “Child Care Funding Obligations” shall have the meaning set forth in Section 3.06(a)(i) of this Declaration.

1.10 “Child Care Proportional Share” shall have the meaning set forth in Section 3.06(a)(ii) of this Declaration.

1.11 “Child Care Study Area” shall have the meaning set forth in Section 3.06(a) of this Declaration.

1.12 “City” shall mean the City of New York.

1.13 “City Council” shall mean the City Council of the City of New York, or any successor to its jurisdiction.

1.14 “CMM Default Notice” shall have the meaning given in Section 3.10(f) of this Declaration.

1.15 “Commission” shall mean the City Planning Commission of the City of New York, or any successor to its jurisdiction.

1.16 “Construction Commencement” shall mean the issuance of the first permit from the Buildings Department permitting the demolition, excavation or construction of foundations for the Proposed Development.

1.17 “Construction Monitoring Measures” or “CMMs” shall have the meaning given in Section 3.10(a) of this Declaration.

1.18 “Day Care Assessment Request” shall have the meaning set forth in Section 3.06(a) of this Declaration.

1.19 “DEC” shall have the meaning set forth in Section 3.01(d) of this Declaration.

1.20 “Declarant” shall have the meaning given in the Recitals of this Declaration and shall include any Successor Declarant and any entity that becomes a Declarant pursuant to this Declaration.

1.21 “Declaration” shall mean this Declaration, as same may be amended or modified from time to time in accordance with its provisions.

1.22 “Delay Notice” shall have the meaning set forth in Section 7.04 of this Declaration.

1.23 “Demolition Permit” shall mean a permit issued by the Buildings Department, in connection with the Proposed Development, authorizing the dismantling, razing or removal of a

building or structure, including the removal of structural members, floors, interior bearing walls and/or exterior walls or portions thereof.

1.24 “DPR” shall mean the New York City Department of Parks and Recreation, or any successor to the jurisdiction thereof under the New York City Charter.

1.25 “DOB” shall mean the Department of Buildings of the City of New York, or any successor to the jurisdiction thereof under the New York City Charter.

1.26 “Effective Date” shall have the meaning given in Section 6.01 of this Declaration.

1.27 “Excavation Permit” shall mean any permit issued by the Buildings Department, in connection with the Proposed Development, authorizing excavations, including those made for the purpose of removing earth, sand, gravel, or other material from the Subject Property.

1.28 “FEIS” shall have the meaning set forth in the Recitals to this Declaration.

1.29 “Final Approval” shall mean approval or approval with modifications of the Land Use Applications by the Commission pursuant to New York City Charter Section 197-c, unless (a) pursuant to New York City Charter Section 197-d(b), the City Council reviews the decision of the Commission approving or approving with modifications the Land Use Applications and takes final action pursuant to New York City Charter Section 197-d approving or approving with modifications the Land Use Applications, in which event “Final Approval” shall mean such approval or approval with modifications of the Land Use Applications by the City Council, or (b) the City Council disapproves the decision of the Commission and the Mayor of the City of New York (the “Mayor”) files a written disapproval of the City Council’s action pursuant to New York City Charter Section 197-d(e), and the City Council does not override the Mayor’s

disapproval, in which event “Final Approval” shall mean the Mayor’s written disapproval pursuant to such New York City Charter Section 197-d(e). Notwithstanding anything to the contrary contained in this Declaration, “Final Approval” shall not be deemed to have occurred for any purpose of this Declaration if the final action taken pursuant to New York City Charter Section 197-d is disapproval of the Land Use Applications.

1.30 “Floor Area” shall have the meaning set forth in Section 12-10 of the Zoning Resolution on the Effective Date of this Declaration.

1.31 “Force Majeure” shall mean that a Force Majeure Event has occurred and Declarant has provided the Delay Notice.

1.32 “Force Majeure Event” shall mean an occurrence, or occurrences, beyond the reasonable control of Declarant(s), which causes delay in the performance of Declarant’s obligations hereunder, provided that Declarant has taken all reasonable steps reasonably necessary to control or to minimize such delay, and which occurrences shall include, but not be limited to: (i) a strike, lockout or labor dispute; (ii) the inability to obtain labor or materials or reasonable substitutes therefor; (iii) acts of God; (iv) restrictions, regulations, orders, controls or judgments of any Governmental Authority; (v) undue material delay in the issuance of approvals or actions by any Governmental Authority, provided that such delay is not caused by any act or omission of Declarant; (vi) enemy or hostile government action, civil commotion, insurrection, terrorism, revolution or sabotage; (vii) fire or other casualty; (viii) a taking of the whole or any portion of the Subject Property by condemnation or eminent domain; (ix) unusual or reasonably unforeseeable inclement weather substantially delaying construction of any relevant portion of the Subject Property; (x) unforeseen building, demolition, underground, or soil conditions,

provided that Declarant did not and could not reasonably have anticipated the existence thereof as of the date hereof; (xi) the denial of access to adjoining real property, notwithstanding the existence of a right of access to such real property in favor of Declarant arising by contract, this Declaration or Legal Requirements, (xii) failure or inability of a public utility to provide adequate power, heat or light or any other utility service; (xiii) orders of any court of competent jurisdiction, (xiv) unusual delays in transportation, or (xv) the pendency of any litigation which results in an injunction or restraining order prohibiting or otherwise delaying the construction of any portion of the Subject Property. No event shall constitute a Force Majeure Event unless Declarant, the Association, or the holder of a Mortgage on the Subject Property in control of the Subject Property, as applicable, complies with the procedures set forth in Section 7.04.

1.33 “Former Zoning” shall mean the M2-3 zoning district and all bulk, use, and other regulations applicable in such zoning districts in accordance with the Zoning Resolution.

1.34 “Foundation Permit” shall have the meaning given in Section 6.01(a) of this Declaration.

1.35 “Fugitive Dust Control Plan” shall have the meaning given in Section 3.01(b) of this Declaration.

1.36 “Land Use Applications” shall have the meaning given in the Recitals to this Declaration, as such Land Use Applications may be hereafter modified.

1.37 “Low-Income Units” shall have the meaning set forth in Section 3.06(a) of this Declaration.

1.38 “Lump Sum Payment” shall have the meaning set forth in Section 3.06(c) of this Declaration.

1.39 “Maintenance and Protection of Traffic Plan” or “MPT” shall have the meaning set forth in Section 3.01(e)(i) of this Declaration.

1.40 “Monitor” shall have the meaning given in Section 3.10(a) of this Declaration.

1.41 “Monitor Agreement” shall have the meaning given in Section 3.10(b) of this Declaration.

1.42 “Mortgage” shall mean a mortgage given as security for a loan in respect of all or any portion of the Subject Property.

1.43 “Mortgagee” shall mean the holder of a Mortgage.

1.44 “Named Mortgagee” shall have the meaning given in Section 8.04 of this Declaration.

1.45 “New Building Permit” shall mean a work permit issued by the Buildings Department under a new building application authorizing the construction of the Proposed Development.

1.46 “New Cure Period” shall have the meaning given in Section 3.10(f) of this Declaration.

1.47 “New York City Charter” shall mean the Charter of the City of New York, effective as of January 1, 1990, as amended from time to time.

1.48 “New York City Air Pollution Control Code” shall have the meaning set forth in Section 3.01(b)(i)(5) of this Declaration.

1.49 “New York City Noise Control Code” shall have the meaning set forth in Section 3.01(c)(i)(1) of this Declaration.

1.50 “Noise Reduction Plan” shall have the meaning set forth in Section 3.01(c)(2) of this Declaration.

1.51 “Notice” shall have the meaning given in Section 8.04 of this Declaration.

1.52 “Obligations” shall mean any requirement of this Declaration, including, without limitation, the requirements set forth in Article II.

1.53 “Open Space Fund” shall have the meaning set forth in Section 3.04(a) of this Declaration.

1.54 “Open Space Payment” shall have the meaning set forth in Section 3.04(a) of this Declaration.

1.55 “Party-in-Interest” shall have the meaning given in the Recitals to this Declaration.

1.56 “PCO” shall have the meaning set forth in Section 3.04(a) of this Declaration.

1.57 “Plans” shall mean the drawings for the Development prepared by Ismael Leyva Architects, P.C., as approved pursuant to the Approvals, reduced-size copies of which are attached as Exhibit “E” to this Declaration, as more particularly described in Section 2.01(a), and as may be modified pursuant to Section 6.03 hereof.

1.58 “Plantings Confirmation Request” shall have the meaning set forth in Section 3.05(a) of this Declaration.

1.59 “Possessory Interest” shall mean either (1) a fee interest in the Subject Property or any portion thereof or (2) the lessee’s estate in a ground lease of all or substantially all the Subject Property or portion thereof.

1.60 “Project Area” shall mean the Subject Property and Project Site B.

1.61 “Project Site A” shall mean the property located at 601 West 29th Street in the Borough of Manhattan, County of New York, City and State of New York, designated for real property tax purposes as Block 675, Lot 12 (formerly Lots 12, 29, and 36), as more particularly described in **Exhibit “B”**.

1.62 “Proposed Cure Period” shall have the meaning given in Section 3.10(f) of this Declaration.

1.63 “Proposed Development” shall have the meaning given in the Recitals to this Declaration.

1.64 “Register” shall have the meaning given in Section 6.01 of this Declaration.

1.65 “Register’s Office” shall have the meaning given in Section 6.01 of this Declaration.

1.66 “Rezoning” shall have the meaning given in the Recitals to this Declaration.

1.67 “Section 3.09 Request” shall have the meaning set forth in Section 3.09(c) of this Declaration.

1.68 “Shadow Mitigation Payment” shall have the meaning set forth in Section 3.05(a)(i) of this Declaration.

1.69 “Shadow Study Area” shall have the meaning set forth in Section 3.05(a) of this Declaration.

1.70 “Special Permits” shall have the meaning given in the Recitals to this Declaration.

1.71 “Special Permit Election” shall have the meaning set forth in Section 6.01(a) of this Declaration.

1.72 “State” shall mean the State of New York, its agencies and instrumentalities.

1.73 “Subject Property” shall have the meaning given in the Recitals to this Declaration.

1.74 “Successor Declarant” shall have the meaning given in Section 6.05 of this Declaration.

1.75 “TCO” shall have the meaning set forth in Section 3.04(a) of this Declaration.

1.76 “Unit Interested Party” shall mean any and all of the following: all owners, lessees, and occupants of any individual residential or commercial condominium unit, and all holders of a mortgage or other lien encumbering any such residential or commercial condominium unit.

1.77 “United States Environmental Protection Agency” shall have the meaning given in Section 3.01(a)(i)(1) of this Declaration.

1.78 “Zoning Resolution” shall have the meaning set forth in the Recitals to this Declaration.

1.79 Certain additional terms are defined in the Sections in which they first appear or to which they most closely pertain.

ARTICLE II

DEVELOPMENT AND USE OF THE SUBJECT PROPERTY

2.01 Development of the Subject Property.

(a) Development of the Subject Property.

(a) Development Prior to a Special Permit Election. Unless and until Declarant has made a Special Permit Election in accordance with Section 6.01, Declarant shall have no Obligations under this Declaration, and shall be entitled to develop the Subject Property with such uses and bulk, and only such uses and bulk, permitted on an as-of-right basis under the Former Zoning.

(b) Development Pursuant to the Approvals. If Declarant has made a Special Permit Election in accordance with Section 6.01, Declarant covenants that the Subject Property shall be developed in substantial conformity with the Plans prepared by Ismael Leyva Architects, P.C. and listed below, approved as part of the Special Permits and annexed hereto in **Exhibit “E”** and made a part hereof, as such Plans may be modified in accordance with Section 6.02 or 6.03 hereof.

Drawing No.	Title	Date
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Drawing No.	Title	Date
Z-003	Zoning Calculations	4/13/2018
Z-004	Zoning Lot Site Plan	4/13/2018
Z-100	Ground Floor Plan	4/13/2018
Z-101	2 nd Floor Plan	4/13/2018
Z-102	3 rd Floor Plan	4/13/2018
Z-200	Waiver Site Plan	4/13/2018
Z-201	Waiver Section 1	4/13/2018
Z-202	Waiver Section 2	4/13/2018

2.02 Representation. Declarant hereby represents and warrants that there is no restriction of record on the development, enlargement, or use of the Subject Property, nor any present or presently existing estate or interest in the Subject Property, nor any existing lien, obligation, covenant, easement, limitation or encumbrance of any kind that shall preclude the restrictions and obligations as set forth herein.

ARTICLE III

PROJECT COMPONENTS RELATED TO THE ENVIRONMENT; MITIGATION

MEASURES

3.01 Project Components Related to the Environment for Construction. Declarant shall implement and incorporate as part of its construction of the Proposed Development as appropriate the following PCRE's related to construction prior to any Construction Commencement on the Subject Property, as the context may require, pursuant to the Proposed Development:

(a) Construction Air Emissions Reduction Measures.

(i) Prior to Construction Commencement, Declarant shall (x) develop a plan for implementation of, and (y) thereafter implement, the following measures for all construction activities (including, but not limited to, demolition and excavation) during the development of the Subject Property:

1. Non-road diesel-powered construction equipment with a power rating of 50 horsepower (hp) or greater shall meet or achieve at least the equivalent of the United States Environmental Protection Agency (“EPA”) Tier 3 emission standard. All non-road engines in the project rated less than 50 hp shall meet at least the Tier 2 emissions standard.

2. All non-road, diesel-powered construction equipment with engine power output rating of 50 horsepower or greater and controlled truck fleets (i.e. truck fleets under long term contract with Declarant, such as concrete mixing and pumping trucks) shall utilize the best available tailpipe technology for reducing diesel particulate emissions (currently, diesel particulate filters). Construction contracts shall specify that all diesel non-road engines rated at 50 horsepower or greater shall utilize diesel particulate filters (either original equipment manufacturer or retrofit technology). Retrofitted diesel particulate filters must be verified under either the EPA or California Air Resources Board (“CARB”) verification programs. Active diesel particulate filters or other technologies proven to achieve an equivalent reduction may also be used.

3. All on-site diesel-powered engines shall be operated exclusively with ultra-low sulfur diesel fuel.

4. Idling of all vehicles, including non-road engines, for periods longer than three minutes shall be prohibited on the Subject Property for all equipment and vehicles that are not using their engines to operate a loading, unloading, or processing device (e.g., concrete mixing trucks) or unless otherwise required for the proper operation of the engine.

(ii) To the extent practicable, Declarant shall use electrically powered equipment in lieu of diesel-powered and gasoline-powered versions of such equipment, including, but not limited to, hoists employed during construction and small equipment such as welders.

(iii) Declarant shall include enforceable contractual requirements with contractors and subcontractors to implement the provisions of this Section 3.01(a), with respect to applicable work at the Subject Property.

(b) Fugitive Dust Control Plan.

(i) Prior to Construction Commencement, Declarant shall (x) develop a plan for implementation of, and (y) thereafter implement, a plan for the minimization of the emission of dust from construction-related activities during development of the Subject Property (the "Fugitive Dust Control Plan"), which Fugitive Dust Control Plan shall contain the following measures:

1. Fugitive dust from excavation, demolition, transfer of spoils, and loading and unloading of spoils shall be controlled through water spraying.

2. Water sprays shall be used for all demolition, excavation, and transfer of soils to ensure materials will be dampened as necessary to avoid the suspension of dust into the air;

3. All trucks hauling loose soil, rock, sediment, or similar material shall be equipped with tight fitting tailgates and covered prior to leaving construction areas.

4. Stabilized areas shall be established for washing dust off of the wheels of all trucks that exit construction areas. All vehicle wheels will be cleaned as necessary prior to leaving the construction sites in order to control tracking.

5. Declarant shall comply with and implement all measures required by Chapter 1 of Title 24 of the New York City Administrative Code (the “New York City Air Pollution Control Code”) regulating construction-related dust emissions.

(ii) Declarant shall include enforceable contractual requirements with contractors and subcontractors to implement the provisions of this Section 3.01(b) with respect to applicable work at the Subject Property.

(c) Construction Noise Reduction Measures.

(i) Prior to Construction Commencement, Declarant shall (x) develop a plan for implementation of, and (y) thereafter implement, the following measures for all construction activities (including demolition and excavation) related to the development of the Subject Property:

1. All construction activities shall comply with Chapter 2 of Title 24 of the New York City Administrative Code (the “New York City Noise Control Code”), and with the rules on Citywide Construction Noise Mitigation, as set forth in Chapter 28 of Title 15 of the Rules of the City of New York.

2. Declarant shall develop and implement a plan for minimization of construction noise (the “Noise Reduction Plan”). The Noise Reduction Plan shall contain both path control and source control measures, including the following:

(A) Path Control Measures

(aa) Noise barriers constructed from plywood or other materials shall be erected around the perimeter of the areas where construction activities are taking place (e.g., barriers at least 8 feet tall would be used).

(bb) Noisy equipment, such as cranes, concrete pumps, concrete trucks, and delivery trucks, shall be located away from and shielded from sensitive receptor locations to the extent practicable. Where feasible and practicable, once building foundations are completed, delivery trucks shall operate behind a construction fence to the extent practicable.

(cc) As early in the construction period as logistics will allow, diesel- or gas-powered equipment shall be replaced with electrical-powered equipment such as welders, water pumps, bench saws, and table saws (i.e., early electrification) to the extent feasible and practicable.

(B) Source Control Measures

(aa) The noise emission levels of the construction equipment shall meet the standards specified in Subchapter 5 of the City Noise Control Code. The Proposed Development shall use some pieces of equipment that produce lower noise levels than typical construction equipment as required by the City Noise Control Code. Table 20-9 of the FEIS shows the noise levels for the equipment that would be used for construction. Contractors shall be required to properly maintain construction equipment, including equipment noise mufflers.

(bb) To the extent practicable, the construction site shall be arranged to minimize the need for the use of backup alarms on construction equipment.

(ii) If construction work will occur at night or on weekends, Declarant shall prepare an additional noise reduction plan in accordance with the City Noise Control Code prior to commencing such nighttime or weekend work.

(iii) Declarant shall include enforceable contractual requirements with contractors and subcontractors to implement the provisions of this Section 3.01(c) with respect to applicable work at the Subject Property.

(d) Construction Pest Management Plan.

(i) Prior to Construction Commencement, Declarant shall (x) develop a plan for implementation of, and (y) thereafter implement, an integrated plan to control pests (i.e., unwanted vermin), in accordance with requirements of the Buildings Department, throughout the development of the Subject Property. Prior to Construction Commencement, Declarant shall cause its contractor to bait appropriate areas of the Subject Property, using only

USEPA and New York State Department of Environmental Conservation (“DEC”)-registered rodenticide.

(ii) Declarant shall include enforceable contractual requirements with contractors and subcontractors to implement the provisions of this Section 3.01(d) with respect to applicable work at the Subject Property.

(e) Maintenance and Protection of Traffic Plan.

(i) Prior to Construction Commencement, Declarant shall prepare a plan which provides diagrams of proposed temporary lane and sidewalk alterations, the duration such alterations will be implemented, the width and length of affected segments, and sidewalk protection measures for pedestrians, which shall be necessary during construction (the “Maintenance and Protection of Traffic Plan” or “MPT”). Declarant shall submit the MPT to DOT for review and approval, provided, however, that completion and submission of the MPT shall not be necessary for preliminary site work, unless DOT advises Declarant that a MPT is required.

(ii) Declarant shall include provisions in the contracts of all relevant contractors and subcontractors requiring adherence to the provisions of the MPT plan.

3.02 PCRE’s Related to the Design of the Proposed Building.

(a) The Proposed Development shall exceed the energy requirements of the New York City energy code such that the development would achieve energy consumption that is 10 percent lower as compared with a baseline development designed to meet the current minimum building code requirements.

(b) The proposed projects shall use natural gas, a lower carbon fuel, for the normal operation of the heat and hot water systems.

3.03 Environmental Mitigation. Declarant shall, in accordance with the FEIS, undertake the mitigation measures set forth therein in connection with the Proposed Development, as set forth in Sections 3.04 to 3.07.

3.04 Open Space.

(a) The Buildings Department shall not issue, and Declarant shall not accept, a temporary certificate of occupancy (“TCO”) or a permanent certificate of occupancy (“PCO”), as applicable that would cause the total number of residential units in the Project Area to exceed 1,154, until Declarant has caused a payment, as defined below (the “Open Space Payment”), to be transferred to an account designated by the Commissioner of Parks and Recreation (the “Open Space Fund”), to be used for the purpose of funding improvements to Penn South Playground or Chelsea Park. The Open Space Payment shall be \$40,000.

(b) In the event Declarant has all TCOs or PCOs required for the Proposed Development and has not at that time made an Open Space Payment to the Open Space Fund, DCP shall notify Declarant when the first TCO or PCO has been issued that shall cause the total number of residential units in the Project Area to exceed 1,154, and Declarant shall make the Open Space Payment to the Open Space Fund within 60 days of the delivery of such notice.

3.05 Shadows.

(a) Project Completion After or Concurrent with Project Site A. If both the Proposed Development and Project Site A are concurrently seeking TCOs or PCOs, then not

later than 60 days prior to requesting the first TCO or PCO, as applicable, for the Proposed Development, Declarant shall give notice to DPR and the Chair specifying the date upon which Declarant expects to request such TCO or PCO, and requesting that DPR confirm, through consultation with Friends of the High Line, whether the vegetation in that portion of the High Line Park within the boundary identified in **Exhibit “G”** attached hereto (the “Shadow Study Area”) has already been replaced with shade tolerant plantings (the “Plantings Confirmation Request”). If the Plantings Confirmation Request was previously made prior to issuance of TCOs or PCOs for Project Site A, then no additional Plantings Confirmation Request shall be required prior to issuance of TCOs or PCOs for the Proposed Development.

(i) In the event that DPR confirms or has previously confirmed within 60 days of the Plantings Confirmation Shadow Assessment Request that the vegetation in the Shadow Study Area has not already been replaced with more shade-tolerant species, then Declarant shall, prior to accepting a TCO or PCO make a payment in the amount of \$41,667 (the “Shadow Mitigation Payment”) to an account designated by Friends of the Highline, Inc. (“FHL”), so long as FHL has a current agreement with the Commissioner of Parks and Recreation for the maintenance and operation of the Highline Park, and if not then to an account designated by DPR, to be used solely for the purpose of funding the replacement of vegetation within the Shadow Study Area with shade-tolerant plantings.

(ii) In the event that DPR determines within 60 days of the Plantings Confirmation Request that vegetation in the Shadow Study Area has already been replaced with more shade-tolerant species, or has not responded to the Plantings Confirmation Request, then Declarant shall have no obligation to make a Shadow Mitigation Payment.

(b) Project Completion Prior to Project Site A. If Project Site A has not already received a TCO or PCO at the time that Declarant applies for a TCO or PCO, then completion of the Proposed Development will not result in significant adverse shadow impacts and Declarant shall not be required to make a Plantings Confirmation Request or Shadow Mitigation Payment prior to acceptance of TCOs or PCO for the Proposed Development. At the time a TCO or PCO is issued for the new development on Project Site A, if DPR determines that the vegetation in the Shadow Study Area needs to be replaced with more shade-tolerant species, DCP shall provide notice to Declarant that a TCO or PCO has been issued for Project Site A and that the vegetation needs to be replaced. Declarant shall, within 60 days of receipt of such notice, make a payment in the amount of \$41,667 to an account designated by DPR to be used for the purpose of funding the replacement of vegetation within the Shadow Study Area with shade-tolerant plantings.

3.06 Child Care.

(a) Project Completion After or Concurrent with Project Site A. If Project Site A has already received a TCO or PCO for Low-Income Units, or both the Proposed Development and Project Site A are concurrently seeking TCOs or PCOs for Low-Income Units, then not less than 60 days' prior to applying for a TCO or a PCO in the Project Area for more than the 91st affordable residential unit designated for residents with incomes at or below 80% of the area median income (the "Low-Income Units"), Declarant, if applying for such TCO or PCO, shall notify the Chair and ACS (at its Division of Family Well-Being) and request a day care needs assessment (the "Day Care Assessment Request") to determine, based on a review of publicly funded day care slots, utilization and demand, if the full anticipated development of the Project Area would create a need for additional day care capacity within the study area boundary

identified in Chapter 5, Figure 5-3 of the FEIS attached hereto as **Exhibit “H”** (the “Child Care Study Area”). If a Day Care Assessment Request was previously made prior to issuance of TCOs or PCOs for Project Site A, then no additional Day Care Assessment Request shall be required prior to issuance of TCOs or PCOs for the Proposed Development.

(i) In the event that DCP, in consultation with ACS, determines or has determined within sixty (60) days of a Day Care Assessment Request that the full anticipated development in the Project Area would not result in the need for additional day care capacity in the Child Care Study Area, or that funding for the required number of child care slots at a rate set forth in **Exhibit “I”** (the “Child Care Funding Obligations”) should not apply or could be reduced, the provisions of this Section 3.06(a)(i) may be modified to be consistent with such determination, provided that Declarant records a notice of such change against the Subject Property in the Office of the City Register for New York County. No amendment to this Declaration shall be required in connection with such modification to this Section 3.06(a)(i). The form of notice is subject to approval of DCP, and a copy of such notice upon its recording shall be provided to DCP.

(ii) In the event that DCP, in consultation with ACS, determines or has determined within sixty (60) days of the Day Care Assessment Request that the full anticipated development in the Project Area would create a need for additional day care capacity in the Child Care Study Area, the Declarant shall be required to provide funding for the Child Care Funding Obligations, in an amount equal to (x) its “Child Care Proportionate Share” (as defined below), multiplied by (y) the “cumulative four year mitigation funding to ACS” as set forth in **Exhibit “I”**, multiplied by (z) the total Number Slots in Excess of Impact Threshold to be Funded, as set forth in **Exhibit “J”**, associated with the total number of Low Income Units to be developed in

the Project Area. Declarant's "Child Care Proportional Share" shall be equal to the number of Low-Income Units to be developed in the Proposed Development divided by the number of Low-Income Units to be developed in the Project Area.

(iii) The Building Department shall not issue, and Declarant shall not accept, a TCO or PCO which would result in more than 91 Low-Income Units in the Project Area until either (A) DCP has notified the Buildings Department that Declarant has made the Lump Sum Payment (defined below), or (B) ACS has either determined that no additional day care capacity is needed within the Study Area, or has failed to respond to a Day Care Assessment Request within sixty (60) days. In the event of any of the foregoing, Declarant shall not be precluded from obtaining a TCO or PCO for any residential units on the Subject Property.

(b) Project Completion Prior to Project Site A. If Project Site A has not already received a TCO or PCO for Low-Income Units, then completion of the Proposed Development will not result in more than 91 Low-Income Units in the Project Area and Declarant shall not be required to fund child care slots prior to acceptance of a TCO or a PCO for Low-Income Units. At the time a TCO or PCO is issued for the new development on Project Site A, if DCP, in consultation with ACS, determines that the full anticipated development of the Project Area would create a need for additional day care capacity in the Child Care Study Area, then DCP shall provide notice to Declarant that a TCO or PCO has been issued for Project Site A and that the need for additional day care capacity remains. Declarant shall, within 60 days of receipt of such notice, provide funding in an amount equal to (x) its Child Care Proportionate Share, multiplied by (y) the "cumulative four year mitigation funding to ACS" as set forth in **Exhibit "I"**, multiplied by (z) the total Number Slots in Excess of Impact

Threshold to be Funded, as set forth in **Exhibit “J”**, associated with the total number of Low Income Units to be developed in the Project Area.

(c) The Child Care Funding Obligations shall be paid in a single installment (the “Lump Sum Payment”).

(d) Declarant’s Lump Sum Payment shall be paid into a segregated fund designated by ACS to be used solely for the purpose of providing additional child care capacity to satisfy the mitigation requirements for the child care impact analyzed and identified within Chapter 21 of the FEIS.

3.07 Transportation.

Chapter 14 of the FEIS identifies significant adverse traffic and pedestrian impacts in connection with the Proposed Development and mitigation measures in the form of signal timing changes and crosswalk widenings. The FEIS predicts that the proposed mitigation measures would be required at the completion of the development at Project Site A and the Proposed Development. In order to mitigate the significant adverse transportation impacts, the Declarant has agreed that the mitigation measures will be implemented as described below.

Declarant shall not apply for or accept a TCO or PCO for, the Proposed Development until 30 days after Declarant has sent written notice to DOT, requesting that DOT investigate the need for the traffic mitigation measures set forth in Tables 21-4 to 21-6 of the FEIS, which are annexed hereto at Exhibit “K” and the pedestrian mitigations measures set forth in Table 21-10 of the FEIS, which are described in Exhibit “K” hereto. To the extent that such mitigation measures are not required at the time of TCO or PCO, as reflected in Chapter 22 of the FEIS, or

DOT does not implement or deems unnecessary one or more of the traffic and pedestrian measures set forth in Exhibit K, Declarant shall have no further obligation with respect to such measures.

3.08 Inconsistencies with the FEIS.

If this Declaration inadvertently fails to include a PCRE or Mitigation Measure set forth in the FEIS as a PCRE or Mitigation Measure to be implemented by Declarant, such PCRE or Mitigation Measure shall be deemed incorporated in this Declaration by reference. If there is any inconsistency between a PCRE or Mitigation Measure as set forth in the FEIS and as incorporated in this Declaration, the more restrictive provision shall apply. Notwithstanding the foregoing, Declarant shall be entitled to the certificates as provided in Section 8.05.

3.09 Innovation and Alternatives: Modifications Based on Further Assessments.

(a) Innovation and Alternatives. In complying with Sections 3.01 through 3.07 of this Declaration, Declarant may, at its election, implement innovations, technologies or alternatives that are or become available, including replacing any equipment, technology, material, operating system or other measure previously located on the Subject Property or used within the Proposed Development which Declarant demonstrates to the satisfaction of DCP would result in equal or better methods of achieving the relevant PCRE or Mitigation Measure, than those set forth in this Declaration.

(b) Modifications Based on Further Assessments. In the event that Declarant believes, based on changed conditions, that a PCRE or Mitigation Measure required under Sections 3.01 through 3.07 should not apply or could be modified without diminishment of the environmental standards which would be achieved by implementation of the PCRE or Mitigation

Measure, it shall set forth the basis for such belief in an analysis submitted to DCP. In the event that, based upon review of such analysis, DCP determines that the relevant PCRE or Mitigation Measure should not apply or could be modified, Declarant may eliminate or modify the PCRE or Mitigation Measure consistent with the DCP determination, provided that Declarant records a notice of such change, as approved by DCP Counsel's Office, against the Subject Property in the office of the City Register.

(c) Process for Innovations, Alternatives and Modifications Pursuant to Section 3.09. Following the delivery of a Notice to DCP requesting an Innovation, Alternative or Modification pursuant to Section 3.09 hereof (the "Section 3.09 Request"), Declarant shall meet with DCP to respond to any questions or comments on such request and accompanying materials, and shall provide additional information as may reasonably be requested by DCP in writing in order to allow DCP to determine, acting in consultation with City agency personnel as necessary in relation to the subject matter of the Section 3.09

3.10 Appointment and Role of Independent Monitor.

(a) Declarant shall, with the consent of DCP, retain an independent third party (the "Monitor") reasonably acceptable to DCP to oversee, on behalf of DCP, the implementation and performance by Declarant of the construction period PCREs required under Section 3.01 of this Declaration (the "Construction Monitoring Measures" or "CMMs"). The Monitor shall be a licensed engineer, architect, general contractor or environmental consultant with significant experience in environmental management and construction management (or multiple persons or a firm employing such persons), including familiarity with the means and methods for implementation of the CMMs. DCP shall advise Declarant of its approval or rejection of the

Monitor, as proposed, within fifteen (15) business days after Declarant provides DCP with satisfactory (as reasonable determined by DCP) documentation concerning the name and relevant experience of the Monitor.

(b) The “Scope of Services” described in any agreement between Declarant and the Monitor pursuant to which the Monitor is retained (the “Monitor Agreement”) shall be subject to prior review by and approval of DCP, such approval not to be unreasonably withheld, conditioned or delayed. Such agreement shall include provisions in a form acceptable to DCP that, among others, shall: (i) ensure that the Monitor is independent of Declarant in all respects relating to the Monitor’s responsibilities under this Declaration (provided that the Monitor shall be responsible to Declarant with regard to practices generally applicable to or expected of consultants and independent contractors of Declarant) and has a duty of loyalty to DCP; (ii) provide for appropriate DCP management and control of the performance of services by the Monitor; (iii) authorize DCP to direct the termination of services by the Monitor for unsatisfactory performance of its responsibilities under the Monitor Agreement; (iv) allow for the retention by the Monitor of sub-consultants with expertise appropriate to assisting the Monitor in its performance of its obligations to the extent reasonably necessary to perform its obligations under this Declaration and the Monitor Agreement; and (v) allow for termination by Declarant for cause, but only with the express written concurrence of DCP, which concurrence shall not be unreasonably withheld or delayed. If DCP shall fail to act upon a proposed Monitor Agreement within twenty (20) days after submission of a draft form of Monitor Agreement, the form of Monitor Agreement so submitted shall be deemed acceptable by DCP and may be executed by Declarant and the Monitor. The Monitor Agreement shall provide for the commencement of services by the Monitor at a point prior to Construction Commencement (the

timing of such earlier point to be at the sole discretion of Declarant) and shall continue in effect at all times that construction activities are occurring on the Subject Property until issuance of the first TCO for any portion of the Proposed Development, unless the Declarant, with the prior consent of DCP or at the direction of DCP, shall have terminated the Monitor Agreement or substituted therefor another Monitor under a new Monitor Agreement, in accordance with all requirements of this Section 3.10. If the stage of development of the Subject Property identified in the Scope of Services under the Monitor Agreement is completed, Declarant shall not have any obligation to retain the Monitor for subsequent stage(s) of development of the Subject Property, provided that Declarant shall not recommence any construction until it shall have retained a new Monitor in compliance with the provisions of this Section.

(c) The Monitor shall: (i) assist and advise DCP with regard to review of plans and measures proposed by Declarant for purposes of satisfying CMMs in connection with determinations required under this Declaration as a prerequisite to Construction Commencement; (ii) provide reports of Declarant's compliance with the CMMs during any period of construction on a schedule reasonably acceptable to DCP, but not more frequently than once per month; and (iii) review records or perform field inspections of the portion of the Subject Property then being developed as reasonable necessary to confirm that Declarant is complying with the CMMs. The Monitor may at any time also provide Declarant and DCP with notice of a determination that a CMM has not been implemented, accompanied by supporting documentation establishing the basis for such determination, provided that any such notice shall be delivered to both parties. The Monitor shall: (x) have full access to the portion of the Subject Property then being developed (as referenced in the Monitor Agreement), subject to compliance with all generally applicable site safety requirements imposed by law, pursuant to construction contracts, or

imposed as part of the site safety protocol in effect for the Subject Property; (y) on reasonable notice and during normal business hours, be provided with access to all books and records of Declarant pertaining to the applicable portion of the Subject Property either on or outside the Subject Property which it reasonably deems necessary to carry out its duties, including the preparation of periodic reports; and (z) be entitled to conduct any tests on the Subject Property that the Monitor reasonably deems necessary to verify Declarant's implementation and performance of the CMMs, subject to compliance with all generally applicable site safety requirements imposed by law, site operations, or pursuant to construction contracts in effect for the Subject Property and provided further that any such additional testing shall be (q) coordinated with Declarant's construction activities and use of the Subject Property by the occupants of and visitors; and (r) conducted in a manner that will minimize any interference with the Proposed Development. The Monitor Agreement shall provide that Declarant shall have the right to require the Monitor to secure insurance customary for such activity and may hold the Monitor liable for any damage or harm resulting from such testing activities. Nothing in this Declaration, including without limitation the provisions of this Section 3.10, shall be construed to make the Monitor a third-party beneficiary of this Declaration.

(d) Subject to compliance with all generally applicable site safety requirements pursuant to construction contracts, or imposed as part of the site safety protocol in effect for the Subject Property, DCP, or any other applicable City agency, may, upon prior written or telephonic notice to Declarant, enter upon the Subject Property during business hours on business days for the purpose of conducting inspections to verify Declarant's implementation and performance of the CMMs; provided, however, that any such inspections shall be (i) coordinated with Declarant's construction activities and use of the Subject Property by the

occupants of and visitors to the Subject Property, and (ii) conducted in a manner that will minimize any interference with the Proposed Development. Declarant shall cooperate with DCP (or such other applicable City agency) and its representatives, and shall not delay or withhold any information or access to the Subject Property reasonably requested by DCP (or such other applicable City agency). Notwithstanding the foregoing, Declarant shall not be obligated to provide DCP or any other City agency with access to tenant occupied spaces or those portions of the Subject Property not owned and controlled by Declarant (such as individual condominium units).

(e) Declarant shall be responsible for payment of all fees and expenses due to the Monitor (including fees and expenses paid to sub-consultants engaged pursuant to Section 3.10(b)) in accordance with the terms of the Monitoring Agreement.

(f) If DCP determines, based on information provided by the Monitor and others, or through its own inspection of the Subject Property during construction, as applicable, that there is a basis for concluding that Declarant has failed to implement or to cause its contractors to implement a CMM, DCP may thereupon give Declarant written notice of such alleged violation (each, a “CMM Default Notice”), transmitted by hand or via overnight courier service to the address for Notices for Declarant set forth in Section 8.04. Notwithstanding any provisions to the contrary contained in Section 7.01 of this Declaration, following receipt of a CMM Default Notice, Declarant shall: (i) effect a cure of the alleged violation within ten (10) business days; (ii) seek to demonstrate to DCP in writing within five (5) business days of receipt of the CMM Default Notice why the alleged violation did not occur and does not then exist; or (iii) seek to demonstrate to DCP in writing within five (5) business days of receipt of the CMM Default Notice that a cure period greater than ten (10) business days would not be harmful to the

environment or that the required cure cannot be accomplished within ten (10) business days (such longer cure period, a "Proposed Cure Period"). If DCP accepts within two (2) business days of receipt of a writing from Declarant that the alleged violation did not occur and does not then exist, DCP shall withdraw the CMM Default Notice and Declarant shall have no obligation to cure. If DCP accepts a Proposed Cure Period in writing within two (2) business day of receipt of a writing from Declarant, then this shall become the applicable cure period for the alleged violation (the "New Cure Period"), provided that if DCP does not act with respect to a Proposed Cure Period within two (2) business days or after receipt of a writing from Declarant with respect thereto, the running of the ten (10) day cure period for the alleged violation shall be tolled until such time as DCP so acts. If Declarant fails to: (i) effect a cure of the alleged violation; (ii) cure the alleged violation within a New Cure Period, if one has been established; or (iii) demonstrate to DCP's satisfaction that a violation has not occurred, then representatives of Declarant shall, promptly at DCP's request, and upon a time and date, and a location acceptable to DCP, convene a meeting (and, at the election of the parties, additional meetings) with the Monitor and DCP representatives. If, subsequent to such meetings, Declarant is unable reasonably to satisfy the DCP representatives that no violation exists or is continuing or the Declarant, the Monitor and DCP are unable to agree upon a method for curing the violation within a time period acceptable to DCP, DCP shall have the right to exercise any remedy available at law or in equity or by way of administrative enforcement, to obtain or compel Declarant's performance under this Declaration, including seeking an injunction to stop work on the Subject Property, as necessary, to ensure that the violation does not continue, until the Declarant demonstrates either that the violation does not exist or that it has cured the violation. Nothing herein shall be construed as a

waiver of any legal or equitable defense that Declarant may have in any enforcement action or proceeding initiated by DCP in accordance with this provision.

3.11 Event Involving a PCRE or Mitigation Measure. Notwithstanding any provision of Section 7.04 to the contrary, where the Obligation as to which a Force Majeure Event applies is a PCRE or Mitigation Measure set forth in this Article III of the Declaration, Declarant may not be excused from performing such PCRE or Mitigation Measure that is affected by the Force Majeure Event unless and until the Chair has made a determination in his or her reasonable discretion that not implementing the PCRE or Mitigation Measure during the period of the Force Majeure Event, or implementing an alternative proposed by Declarant, would not result in any new or different significant adverse environmental impact not addressed in the FEIS.

ARTICLE IV

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ARTICLE V

PROPERTY OWNERS ASSOCIATION

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ARTICLE VI
EFFECTIVE DATE; AMENDMENTS
AND MODIFICATIONS TO AND
CANCELLATION OF THIS DECLARATION

6.01 Effective Date; Lapse; Cancellation.

(a) This Declaration and the provisions and covenants hereof shall become effective only upon Final Approval of the Land Use Applications (the “Effective Date”). However, following such Effective Date, Declarant shall not be subject to or have any obligations under this Declaration unless and until Declarant has elected to proceed under the Special Permits by (i) obtaining a permit from the Buildings Department permitting the construction of the foundation of the Proposed Development (the “Foundation Permit”) pursuant to the Special Permits, and (ii) recording against the Subject Property, and causing HRPT to record against Chelsea Piers, the Transfer of Development Rights and Notice of Restrictions, in the form annexed hereto as **Exhibit “F”** (the “Transfer Instrument”) (both (i) and (ii), the “Special Permit Election”). Unless and until Declarant has made a Special Permit Election, Declarant shall be entitled to develop the Subject Property with such uses and bulk, and only such uses and bulk, permitted on an as-of-right basis under the Former Zoning.

(b) Within ten (10) days of such Final Approval of the Land Use Applications and prior to application for any Building Permit relating to the Subject Property, the Declarant shall record this Declaration and any related waivers executed by Mortgagees or other Parties-in-Interest or other documents executed and delivered in connection with the Land Use

Applications and required by this Declaration to be recorded in public records, in the Office of the City Register, New York County (the “Register’s Office”), indexing them against the entire Subject Property, and deliver to the Commission within ten (10) days from any such submission for recording, a copy of such documents as submitted for recording, together with an affidavit of submission for recordation. Declarant shall deliver to the Commission a copy of all such documents, as recorded, certified by the City Register (the “Register”), promptly upon receipt of such documents from the Register. If the Declarant fails to so record such documents, then the City may record duplicate originals of such documents. However, all fees paid or payable for the purpose of recording such documents, whether undertaken by the Declarant or by the City, shall be borne by Declarant.

(c) Notwithstanding anything to the contrary contained in this Declaration, if the Approvals given in connection with the Land Use Applications are declared invalid or otherwise voided by a final judgment of any court of competent jurisdiction from which no appeal can be taken or for which no appeal has been taken within the applicable statutory period provided for such appeal, then, upon entry of said judgment or the expiration of the applicable statutory period for such appeal, then this Declaration shall be cancelled and shall be of no further force or effect and an instrument discharging or terminating it may be recorded. Prior to the recordation of such instrument discharging or terminating this Declaration, the Declarant shall notify the Chair of Declarant’s intent to discharge or terminate this Declaration and request the Chair’s approval, which approval shall be limited to insuring that such discharge and termination is in proper form and provides that the proper provisions which are not discharged or terminated survive such termination. Upon recordation of such instrument, Declarant or

Successor Declarants (as hereinafter defined) shall provide a copy thereof to the Commission so certified by the Register.

6.02 Amendment. This Declaration may be amended, modified or cancelled only upon application by the Declarant, and with the express written approval of the Commission or an agency succeeding to the Commission's jurisdiction (except with respect to a cancellation pursuant to Section 6.01 hereof, for which no such approval shall be required). No other approval or consent shall be required from any public body, private person or legal entity of any kind, including, without limitation, any other present Party-in-Interest or future Party-in-Interest who is not a successor of Declarant.

6.03 Minor Modifications. Notwithstanding the provisions of Section 6.02 above, any change to this Declaration proposed by the Declarant, which the Chair deems to be a minor modification of this Declaration, may by express written consent be approved administratively by the Chair and no other approval or consent shall be required from any public body, private person or legal entity of any kind, including, without limitation, any present or future Party-in-Interest. Such minor modifications shall not be deemed amendments requiring the approval of the Commission. In the event that a minor modification results in a modification of the Plans, a notice indicating such modification shall be recorded in the City Register's Office, in lieu of a modification of this Declaration.

6.04 Future Recording. Any modification, amendment or cancellation of this Declaration shall be executed and recorded in the same manner as this Declaration.

6.05 Certain Provisions Regarding Modification. For so long as any Declarant, or any successor entity to the balance and entirety of such Declarant's Possessory Interest in the Subject

Property so that Declarant no longer holds any Possessory Interest in the Subject Property (the “Successor Declarant”), shall hold a Possessory Interest in the Subject Property or any portion thereof, all other Unit Interested Parties, their heirs, successors, assigns and legal representatives, hereby irrevocably (i) consent to any amendment, modification, cancellation, revision or other change in this Declaration, (ii) waive and subordinate any rights they may have to enter into an amended Declaration or other instrument amending, modifying, canceling, revising or otherwise changing this Declaration, and (iii) nominate, constitute and appoint Declarant, or any Successor Declarant, their true and lawful attorney-in-fact, coupled with an interest, to execute any documents or instruments of any kind that may be required in order to amend, modify, cancel, revise or otherwise change this Declaration or to evidence such Unit Interested Parties’ consent or waiver as set forth in this Section 6.05.

ARTICLE VII

COMPLIANCE; DEFAULTS; REMEDIES

7.01 Default.

(a) Declarant acknowledges that the restrictions, covenants, and Obligations of this Declaration will protect the value and desirability of the Subject Property, as well as benefit the City. Declarant acknowledges that the City is an interested party to this Declaration, and consent to enforcement by the City, administratively or at law or equity, of the restrictions, covenants, easements, obligations and agreements contained herein. If the Declarant fails to perform any of its obligations under this Declaration with respect to its Obligations, the City shall seek to enforce this Declaration and exercise any administrative legal or equitable remedy available to the City, and Declarant hereby consents to same; provided that this Declaration shall

not be deemed to diminish Declarant's or any other Party in Interest's right to exercise any and all administrative, legal, or equitable remedies otherwise available to it, and provided further, that the City's rights of enforcement shall be subject to the cure provisions and periods set forth in Section 7.01(c) hereof and the limitations of Sections 8.01 and 8.02 hereof. Declarant also acknowledges that the remedies set forth in this Declaration are not exclusive and that the City and any agency thereof may pursue other remedies not specifically set forth herein, subject to Sections 8.01 and 8.02 hereof, including, but not limited to, a mandatory injunction compelling Declarant to comply with the terms of this Declaration and a revocation by the City of any certificate of occupancy, temporary or permanent, for any building located within the Proposed Development that does not comply with the provisions of this Declaration; provided, however, that such right of revocation shall not permit or be construed to permit the revocation of any certificate of occupancy for any use or improvement that exists on the Subject Property as of the date of this Declaration;

(b) Notwithstanding any provision of this Declaration, only Declarant, Mortgagees, and Declarant's successors and assigns and the City, shall be entitled to enforce or assert any claim arising out of or in connection with this Declaration. Nothing contained herein should be construed or deemed to allow any other person or entity to have any interest in or right of enforcement of any provision of this Declaration or any document or instrument executed or delivered in connection with the Land Use Applications or Approvals.

(c) Prior to City instituting any proceeding to enforce the terms or conditions of this Declaration due to any alleged violation hereof, City shall give the Declarant, every Mortgagee of all or any portion of the Subject Property, and every Party in Interest, ninety (90) days written notice of such alleged violation, during which period the Declarant, any Party in

Interest and Mortgagee shall have the opportunity to effect a cure of such alleged violation or to demonstrate to City why the alleged violation has not occurred. If a Mortgagee or Party in Interest performs any obligation or effects any cure the Declarant is required to perform or cure pursuant to this Declaration, such performance or cure shall be deemed performance on behalf of the Declarant and shall be accepted by any person or entity benefited hereunder, including the Commission and the City, as if performed by the Declarant. If the Declarant, any Party in Interest or Mortgagee commence to effect such cure within such ninety (90) day period (or if cure is not capable of being commenced within such ninety (90) day period, the Declarant, any Party in Interest or Mortgagee commences to effect such cure when such commencement is reasonably possible), and thereafter proceeds diligently toward the effectuation of such cure, the aforesaid ninety (90) day period (as such may be extended in accordance with the preceding clause) shall be extended for so long as the Declarant, any Party in Interest or Mortgagee continues to proceed diligently with the effectuation of such cure. In the event that more than one Declarant exists at any time on the Subject Property, notice shall be provided to all Declarants from whom City has received notice in accordance with Section 8.04 hereof, and the right to cure shall apply equally to all Declarants.

(d) If, after due notice and opportunity to cure as set forth in this Declaration, the Declarant, Mortgagee or a Party in Interest shall fail to cure the alleged violation with respect to the Subject Property, the City may exercise any and all of its rights, including without limitation those delineated in this Section 7.01 and may disapprove any amendment, modification or cancellation of this Declaration on the sole ground that such Declarant is in default of a material Obligation under this Declaration.

The time period for curing any violation of this Declaration by the Declarant shall be subject to extension due to the occurrence of a Force Majeure Event subject to the provisions of Section 7.04 hereof.

7.02 Rights of Mortgagees. Except as otherwise provided in Section 7.03 of this Declaration, if the Declarant shall fail to observe or perform any of the covenants or provisions contained in this Declaration and such failure continues beyond the cure period set forth in Section 7.01 hereof, the City shall, before taking any action to enforce this Declaration, give notice to any Named Mortgagee, setting forth the nature of the alleged default. A Named Mortgagee shall have available to it an additional cure period of the same number of days as the Declarant had in which to cure such alleged default, as extended by Force Majeure Events. If such Named Mortgagee has commenced to effect a cure during such period and is proceeding with reasonable diligence towards effecting such cure, then such cure period shall be extended for so long as such Named Mortgagee is continuing to proceed with reasonable diligence with the effectuation of such cure. With respect to the effectuation of any cure by any Named Mortgagee, such Named Mortgagee shall have all the rights and powers of the Declarant pursuant to this Declaration necessary to cure such default. If a Named Mortgagee performs any obligation or effects any cure the Declarant is required to perform or cure pursuant to this Declaration, such performance or cure shall be deemed performance on behalf of the Declarant and shall be accepted by any person or entity benefited hereunder, including the Commission and the City, as if performed by Declarant. Notwithstanding anything to the contrary contained herein, the execution of a Waiver and Subordination or the failure by a Named Mortgagee to cure an alleged default shall not defeat, invalidate, or impair the validity of the lien of the Mortgage in favor of a Named Mortgagee.

7.03 Enforcement of Declaration. No person or entity other than Declarant, Mortgagees, the City, or a successor, assign or legal representative of any such party, shall be entitled to enforce, or assert any claim arising out of or in connection with, this Declaration. This Declaration shall not create any enforceable interest or right in any person or entity other than the parties named above in this Section, who shall be deemed to be the proper entities to enforce the provisions of this Declaration, and nothing contained herein shall be deemed to allow any other person or entity, public or private, any interest or right of enforcement of any provision of this Declaration or any document or instrument executed or delivered in connection with the Land Use Applications. Declarant consents to the enforcement by the City, administratively or at law or equity, or by any legal means necessary, of the covenants, conditions, easements, agreements and restrictions contained in this Declaration.

7.04 Delay By Reason of Force Majeure Event. In the event that Declarant is unable to comply with any Obligations of this Declaration (including, without limitation, any violation of this Declaration under Section 7.01 hereof) as a result of a Force Majeure Event, then Declarant may, upon written notice to the Chair (the "Delay Notice"), request that the Chair, certify the existence of such Force Majeure Event. Such Delay Notice shall include a description of the Force Majeure Event, and, if known to such Declarant, its cause and probable duration and the impact it is reasonably anticipated to have on the completion of the item of work, to the extent known and reasonably determined by the Declarant. In the exercise of its reasonable judgment the Chair shall, within thirty (30) days of its receipt of the Delay Notice certify in writing whether a Force Majeure Event has occurred. If the Chair certifies that a Force Majeure Event does not exist, the Chair shall set forth with reasonable specificity, in the certification, the reasons therefor. If the Chair certifies a Force Majeure Event exists, upon such notification, the

Chair shall grant Declarant appropriate relief including notifying DOB that a Building Permit, TCO, or a PCO, as applicable, may be issued for the Proposed Development. Failure to respond within such thirty (30) day period shall be deemed to be a certification by the City that Force Majeure Events have occurred. Any delay caused as the result of a Force Majeure Event shall be deemed to continue only as long as the Force Majeure Event continues. Upon a certification or deemed certification that Force Majeure Events have occurred, the City may grant such Declarant appropriate relief. As a condition of granting such relief, the City may require that such Declarant post a bond, letter of credit or other security in a form reasonably acceptable to the City in order to ensure that the Obligation will be completed in accordance with the provisions of this Declaration. Any delay caused as the result of Force Majeure Event shall be deemed to continue only as long as the Force Majeure Event continues. Declarant shall re-commence the Obligation at the end of the probable duration of the Force Majeure Event specified in the Delay Notice, or such lesser period of time as the Chair reasonably determined the Force Majeure Event shall continue; provided, however, that if the Force Majeure Event has a longer duration than as set forth in the Delay Notice, or as reasonably determined by the Chair, the Chair shall grant additional time to re-commence the Obligation.

ARTICLE VIII

MISCELLANEOUS

8.01 Binding Effect. Except as specifically set forth in this Declaration and, subject to applicable law, Declarant shall have no obligation to act or refrain from acting with respect to the Subject Property. The restrictions, covenants, rights and agreements set forth in this Declaration shall be binding on each Declarant and any Successor Declarant who acquires a Possessory Interest the Subject Property, provided that the Declaration shall only be binding upon a

Declarant or a Successor Declarant for the period during which such Declarant or such Successor Declarant is the holder of a Possessory Interest in the Subject Property and only to the extent of such Possessory Interest in the Subject Property. At such time as a Declarant or any Successor Declarant no longer holds a Possessory Interest in the Subject Property, such Declarant's or such Successor Declarant's obligation and liability under this Declaration shall wholly cease and terminate except with respect to any liability during the period when such Declarant held a Possessory Interest in the Subject Property, and the party succeeding such Declarant shall be deemed to have assumed the obligations and liability of Declarant pursuant to this Declaration with respect to actions or matters occurring subsequent to the date such party succeeds to a Possessory Interest in the Subject Property to the extent of such party's Possessory Interest in the Subject Property. For purposes of this Declaration, any successor to a Declarant shall be deemed a Declarant for such time as such successor holds all or any portion of a Possessory Interest in the Subject Property. The provisions of this Declaration shall run with the land and shall inure to the benefit of and be binding upon Declarant.

8.02 Limitation of Liability. Notwithstanding anything to the contrary contained in this Declaration, the City will look solely to the estate and interest of Declarant, and any or all of their respective successors and assigns or the subsequent holders of any interest in the Subject Property, on an in rem basis only, for the collection of any judgment or the enforcement of any remedy based upon any breach by any such party of any of the terms, covenants or conditions of this Declaration. No other property of any such party or its principals, disclosed or undisclosed, or its partners, shareholders, directors, officers or employees, or said successors, assigns and holders, shall be subject to levy, execution or other enforcement procedure for the satisfaction of the remedies of the City or of any other party or person under or with respect to this Declaration,

and no such party shall have any personal liability under this Declaration. In the event that the Proposed Development is subject to a declaration of condominium, every condominium unit shall be subject to levy or execution for the satisfaction of any monetary remedies of the City solely to the extent of each Unit Interested Party's Individual Assessment Interest. The "Individual Assessment Interest" shall mean the Unit Interested Party's percentage interest in the common elements of the condominium in which such condominium unit is located applied to the assessment imposed on the condominium in which such condominium unit is located. In the event of a default in the obligations of the condominium as set forth herein, the City shall have a lien upon the property owned by each Unit Interested Party solely to the extent of each such Unit Interested Party's unpaid Individual Assessment Interest, which lien shall include such Unit Interested Party's obligation for the costs of collection of such Unit Interested Party's unpaid Individual Assessment Interest. Such lien shall be subordinate to the lien of any prior recorded Mortgage in respect of such property given to a bank, insurance company, real estate investment trust, private equity or debt fund, or other institutional lender (including but not limited to a governmental agency), the lien of any real property taxes, and the lien of the board of managers of any such condominium for unpaid common charges of the condominium, and the lien of the condominium pursuant to the provisions of Article V hereof. The City agrees that, prior to enforcing its rights against a Unit Interested Party, the City shall first attempt to enforce its rights under this Declaration against the applicable Declarant, and the boards of managers of any condominium association. In the event that the condominium shall default in its obligations under this Declaration, the City shall have the right to obtain from the boards of managers of any condominium association, the names of the Unit Interested Parties who have not paid their Individual Assessment Interests.

8.03 Condominium and Cooperative Ownership

(a) In the event that the Subject Property or any portion thereof is developed as, sold, or converted to condominium or cooperative ownership requiring the approval of the Attorney General, Declarant so doing shall provide a copy of this Declaration and any subsequent modification hereof to the Attorney General with the offering documents at the time of application for approval of any offering plan for such condominium or cooperative. Declarant shall include in the offering plan, if any, for such condominium or cooperative this Declaration or any portions hereof which the Attorney General determines shall be included and, if so included in the offering plan, shall make copies of this Declaration available to condominium purchasers and cooperative shareholders purchasing from such Declarant pursuant to such offering plan. Such condominium or cooperative (or the board of managers of a condominium or board directors of a cooperative having a Possessory Interest therein) shall be deemed to be a Declarant for purposes of this Declaration, and shall succeed to a prior Declarant's obligations under this Declaration in accordance with Section 8.01 hereof.

(b) With respect to any portion of the Subject Property which shall be subject to a condominium, cooperative or similar form of ownership, for the purposes of this Declaration, except as otherwise set forth below, the board of directors or managers of the condominium, cooperative or similar association (such entity, a "Board") or a master association (an "Association") selected by the Board and authorized by underlying organizational documents to act on behalf of the individual condominium unit owners, cooperative shareholders or similar owners, shall have the sole right as Declarant of such portion of the Subject Property to assess a lien for any costs incurred under this Declaration or to otherwise act as a Declarant with respect to this Declaration, to the extent

such action is required for any purpose under this Declaration, and the consent of any individual condominium unit owner, cooperative shareholder or other similar owner who may be considered a party in interest under the Zoning Resolution shall not be required. For purposes of this Declaration, the Board or the Association, as the case may be, shall be deemed the sole Party in Interest with respect to the property interest subjected to the condominium, cooperative or similar ownership arrangement, and any such condominium unit owner, cooperative shareholder or other similar owner, or holder of any lien encumbering any such individual unit, shall not be deemed a Party in Interest. For purposes of Section 8.04 hereof, notice to the Board or the Association, as the case may be, shall be deemed notice to the Declarant of the applicable portion of the Subject Property.

8.04 Notices.

All notices, demands, requests, consents, approvals, and other communications (each, a “Notice”) which may be or are permitted, desirable, or required to be given under this Declaration shall be in writing and shall be sent or delivered as follows:

To Declarant: West 30th Street LLC
c/o Lalezarian Properties
1999 Marcus Ave. #310
Lake Success NY 11042
Telephone: (516) 488-3000

With a copy to: Fried, Frank, Harris, Shriver & Jacobson LLP
One New York Plaza
New York, NY 10004
Attention: David Karnovsky
Telephone: (212)859-8927
Email: david.karnovsky@friedfrank.com

If to CPC: New York City Planning Commission
120 Broadway, 31st Floor
New York, New York 10271

With a copy to: General Counsel
New York City Department of City Planning
120 Broadway, 31st Floor
New York, New York 10271

Declarant, the Commission, any Party in Interest, and any Mortgagee may, by notice provided in accordance with this Section 8.04, change any name or address for purposes of this Declaration. In order to be deemed effective any Notice shall be sent or delivered in at least one of the following manners: (A) sent by registered or certified mail, postage pre-paid, return receipt requested, in which case the Notice shall be deemed delivered for all purposes hereunder five days after being actually mailed; (B) sent by overnight courier service, in which case the Notice shall be deemed delivered for all purposes hereunder on the date the Notice was actually received or was refused; or (C) delivered by hand, in which case the Notice will be deemed delivered for all purposes hereunder on the date the Notice was actually received. All Notices from the Commission to Declarant shall also be sent to every Mortgagee of whom the Commission has notice (“Named Mortgagee”), and no Notice shall be deemed properly given to Declarant without such notice to such Named Mortgagee(s). In the event that there is more than one Declarant at any time, any Notice from the City or the Commission shall be provided to all Declarants of whom the Commission has notice.

8.01 Certificates. The City will at any time and from time to time upon not less than fifteen (15) days’ prior notice by the Declarant or a Named Mortgagee execute, acknowledge and deliver to such Declarant or such Named Mortgagee, as the case may be, a statement in writing certifying (a) that this Declaration is unmodified and in full force and effect (or if there have been modifications or supplements that the same is in full force and effect, as modified or supplemented, and stating the modifications and supplements), (b) whether or not to the best

knowledge of the signer of such certificate the Declarant is in default in the performance of any Obligation contained in this Declaration, and, if so, specifying each such default of which the signer may have knowledge, and (c) as to such further matters as such Declarant or such Named Mortgagee may reasonably request. If the City fails to respond within such fifteen (15) day period, Declarant may send a second written notice to the City requesting such statement (which notice shall state in bold upper case type both at the top of the first page thereof and on the front of the envelope thereof the following: “SECOND NOTICE PURSUANT TO SECTION 8.04 OF THE DECLARATION OF PROPOSED DEVELOPMENT”). If the City fails to respond within ten (10) days after receipt of such second notice, it shall be deemed to have certified (i) that this Declaration is unmodified and in full force and effect (or if there have been modifications or supplements that the same is in full force and effect, as modified or supplemented), (ii) that to the best knowledge of the signer of such certificate Declarant is not in default in the performance of any Obligation contained in this Declaration, and (iii) as to such further matters as such Declarant or such Named Mortgagee had requested, and such deemed certification may be relied on by such Declarant or such Named Mortgagee and their respective successors and assigns.

8.02 Successors of Declarant. References in this Declaration to “Declarant(s)” shall be deemed to include Successor Declarant(s), if any, which are holders of a Possessory Interest in the Subject Property. Notwithstanding anything to the contrary contained in this Declaration, no holder of a mortgage or other lien in the Subject Property shall be deemed to be a successor of Declarant for any purpose, unless and until such holder obtains a Possessory Interest and provided further that, following succession to such Possessory Interest, the holder of any such mortgage or lien shall not be liable for any obligations of Declarant as the “Declarant” hereunder

unless such holder commences to develop the Subject Property in accordance with the terms of Section 2.01 hereof or has acquired its interest from a Party who has done so.

8.03 Parties-in-Interest. Declarant shall provide the City with an updated Certification of Parties-in-Interest as of the recording date of this Declaration and will cause any individual, business organization or other entity which, between the date hereof and the effective and recording date and time of this Declaration, becomes a Party-in-Interest in the Subject Property or portion thereof to subordinate its interest in the Subject Property to this Declaration. Any and all mortgages or other liens encumbering the Subject Property after the recording date of this Declaration shall be subject and subordinate hereto as provided herein. Notwithstanding anything to the contrary contained in this Declaration, if a portion of the Subject Property is held in condominium ownership, the board of managers of the condominium association shall be deemed to be the sole Party-in-Interest with respect to the premises held in condominium ownership, and the owner of any unit in such condominium, the holder of a lien encumbering any such condominium unit, and the holder of any other occupancy or other interest in such condominium unit shall not be deemed to be a Party-in-Interest.

8.04 Governing Law. This Declaration shall be governed and construed by the laws of the State of New York, without regard to principles of conflicts of law.

8.05 Severability. In the event that any provision of this Declaration shall be deemed, decreed, adjudged or determined to be invalid or unlawful by a court of competent jurisdiction, such provision shall be severed and the remainder of this Declaration shall continue to be of full force and effect.

8.06 Applications. Declarant shall include a copy of this Declaration as part of any application pertaining to the Subject Property (as to which the provisions of this Declaration are applicable) submitted to the DOB or any other interested governmental agency or department having jurisdiction over the Subject Property.

8.07 Incorporation by Reference. Any and all exhibits, appendices and attachments referred to herein are hereby incorporated fully and made an integral part of this Declaration by reference.

8.08 Counterparts. This Declaration may be executed in one or more counterparts, each of which when so executed and delivered shall be deemed an original, but all of which taken together shall be construed as and shall constitute but one and the same instrument.

[Signature Page Follows]

IN WITNESS WHEREOF, Declarant has executed and delivered this Declaration as of the day and year first above written.

DECLARANT:
WEST 30th STREET LLC

BY: _____

NAME: _____

TITLE: _____

STATE OF NEW YORK)
)ss.:
COUNTY OF NEW YORK)

On the _____ day of _____ in the year 2017 before me, the undersigned, personally appeared _____, personally known to me or proved to me on the basis of satisfactory evidence to be the individual(s) whose name(s) is/are subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their capacity(ies), and that by his/her/their signature(s) on the instrument, the individual(s), or the person or entity upon behalf of which the individual(s) acted, executed the instrument.

Notary Public

SCHEDULE OF EXHIBITS

- EXHIBIT A Metes and Bounds of Subject Property**
- EXHIBIT B Metes and Bounds of Project Site A**
- EXHIBIT C Parties in Interest Certification**
- EXHIBIT D Waivers**
- EXHIBIT E Plans**
- EXHIBIT F Form of Transfer of Development Rights and Notice of Restrictions**
- EXHIBIT G Shadow Study Area**
- EXHIBIT H Child Care Study Area**
- EXHIBIT I Cumulative Four Year Funding Mitigation to ACS**
- EXHIBIT J Number of Slots in Excess of the Impact Threshold to be Funded**
- EXHIBIT K Transportation Mitigation Measures**

Exhibit "A"

Metes and Bounds of Subject Property

Lot 39

ALL THAT CERTAIN plot, piece or parcel of land, with the buildings and improvements thereon erected, situate, lying and being in the Borough of Manhattan, City, County and State of New York, bounded and described as follows:

BEGINNING at a point on the southerly side of West 30th Street, distant one hundred twenty-five feet westerly from the corner formed by the intersection of the southerly side of West 30th Street with the westerly side of Eleventh Avenue;

RUNNING THENCE southerly parallel with said westerly side of Eleventh Avenue, ninety-eight feet nine inches to the center line of the block;

THENCE westerly along said center line of the block, one hundred fifty feet;

THENCE northerly parallel with said westerly side of Eleventh Avenue, ninety-eight feet nine inches to the said southerly side of West 30th Street;

THENCE easterly along said southerly side of West 30th Street, one hundred fifty feet to the point or place of BEGINNING.

Lot 38

ALL that certain plot, piece or parcel of land, situate, lying and being in the Borough of Manhattan, City, County and State of New York, bounded and described as follows:

BEGINNING at a point on the southerly side of 30th Street, 100 feet westerly from the westerly side of Eleventh Avenue;

RUNNING THENCE southerly parallel with Eleventh Avenue, 98 feet 9 inches to the center line of the block between 29th and 30th Streets;

THENCE westerly along said center line, 25 feet;

THENCE northerly parallel with Eleventh Avenue, 98 feet 9 inches to 30th Street; and

THENCE easterly along 30th Street, 25 feet to the point or place of BEGINNING.

Exhibit "B"

Metes and Bounds of Project Site A

Lot 12 (f/k/a Lots 12, 29 & 36)

ALL THAT CERTAIN plot, piece or parcel of land, situate, lying and being in the Borough of Manhattan, City, County and State of New York, bounded and described as follows:

BEGINNING at the corner formed by the intersection of the northerly side of West 29th Street and the westerly side of Eleventh Avenue;

RUNNING THENCE westerly, along the northerly side of West 29th Street, 525 feet;

THENCE northerly, parallel with the westerly side of Eleventh Avenue, 98 feet 9 inches to a point in the center line of the block;

THENCE easterly, along the center line of the block and parallel with the northerly line of West 29th Street, 425 feet;

THENCE northerly, parallel with the westerly side of Eleventh Avenue, 98 feet 9 inches to a point in the southerly line of West 30th Street;

THENCE easterly, along the southerly side of West 30th Street, 100 feet to the corner formed by the intersection of the southerly side of West 30th Street with the westerly side of Eleventh Avenue;

THENCE southerly, along the westerly line of Eleventh Avenue, 197 feet 6 inches to the point or place of BEGINNING.

Exhibit “C”

Parties-in-Interest Certification

Exhibit “D”

Waivers

Exhibit “E”

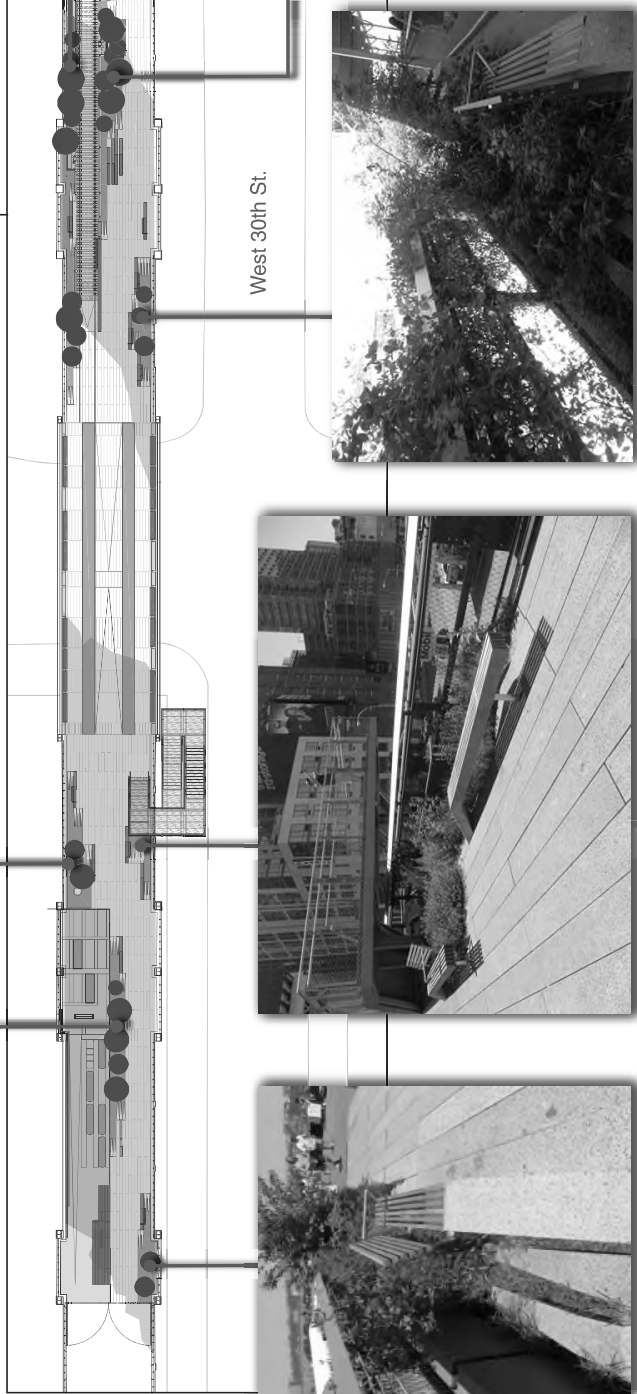
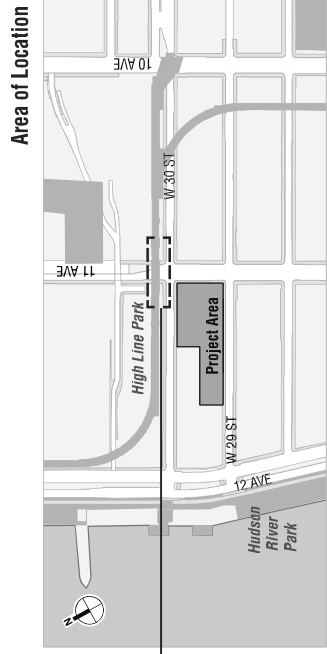
Plans

Exhibit “F”

Transfer Instrument and Notice of Restrictions
Pursuant to Section 89-21(d) of the Zoning Resolution of the City of New York

Exhibit “G”

Shadow Study Area



This figure has been revised for the FEIS.
 Area on the High Line receiving fewer than four hours of direct sunlight with the proposed actions that would receive more than four hours without the proposed actions, on the March 21 / September 21 analysis day.

The High Line - Detail
 Figure 7-17

Exhibit “H”

Child Care Study Area



■ Project Area
 - - - Study Area (Two-mile boundary)

- Child Care Facilities**
- ① Hudson Guild
 - ② Hudson Guild
 - ③ YWCA of the City of New York
 - ④ Bellevue Day Care Center
 - ⑤ Lincoln Square Neighborhood Center

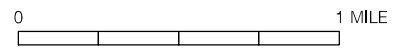


Exhibit “I”

Cumulative Four Year Funding Mitigation to ACS

NYC Children's Services NYC Planning Department Child Care Mitigation Grid

Variables:

Mitigation Slots	1
Infant SMR	\$19,366
Toddler SMR	\$13,990
Pre-school SMR	\$12,632
Inflation Factor	0.81%

	Completion year											
	Year 1 2018	Year 2 2019	Year 3 2020	Year 4 2021	Year 5 2022	Year 6 2023	Year 7 2024	Year 8 2025	Year 9 2026	Year 10 2027	Year 11 2027	Year 12 2027
Infant Cost	\$3,680	\$3,709	\$3,740	\$3,770	\$3,801	\$3,832	\$3,863	\$3,894	\$3,926	\$3,958	\$3,990	\$4,022
Toddler Cost	\$3,777	\$3,808	\$3,839	\$3,870	\$3,901	\$3,933	\$3,965	\$3,997	\$4,030	\$4,062	\$4,096	\$4,129
Pre-School Cost	\$6,821	\$6,876	\$6,932	\$6,989	\$7,046	\$7,103	\$7,161	\$7,219	\$7,277	\$7,337	\$7,396	\$7,456
Annual total mitigation funding to ACS	\$14,278	\$14,394	\$14,511	\$14,629	\$14,748	\$14,867	\$14,988	\$15,110	\$15,233	\$15,357	\$15,482	\$15,607
cost/slot	\$ 14,278	\$ 14,394	\$ 14,511	\$ 14,629	\$ 14,748	\$ 14,867	\$ 14,988	\$ 15,110	\$ 15,233	\$ 15,357	\$ 15,482	\$ 15,607
Cumulative four year mitigation funding to ACS					\$ 59,713	\$ 60,199	\$ 60,688	\$ 61,181	\$ 61,679			

Notes/Assumptions:

Inflation factor is CPI 5-year average for New York-Northern New Jersey-Long Island, NY-NJ-CT-PA; Series ID: CUURA101SA0,CUUSA101SA0

Mitigation slots to be supplied by NYC Planning.

Slots are average total voucher slots by age for most recent City Fiscal Year at time of calculation.

State Market Rate (SMR) is the 2016 GDC weekly FT rate for NYC from the NYS OCFS website multiplied by 52.2 weeks.

CPI is applied to current SMR to FY2023 (Year 6)

Exhibit "J"

Number of Slots in Excess of Impact Threshold to be Funded

Number of Low-Income Units in the Project Area	Number of Child Care Slots in Excess of Impact Threshold to be Funded
0 – 91	
92 – 99	1
100 – 108	2
109 – 117	3
118 – 126	4
127 – 134	5
135 – 143	6
144 – 152	7
153 – 160	8
161 - 169	9
170 - 178	10
179 - 186	11
187 - 195	12
196 - 204	13
205 - 213	14
214 - 221	15
222 - 230	16
230 - 239	17
240 - 247	18
248 - 256	19

Exhibit “K”

Transportation Mitigation Measures

PEDESTRIAN MITIGATION MEASURES

- The significant adverse impacts at the south crosswalk of Eleventh Avenue and West 33rd Street during the weekday AM, midday, and PM peak hours could be fully mitigated by widening the crosswalk by four feet, from 10 to 14 feet; and
- The significant adverse impact at the east crosswalk of Eleventh Avenue and West 33rd Street during the weekday midday peak hour could be fully mitigated by widening the crosswalk by half a foot. However, in accordance with standard DOT practice, the minimum crosswalk widening is one foot. Hence, this crosswalk is proposed to be widened from 15 to 16 feet.

TRAFFIC MITIGATION MEASURES

**Table 21-4
Recommended Mitigation Measures
Weekday AM Peak Hour**

Intersection	No Action Signal Timing	Recommended Mitigation Measures	Recommended Signal Timing
Route 9A/Twelfth Avenue and West 30th Street	EB: Green = 14 s NB/SB: Green = 100 s SB-L: Green = 19 s	Shift 1 second of green time from the NB/SB phase to the SB left-turn phase.	EB: Green = 14 s NB/SB: Green = 99 s SB-L: Green = 20 s
Route 9A/Twelfth Avenue and West 29th Street	WB: Green = 26 s NB/SB: Green = 112 s	Shift 3 seconds of green time from the NB/SB phase to the WB phase.	WB: Green = 29 s NB/SB: Green = 109 s
Notes: L = Left Turn, T = Through, R = Right Turn, DefL = Defacto Left Turn, EB = Eastbound, WB = Westbound, NB = Northbound, SB = Southbound.			

**Table 21-5
Recommended Mitigation Measures
Weekday Midday Peak Hour**

Intersection	No Action Signal Timing	Recommended Mitigation Measures	Recommended Signal Timing
Route 9A/Twelfth Avenue and West 30th Street	EB: Green = 14 s NB/SB: Green = 72 s SB-L: Green = 17 s	Shift 1 second of green time from the NB/SB phase to the SB left-turn phase.	EB: Green = 14 s NB/SB: Green = 71 s SB-L: Green = 18 s
Route 9A/Twelfth Avenue and West 29th Street	WB: Green = 26 s NB/SB: Green = 82 s	Shift 1 second of green time from the NB/SB phase to the WB phase.	WB: Green = 27 s NB/SB: Green = 81 s
Notes: L = Left Turn, T = Through, R = Right Turn, DefL = Defacto Left Turn, EB = Eastbound, WB = Westbound, NB = Northbound, SB = Southbound.			

**Table 21-6
Recommended Mitigation Measures
Weekday PM Peak Hour**

Intersection	No Action Signal Timing	Recommended Mitigation Measures	Recommended Signal Timing
Route 9A/Twelfth Avenue and West 30th Street	EB: Green = 14 s NB/SB: Green = 100 s SB-L: Green = 19 s	Shift 2 seconds of green time from the NB/SB phase to the SB left-turn phase.	EB: Green = 14 s NB/SB: Green = 98 s SB-L: Green = 21 s
Notes: L = Left Turn, T = Through, R = Right Turn, DefL = Defacto Left Turn, EB = Eastbound, WB = Westbound, NB = Northbound, SB = Southbound.			